





The Next Generation
of Real Estate Developers



We Build for Generations

Boasting an accomplished track record spanning over a decade, Retal Urban Development Company has been spearheading urban transformation in major cities across Saudi Arabia. By forging enduring strategic partnerships with pivotal industry players across the Kingdom and consolidating the real estate value chain, we have been favorably positioned to develop inclusive communities and lifestyle destinations that redefines modern living while catering to the ever-evolving needs of its communities.

Supplementary Reports

 [View Our 2022 Annual Report](#) 

 [View Our 2022 Sustainability Report](#) 

 [Visit Our Investor Relations Website](#) 

To facilitate access to information and navigation we used hyperlinks, we also made sure to include all relevant information to our readers in a concise manner. In accordance with Retal's sustainability principles this report will not be printed.

Contents



Page 101

Financial Performance



Page 133

Business Model



Page 145

Corporate Governance



Page 77

Our Portfolio



We have emerged through a stage in which Retal was distinguished by remarkable levels of growth, innovation and ability.

Page 25

Chairman's Statement



Page 39

Our Strategy

Introduction

- 07 At a Glance
- 15 2023 Highlights
- 19 2023 Key Project Highlights
- 21 2023 Awards

Strategic Report

- 25 Chairman's Statement
- 27 CEO Review
- 29 Our Market
- 39 Our Strategy
- 48 Our Business Model
- 69 Operational Performance
- 76 Our Portfolio
- 101 Financial Performance
- 103 CFO Review
- 108 Digital Transformation
- 118 Sustainability
- 134 Risk Management

145 *Corporate Governance Report*

An Extensive Development Portfolio

Our track record of pioneering future-proof developments has set an industry benchmark, and today, we sit at the helm of a diverse portfolio of more than 8 thousand units spanning 37 projects*, representing a total built-up area of over 4.6 million square meters.

Throughout its extensive history, Retal has excelled in crafting integrated, modern, and dynamic destinations, exemplified by

4,512
Units Delivered to Date

1,736
Unit Backlog Eastern Region

4,188
Unit Backlog Central Region

1,736
Unit Backlog Eastern Region



Strong Revenue Visibility

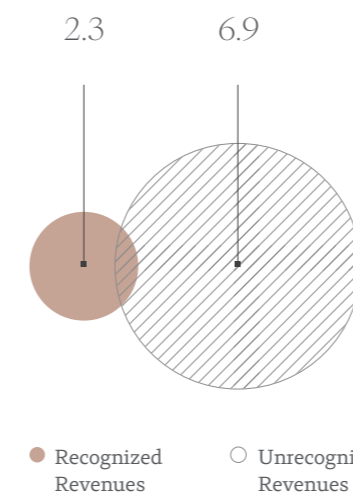
Our strategic planning is backed by a healthy, long-term financial outlook, providing confidence in a fluctuating market and volatile global financial climate.

By understanding our revenue streams and cultivating a substantial project backlog, we have successfully mapped out a stable revenue trajectory to ensure steady income for the coming years.

Retal's expansive portfolio encompasses 21 ongoing and upcoming projects, with total anticipated revenues of SAR 9.2 billion until the completion of the final project in its current portfolio in 2026. Also worth noting that the Company continues to be awarded with new contract going up to 2026. As such, the total anticipated revenues including new contracts is expected to exceed the aforementioned SAR 9.2 billion figure. To date, we have only recognized SAR 2.3 billion of our backlog revenues, constituting 25% of its total. Such projections deliver a promising financial outlook for sustained revenue generation over the coming years.

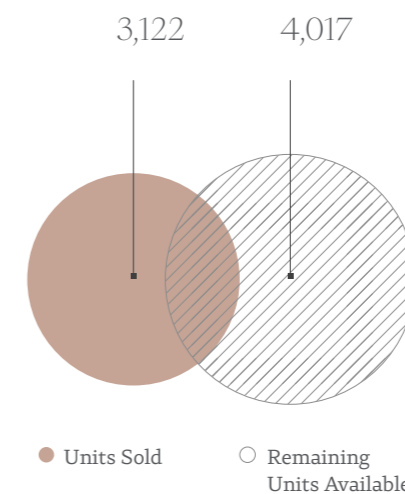
SAR 9.2 BN

Revenues From Upcoming and Ongoing Projects



7,139 Units

Units Sold from Upcoming and Ongoing Projects



* Excludes upcoming projects

2023 Highlights



Retal signs a shareholders' agreement with **Saudi Arabia Railways Company (SAR)** to create a new commercial and entertainment hub in the vibrant city of Al-Ahsa.



Retal and BlomInvest sign an agreement to develop commercial, touristic, and residential projects across Riyadh and the Kingdom's Eastern Province.



Cityscape Global

Retal concludes its successful participation at the Cityscape Global exhibition in Riyadh, announcing SAR 5 billion in newly secured projects.



Retal acquires a piece of land in Jeddah, with a total value of SAR 144 million allocated for the new Ayala Al Mohammedia development, with the aim of developing a new project consisting of luxurious residential villas.



Retal and Marriott International sign a landmark agreement for the construction of the Ritz-Carlton resort in Al Khobar.



- **Retal and the National Housing Company (NHC)** join forces to develop **Nesaj Al Fursan**, Riyadh's largest suburb.
- Retal **launches first phase of Nesaj Town Al Fursan** in Riyadh and completes the sale of all residential units.
- Retal breaks ground on the development of Nesaj Town Al Fursan, **comprised of 759 residential units.**
- Retal breaks ground on a new project, Nesaj Town – Safwa, developed in partnership with NHC.



Retal signs an agreement with the Ministry of Municipal and Rural Affairs and Housing to foster innovation towards the “House of the Future” initiative.

A groundbreaking agreement is signed between Retal and Jubail and Yanbu Industrial City Services Company (Jabeen) for the development of 897 residential units in the Jubail Industrial City, with a total value of SAR 1.17 billion.



Retal and ROSHN partner to develop Ewan Sedra 4, a 363-unit residential community in the Sedra neighbourhood of Riyadh.



Retal launched Ewan Tharwa, a 386-villa project in Khobar



Retal and NHC sign a partnership to develop Nesaj Al Sadayem, Retal's first entrance into the dynamic city of Jeddah



2023 Awards

Retal continues to be recognized for its dedication to its stakeholders and its delivery of outstanding projects across various categories:



Digital Transformation

- Middle East Management Excellence Awards (Innovator of the Year).
- MENA Digital Awards (Best Use of Technology).
- Big 5 Global Impact Award (Digital Transformation of the Year).
- Saudi Building & Infrastructure Summit & Awards (Best Digital Transformation Project – Retech).
- Middle East Technology Excellence Awards (Analytics – Real Estate)



Supply Chain

- Best Practice in Supply Chain Integration from CIPS – Chartered Institute of Procurement & Supply London.
- Middle East Supply Chain & Logistics Team of The Year from Procuretech.



Landscape Architecture

- Marasi Al Khobar – Arabian Property Awards (Best Community Development – Landscape Architecture).
- Retal Business Court Riyadh – Arabian Property Awards (Sustainable Commercial Development Award).

Social Responsibility

- International Investor Magazine (Best Community Property Developer in Saudi Arabia).
- Great Place to Work 2023.
- Arabian CSR Awards.

Strategic Report

Chairman's Statement	25
CEO Review	27
Our Market	29
Our Strategy	39
Our Business Model	47
Operational Performance	69
Our Portfolio	77
Financial Performance	101
CFO Review	103
Digital Transformation	109
Sustainability	117
Risk Management	133

Chairman's Statement

Unveiling New Growth Horizons



“We successfully concluded the year with robust top-line growth of 24% year-on-year, propelled primarily by development contracts, a direct result of breaking ground on a number of new projects during the year. Our success is rooted in a forward-thinking approach that emphasizes sustainable urban planning, technological integration, and the creation of vibrant communities”

Dear Stakeholders,

On behalf of the Board of Directors, it is my privilege to present Retal's 2023 Annual Report, a testament to our steadfast dedication to driving innovation and fostering sustainable growth in Saudi Arabia's dynamic urban development landscape. As we reflect upon the past year, we take pride in our significant milestones and triumphs, solidifying our position as a leading force in the real estate sector of Saudi Arabia.

A year of achievements & resilience

Our achievements in the dynamic urban development landscape can be attributed, in part, to the visionary initiatives of the Saudi Arabian government, notably through the implementation of Vision 2030. These initiatives have played a pivotal role in fostering economic reforms, streamlining regulations, and nurturing strategic public-private partnerships.

Embracing core values, redefining modern living

Upholding our core values of integrity, excellence, and community-centric development, we continue to redefine the standards of modern living, while contributing significantly to the socio-economic fabric of the Kingdom.

In closing, I wish to extend my heartfelt appreciation to each member of our esteemed Board of Directors, our dedicated Executive Management team, and our hardworking employees. Their invaluable contributions and relentless pursuit of excellence serve as the cornerstone of our success. To our shareholders, I offer my sincere thanks for your unwavering support on this journey. Your steadfast belief in our vision has been instrumental in our achievements thus far. Together, we continue to forge a prosperous future, leaving an indelible mark on the rich tapestry of Saudi Arabia's urban landscape.

Mr. Abdullah Al-Fozan
Chairman of Retal

CEO Review

Where Vision Meets Progress

“As we bid farewell to 2023, it is my distinct honor to reflect on a year of unparalleled achievements for Retal. In the tapestry of this year’s successes, we take pride in our robust financial growth, operational advancements, and portfolio expansion. These accomplishments underscore our commitment to shaping the future of urban living in Saudi Arabia.”



Building Tomorrow: A Story of Expansion, Innovation, and Alliances

Throughout the year, we held 14 new phase launches, significantly expanding our operational footprint and geographically diversifying our portfolio. Further, six newly awarded projects across prominent cities in the Kingdom, including Riyadh, Jeddah and Jubail during the year, brought up our total backlog to SAR 9.2 billion by year-end, providing substantial visibility

into our future revenue streams, and ensuring sustained growth over the next three years.

The year saw us sign additional agreements with Saudi Arabia’s leading government-owned real estate developers, NHC and ROSHN, to develop more than 1,800 units in the coming 4 years. We also signed a landmark agreement with Jabeen, the investment arm of the Royal Commission for Jubail and Yanbu, to develop nearly 900 residential units across 3 separate developments in Jubail Industrial City.

focus on Riyadh, which remains at the heart of Vision 2030, with the capital city representing 59% of our unit backlog by year-end. Our expansion into Riyadh and Jeddah marks a significant milestone in our journey, showcasing our dedication to providing top tier living spaces and contributing to the ever-growing landscape of the Kingdom’s key cities.

Rising Above: Transforming Obstacles into Opportunities

Recognizing the undulating tides of the economy, we have diligently diversified our portfolio, fortifying us against potential volatility and positioning us to capitalize on emerging prospects. In response to escalating interest rates, we have implemented a series of financial measures to reorganize our debt. Concurrently, we have refined our offerings to ensure they remain accessible to consumers without compromising on quality. Through our unwavering dedication to customer service, combined with a nuanced comprehension of niche opportunities, we persist in setting ourselves apart with distinctive offerings.

Forging Ahead: Leading the Way to Sustainable Growth

Prioritizing sustainable development as our guiding principle, our ambition extends to diversifying our portfolio by strategically entering new and

In 2023, we embarked on our inaugural venture in Jeddah, specifically in the Sadayem Suburb, through a collaborative effort with the National Housing Company (NHC). On the heels of this new project, we unveiled two additional developments in the dynamic city of Jeddah, Ayala Al Mohammedia, which will bring to the city Retal’s signature luxury brand, and Nesaj Town Sadan, a continuation of our longstanding collaboration with NHC.

Meanwhile, we placed a heightened

burgeoning regions across Saudi Arabia. Our approach involves a meticulous understanding of the specific needs of each locality, offering holistic solutions that elevate the living experience in our communities.

At the heart of our strategic blueprint lies sustainability and impact investing. We are steadfast in our dedication to integrating environmentally conscious practices into our property development, with a primary focus on sustainable and energy-efficient designs. Furthermore, we acknowledge the significance of accessible housing and remain resolute in actively pursuing projects to address this critical need in the market.

A Tribute to Our Exceptional Team

Under the guidance of a world-class management team and top tier Board of Directors, both distinguished by diverse expertise across various domains, Retal’s workforce consistently engages in innovation, creativity, and the advancement of success throughout all stages of our projects. In light of their unwavering commitment, I express my sincere gratitude to every member of the Retal family or their distinct and invaluable roles in our accomplishments.

Eng. Abdullah AlBraikan
Chief Executive Officer

Homegrown Success

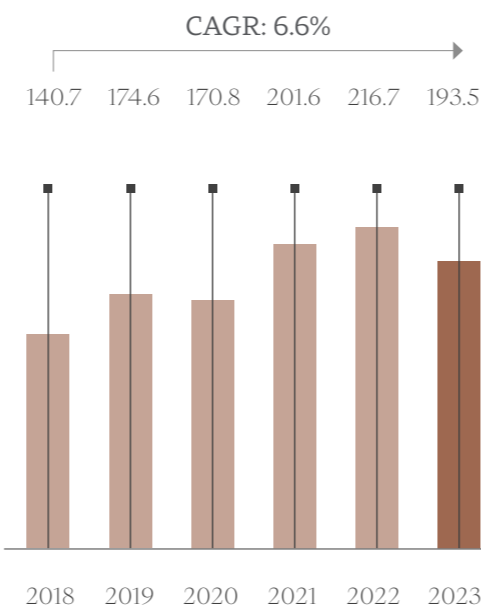
The Rise of Saudi Real Estate

The Saudi Arabian real estate sector is an integral part of the Kingdom's economy, and a strategic priority in the country's Vision 2030.

Today, the Kingdom is characterized by a significant and growing demand for real estate across several growing regions and new cities, with the Saudi Arabian residential real estate market now valued at USD 193.5 billion*, up by a 2018-23 CAGR of 6.6%. With a storied history of rapid expansion, the market is expected to maintain its growth momentum in coming years as government initiatives continue to bear fruit, with residential demand across Riyadh, Dammam and Jeddah expected to grow by a CAGR of 1.7% between 2023 and 2030 to 3.1 million residential units**.

Amidst this growth, residential property transactions have emerged as a significant driver, constituting 58.6% of total real estate deals in 2023, amounting to SAR 113.4 billion, followed closely by commercial deals, at a value of SAR 73.7 billion*. Despite a year-on-year decline of 11%, with the total value of real estate transactions nearing SAR 193.5 billion in 2023 according to Ministry of Justice data, the sector remains dynamic. The culmination of approximately 172,070 real estate transactions by the year's end serves as a resounding testament to the enduring significance of the real estate market in sculpting the economic landscape of Saudi Arabia*.

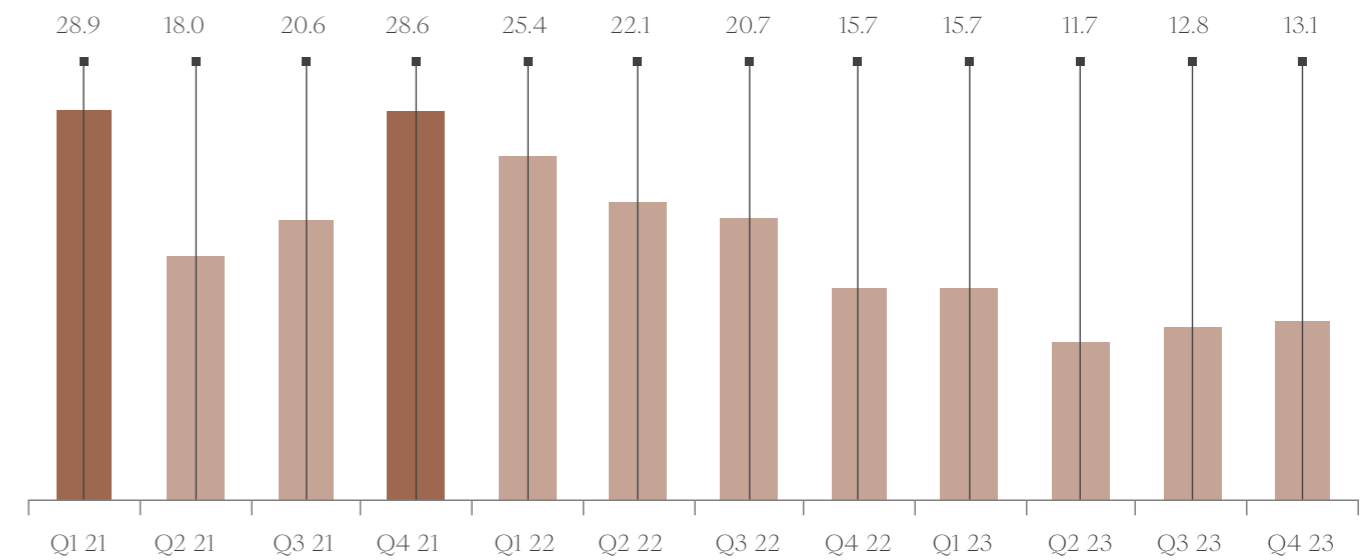
Saudi Real Estate Transactions (SAR bn)



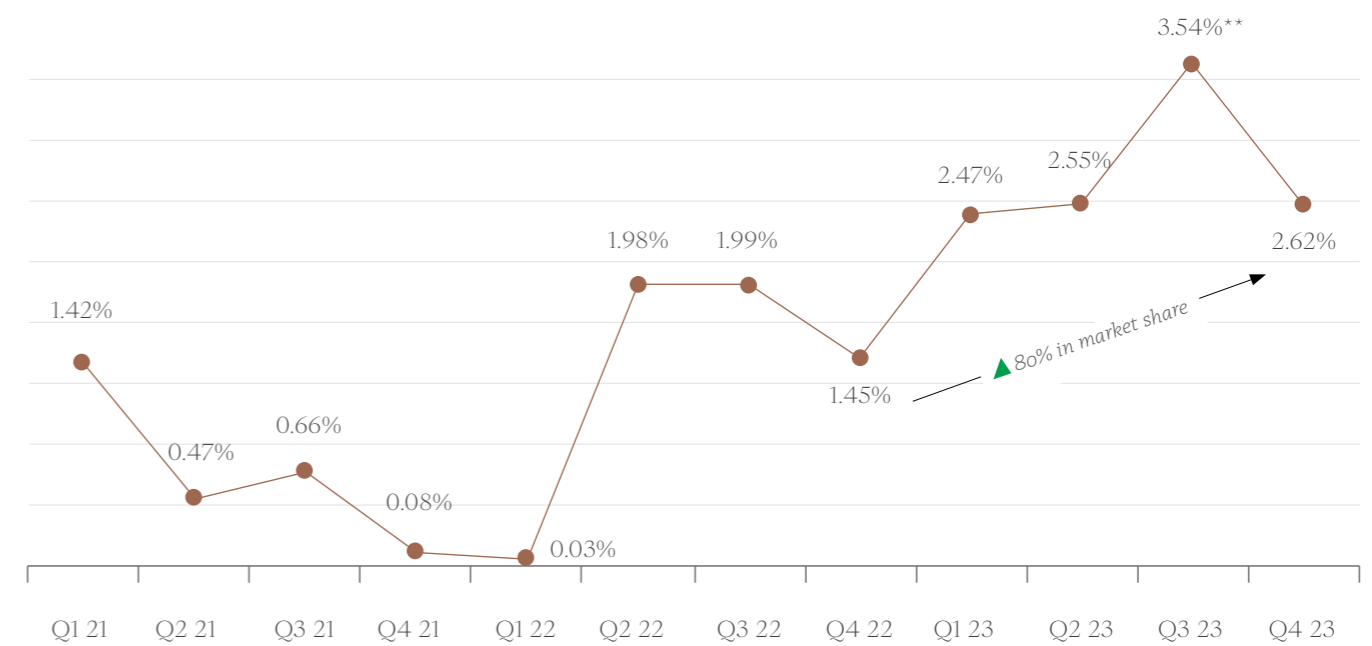
Source: Ministry of Justice

Rising interest rates have led to a notable contraction in the mortgage market, witnessing a year-on-year decline of 36% in 2023, as reported by the Saudi Central Bank (SAMA). In contrast, Retal has impressively bolstered its market share during the same period. This remarkable growth can be ascribed to Retal's commitment to delivering high-quality offerings, further amplified by the exit of smaller-sized developers from the market.

KSA | Houses Mortgage Value (SAR bn) Q1-2021 to Q4-2023



Retal Market Share* Q1-2021 to Q4-2023



* Based on Retal's share of total real estate financing in the Kingdom

** Strong traction from Retal's participation in Cityscape during Q3 2023

Source: Saudi Central Bank

* Ministry of Justice
** JLL

Riyadh City

Demand and Supply Dynamics

Riyadh’s residential supply is mainly characterized by low-rise developments in suburban areas and limited high-rise developments in central zones...

Notably, recent years have witnessed a surge in residential projects, predominantly situated on the northern side of the city, with a forecasted increase in supply to reach 1.97 million units by 2030, reflecting a 4.5% CAGR. Concurrently, residential demand is projected to rise from 1.21 million units in 2021 to 1.43 million units by 2030, with an emphasis on smaller, more affordable units in

response to evolving demographics and economic shifts. However, the potential oversupply, outpacing demand growth, may transition the market from a healthy state to a more challenging one between 2022 and 2030. While districts in the center and south experience high density, the northern areas are anticipated to maintain strong demand, influenced by continued supply growth to the east, north, and west.



Opportunities

Residential

- Shift towards apartment-living.
- Focus on differentiated typology mix aligned with market dynamics.
- Growing preference for developments with amenities and enhanced security.
- Grade A2 and Grade B units dominate the market.
- Strong opportunities for mid-rise residential apartments and high-end villas.

Offices

- Robust growth in lease and occupancy rates.
- Grade-A buildings outperform grade-B offices, yielding higher returns.
- Both grade-A and B offices maintain healthy occupancy levels (80% to 95%).
- Sustained demand for office spaces in Riyadh, attractive for investors and developers.

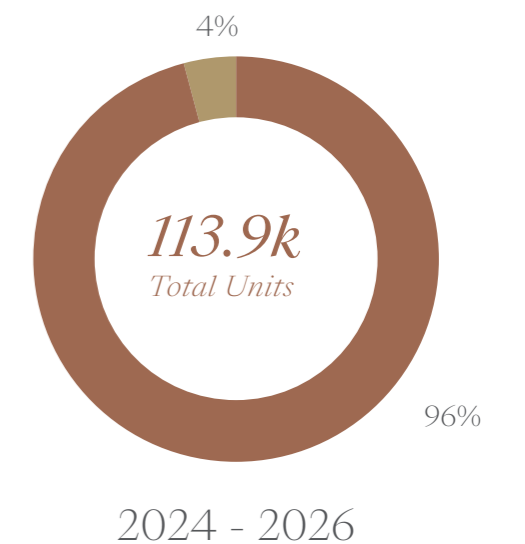
Retail

- Retail market shows stability in rates and occupancies across segments.
- Market rebounded from the pandemic in 2022.
- Retailers adopt cautious approach, adjusting lease rates for regional and community centers.
- Focus on expansion and prime locations with increased footfall.
- Positive shift towards smaller spaces to streamline expenses.

Market Positioning

Retal’s Market Share of Upcoming Residential Supply*

In the span of 2024 to 2026, Retal is poised to experience substantial growth in its market share in Riyadh, driven primarily by a burgeoning pipeline of residential developments. In Riyadh, Grade B units are anticipated to dominate Retal’s upcoming supply, with Retal’s developments constituting 4% of upcoming Grade A+B developments in 2024-26.



* Based on Grade A+B units

Jeddah City

Demand and Supply Dynamics

In the coming years, overall occupancy rates are expected to gradually decrease, reaching around 85% by 2030.

Despite this trend, Jeddah's market is anticipated to maintain a healthy occupancy level throughout the forecast period. This resilience is attributed to the Government's initiatives promoting increased home ownership, leading to a greater emphasis on affordable housing

and a projected rise in the supply of budget-friendly units. Another driving force behind the growth in Jeddah's affordable housing market is a cultural shift, particularly among the younger population, favoring smaller family dwellings and showing a stronger interest in communal or lifestyle living.

Opportunities

Residential

- End-users prioritize facilities, amenities, and integrated facility management, allowing developers to command premium prices.
- Niche opportunities exist in the upper-mid to high-income segment, with Grade B residential units also finding favor.
- Development activity towards the north and northeast, alongside central area regeneration and removal of informal housing, enhancing the availability of higher-quality residences.

Offices

- Gradual increase in average lease rates and occupancy rates for both Grade A and B developments.
- Improved performance in Grade A and Grade B offices correlates with the economic recovery from the COVID-19 pandemic.
- Office rents have been sustained at higher levels since 2021, reflecting a positive market trend.
- Opportunities abound for investors and businesses seeking office spaces in Jeddah.

Retail

- Overall, the Jeddah retail market shows stability, with community retail returning to pre-COVID occupancy levels.
- Super regional mall occupancy rates remained unchanged between 2022 and 2023, while community mall rents and occupancy rates have increased.
- Developers and landlords are offering incentives to retain retailers and prevent relocations.
- The sector presents potential opportunities for retailers and investors.

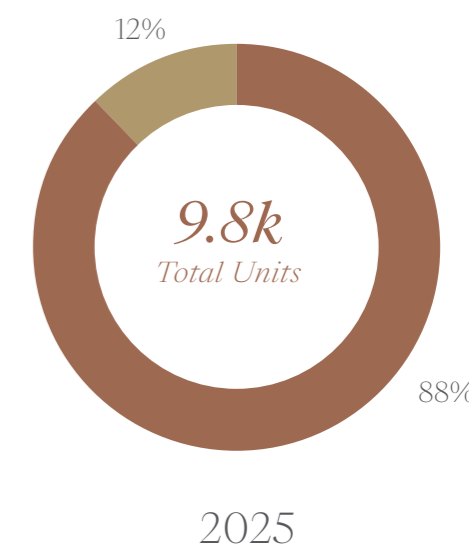


Market Positioning

Retal's Market Share of Upcoming Residential Supply*

In 2025, Retal is poised to make a notable impact on the real estate landscape in Jeddah with three upcoming developments slated for completion by the end of the year. As such, Retal's presence in Jeddah is expected to account for a substantial 12% of the upcoming Grade A+B developments.

The company's influence is particularly robust in the Grade B ticket price bracket, where it is projected to constitute 95% of Retal's upcoming supply in 2025.



* Based on Grade A+B units

Dammam City

Demand and Supply Dynamics

In recent years, the residential landscape of Dammam has witnessed a notable shift in demand among Saudi nationals...

gravitating towards units within meticulously planned communities that offer a suite of enhanced amenities. While the enduring preference for villas remains, there is a burgeoning trend showcasing interest in high-quality apartments within leasehold developments, strategically catering to the growing demand from

expatriates. Projections indicate that residential demand is poised to escalate to 520 thousand units by 2030, with a compound annual growth rate (CAGR) of 1.7% spanning from 2019 to 2030. Dammam anticipates a positive growth trajectory, with the supply slightly surpassing demand, ultimately resulting in a competitive market.



Opportunities

Residential

- Promising market for middle to upper-income housing fueled by a growing population and income levels.
- Al Khobar and DMA emerge as a potential location for residential developments, catering to differentiated upper-mid quality residential products.
- High-quality amenities at the right price are in demand, with vertical living concepts gaining acceptance among both national and expatriate markets.

Offices

- Shows positive growth with a notable upward trajectory in average lease and occupancy rates, despite a challenging market environment.
- Resilience is evident in both Grade A and B office spaces, maintaining occupancy levels between 70% and 80% in the face of market challenges.
- Grade A office spaces are trending towards higher occupancy levels in 2023, reflecting a promising shift.

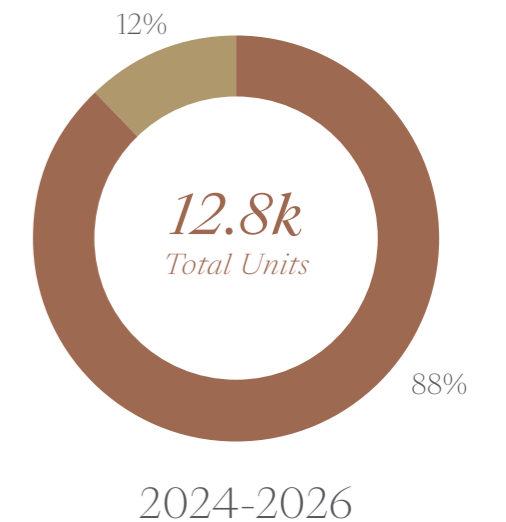
Retail

- Signals optimism with increased rates and occupancies across regional and community segments.
- The sector displayed signs of recovery in 2022-23, marked by healthy footfalls, particularly in F&B and entertainment outlets.
- Despite adopting a more conservative strategy, retailers are contemplating expansion, strategically choosing locations with higher footfall and opting for smaller spaces to streamline capital and operational expenses.

Market Positioning

Retal's Market Share of Upcoming Residential Supply*

In Dammam, where Retal already enjoys an established presence with a leading market share, the Company's upcoming developments are expected to represent an impressive 24% of the total upcoming residential supply between 2024 and 2026. By persisting in its strategic project launches, Retal is primed to further solidify its leading stature within the Dammam real estate landscape.



* Based on Grade A+B units

Our Core Values

Transparency

Collaboration

Integrity

Innovation

Sustainability

Our Strategy

Our Vision

To become Saudi Arabia's real estate champion by delivering sustainable urban communities and destinations.

Our Mission

To develop real estate products through an integrated business model that ensures superiority and sustainability of the built environment, and innovative solutions that contribute to the improvement of the real estate industry and quality of life for all.

Our Strategic Themes

Strategic Partnerships

We have successfully cemented a number of strategic partnership agreements and joint ventures with key players in the real estate sector. These collaborations are pivotal in implementing large-scale national projects, solidifying our standing as a trusted strategic partner. The result is a wealth of joint resources and a considerable expansion of our company's market share, underscoring our commitment to fostering growth and success.

Diversification

We capitalize on our expanding footprint, bolstered by a progressively diversified portfolio extending beyond our core residential business and geographical boundaries, and targeting a wide spectrum of income groups through our diverse range of brands.



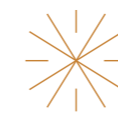
Achievements:

- Forged new partnerships with key institutions, including Marriott International and Jabeen for the development of new landmark projects.
- Secured new development contracts with existing partners in 2023, including 3 with the National Housing Company, and 1 with ROSHN.



Forward-looking Strategy:

- Build on existing relationships with reputable entities through collaborative portfolio growth.
- Engage in nation-shaping projects through new alliances with industry leaders.
- Leverage strong track record with proven industry government-related entities (GREs) and Public Investment Fund (PIF) subsidiaries to explore new opportunities.



Achievements:

- Ventured into the realm of and mixed-use developments with the continued progress of our flagship office space project, Remal Business Court and Residences, in Al Khobar, as well as our newest retail and lifestyle endeavor, Masal, in Al Ahsa
- Substantial expansion into Riyadh and Jeddah, with a total of 13 projects across both locales included in our backlog by the close of 2023.
- Signed a SAR 1.2 billion contract to develop a full-fledged residential and lifestyle destination in Jubail.
- Emphasis on premiere branded apartments to capitalize on their significant traction, with 2 luxury developments under Roya and 2 branded residences and resorts with NOBU and The Ritz Carlton.
- Launched 4 new real estate funds in 2023 to enhance diversified fund structures and broaden revenue streams.



Forward-looking Strategy:

- Enhance our portfolio of offtake projects that replicate the successful agreement signed with Jabeen to reduce risk and contribute to long-term sustainability.
- Expand into new dynamic cities exhibiting strong growth potential.
- Broaden our portfolio of mixed-use properties alongside our current residential portfolio to harness their growing popularity.
- Expand our business using existing funds, while exploring innovative new fund structures to support our growth objectives.

Customer Experience

At our core, we embrace a forward-thinking approach that prioritizes and exceeds customer needs. Elevating the Kingdom's real estate sector, our dedication surpasses conventional services, ensuring excellence in customer service and unparalleled after-sales support.



Achievements:

- Streamlined property buying process, achieving an 89% satisfaction rate among customers.
- Recorded 2,244 cases in 2023 where 100% of grievances were resolved in 2023 through after-sales support.
- Developed a cutting-edge online platform to provide customers with an immersive experience of our offerings.
- Increased the number of channels through which customers are able to establish prompt contact.



Forward-looking Strategy:

- Continue to design properties that adapt to evolving homeowner needs and preferences.
- Secure agreements with banks to provide special rates to our clients.
- Continuously advance our digital ecosystem to better serve our prospective and current clients alike.
- Development of new state-of-the-art application, MyRetal, is underway that, beyond enhancing the client experience, will offer exclusive loyalty perks and more for our current homeowners.

Sustainability

At the core of our mission, sustainability stands as the guiding principle, influencing the way we operate, collaborate, innovate, and grow.



Achievements:

- Received the Arabian CSR Reward in the Medium Business category and 2 Sustainable Commercial Development awards from the Arabian Property Awards at both the national and regional levels.
- A cooperation agreement was signed with Effat University to foster social responsibility and advance Vision 2030 goals.
- Increased female workforce participation rate to 35% and the Saudization rate to 71%.
- Conducted training sessions for our employees, accumulating a total of 2,714 hours in 2023. Established thorough onboarding, encouraged open communication and community and implemented a feedback system for employee satisfaction and engagement.



Forward-looking Strategy:

- Continue to incorporate sustainable and impact investing practices as a priority, with a focus on environmentally friendly properties and accessible housing projects.
- Grow the proportion of sustainable buildings in Retal's portfolio by defining and implementing a unified system for the development of sustainable buildings and material selection criteria.
- Achieve at least a 15% reduction in electricity consumption across all company headquarters by 2025 from its 2022 recorded amount of 1.2 million kWh.
- Increase female workforce participation rate to 40% and the Saudization rate to 75% by 2025.
- Review and enhance human rights practices across departments, include human rights clauses in supply agreements to 100% of contracts by mid-2024.

Strategic Partnerships

A primary driver of our solid growth in recent years has been our ability to prioritize building a strong network of strategic partnerships and symbiotic collaborations that leverage the core competencies of our partners...

and cement our competitive advantage in the market, enabling us to build a large and loyal customer base. These partnerships have resulted in the development of encompassing communities, complete with a host of services and new architectural landmarks, providing quality living spaces suited for the needs of Saudi families.

Strategic Partnerships



National Housing Co.

In 2019, Retal initiated its inaugural strategic partnership with the National Housing Company, a collaboration that has since blossomed into the launch of 10 pioneering projects. Spanning three key areas, these projects encompass a total of 6,000 units under the renowned brand, Nesaj, with the objective to offer diverse housing solutions and integrated services tailored to the needs of Saudi families.



Roshn

In 2021, Retal solidified a strategic partnership with ROSHN, a PIF-owned real estate company, marking their first collaboration with a private real estate developer. Aligned with the national objectives of Vision 2030, this partnership has yielded 5 joint projects comprising 1,400 units in Riyadh, instrumental in fostering Retal's expansion trajectory.

Alliances



Blominvest KSA

Retal's alliance with Blominvest began in 2021 with Retal acting as developer in funds for a number of cutting-edge mixed-use projects, including Remal Business Court & Residence, a new business park, and The Ritz-Carlton Al Khobar, a landmark seaside destination. This strategic partnership diversifies Retal's revenue streams and broadens its reach across the Kingdom's fast-developing cities.



Alpha Capital

A strong relationship with one of the Kingdom's leading investment companies, Retal's joined forces with Alpha Capital to establish a fund for the development of Marasi Al Khobar. The partnership aims to develop several innovative projects across different cities in the Kingdom, totaling 5,000 luxurious residential units.



Assayel Real Estate

Retal, in collaboration with Assayel Arabia Real Estate Company, has forged a visionary strategic partnership agreement with Retal's associate company, Remal Al Khobar, to embark on a series of premium real estate ventures tailored to meet the demands of contemporary living. Among these ventures stand the illustrious Retal Rise and Nobu Hotel projects, showcasing a total of 288 upscale apartments and luxurious hotel accommodations. Notably, the latter boasts the inclusion of the renowned Nobu restaurant and a plethora of diverse amenities designed in an international style, spanning an expansive area exceeding 11,000 square meters.



Bin Jumah Group

One of Retal's newest partnerships, Retal entered into an agreement with the Bin Jumah Group to develop the The Ritz Carlton Al Khobar. Retal has been appointed as the sole developer of the project.

Business Model



The Off-plan Sales Model

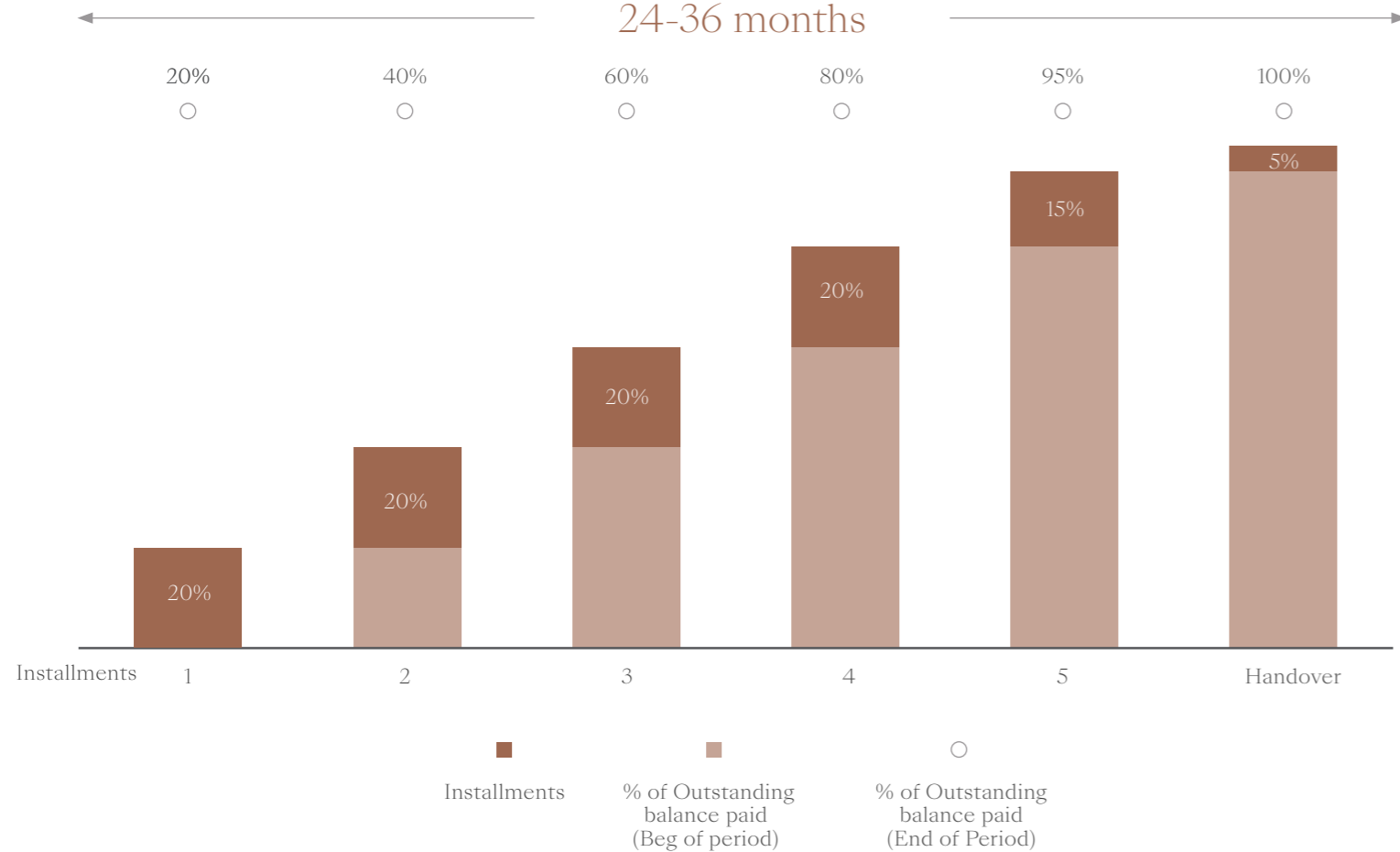
As a leading real estate company in Saudi Arabia, our transition into the off-plan project development model reflects the evolving regulatory environment, including the introduction of regulatory bodies such as Wafi to oversee off-plan sales licenses. This proactive adaptation not only positions us as pioneers in the

real estate market but also provides unique advantages, enabling us to offer high-quality homes to our clients at the best prices. Under this model, sales are agreed to prior to construction which enables us to mitigate market risk and significantly improve profitability. The purchase funds from our customers

are held in escrow and withdrawals are made on the basis of the portion of the project completed, as certified by the relevant regulatory bodies. Our adept transition to off-plan sales allows us to generate early sales, secure financing for ongoing projects, and contribute to our overall financial agility.

OFF-PLAN PAYMENT SCHEDULE

24-36 months



Lower Risks

Sales are agreed upon before development commences, and risks associated with collection are transferred to specialized financing institutions. With 100% of the purchase funds held in escrow, withdrawals are made on the basis of the percentage of project completion, thereby also minimizing market and development risks.



Minimal Investment

The majority of current and backlog projects require low debt and equity, as the land bank is financed by buyer proceeds rather than developer capital. This also enhances returns on equity.



Rising Demand

As consumers continue to take advantage of the affordability and flexibility offered by off-plan projects, demand for off-plan residential projects in Saudi Arabia is growing steadily, compared to ready-made properties.



Unlocking Quality

Completing the development process in a systemic manner creates space and time to focus on premium design, flexible planning and development, and the delivery of superior customer experiences at every phase of the development cycle.



Greater Agility

Developers of off-plan units are able to raise funds required in record time, also enabling flexibility to harness or execute other growth opportunities as they arise. The average sales closing for every Retail project launched in 2022 was a record 35 days.

Mastering growth through a diversified business model

Distinguished by a commitment to dynamic and diversified growth, our business model is strategically shaped...

Distinguished by a commitment to dynamic and diversified growth, our business model is strategically shaped through multifaceted partnerships and ventures. Whether collaborating on more accessible housing projects or engaging in transformative ventures, our portfolio spans a diverse range of developments across the Kingdom. Notably, our status as the developer of choice for large government-related entities (GRE) has further strengthened our position as a resilient and leading player in the ever-evolving real estate landscape. Beyond conventional developing projects, recent noteworthy collaborations, including through offtake contracts and the establishment of real estate funds, have played a pivotal role in our pursuit of dynamic and diversified growth. These alliances and ventures underscore our unwavering commitment to excellence and innovation, positioning us as a trusted partner for the development of quality real estate projects in the Kingdom.

Self-Owned Projects	Partnership with NHC		Partnership with ROSHN	Offtake Agreements	JVs and Real Estate Funds
Agreement Type					
-	Development agreement		Land purchase agreements*	Development agreement	Partnership with real estate funds
Sales Method					
Off-plan sales	Off-plan sales		Off-plan sales	Offtake	(Off-plan sales (if available
Scope of Work					
The Company acts as the primary developer of a number of luxury developments with special features	Retal designs, develops, markets and sells residential units to Ministry of Housing beneficiaries		Retal designs, develops, markets and sells residential units to ROSHN's homebuyers	As the primary developer, Retal designs, develops and delivers residential units to the offtaker	Retal designs, develops, markets and sells residential, administrative, or hospitality projects on behalf of the shareholders
Revenue Sources					
Sales and delivery of residential units within a period of 24 months	Selling residential units and collecting the fees from an escrow account		Selling units and collecting the fees from an escrow account while settling the cost of the land with ROSHN according to pre-agreed installments	Monthly installments in line with the percentage completion	Development, marketing, and sales commission (if available) for residential, administrative, or hospitality projects
Land Ownership					
Land owned by Retal	Land owned by NHC		Land owned by Retal*	Land owned by the offtaker	Land owned by the project-owner
SAR 1.0 bn Total projects value	SAR 3.4 bn Total projects value		SAR 3.6 bn Total projects value	SAR 1.2 bn Total projects value	SAR 6.1 bn Total projects value

Prominent Projects



Prominent Partners



Prominent Partners



Prominent Partners



Prominent Partners



* Conditional on development

Self-Owned Projects

Maximizing Potential, Redefining Exclusivity

Our revenue stream is diversified through the sale of off-plan villas located on our proprietary lands. Our limited land bank is strategically utilized to maximize its potential, bolstering our brand identity and contributing to the overall uniqueness and exclusivity associated with our real estate offerings. This specific segment primarily caters primarily to the mid-luxury segment of the populace, serving as a canvas to showcase our distinctive style, commitment to quality, and unparalleled craftsmanship.

Adaptability to Market Trends

We respond more swiftly to changing market trends and demands to meet the needs of homeowners.

Enhanced Brand Recognition

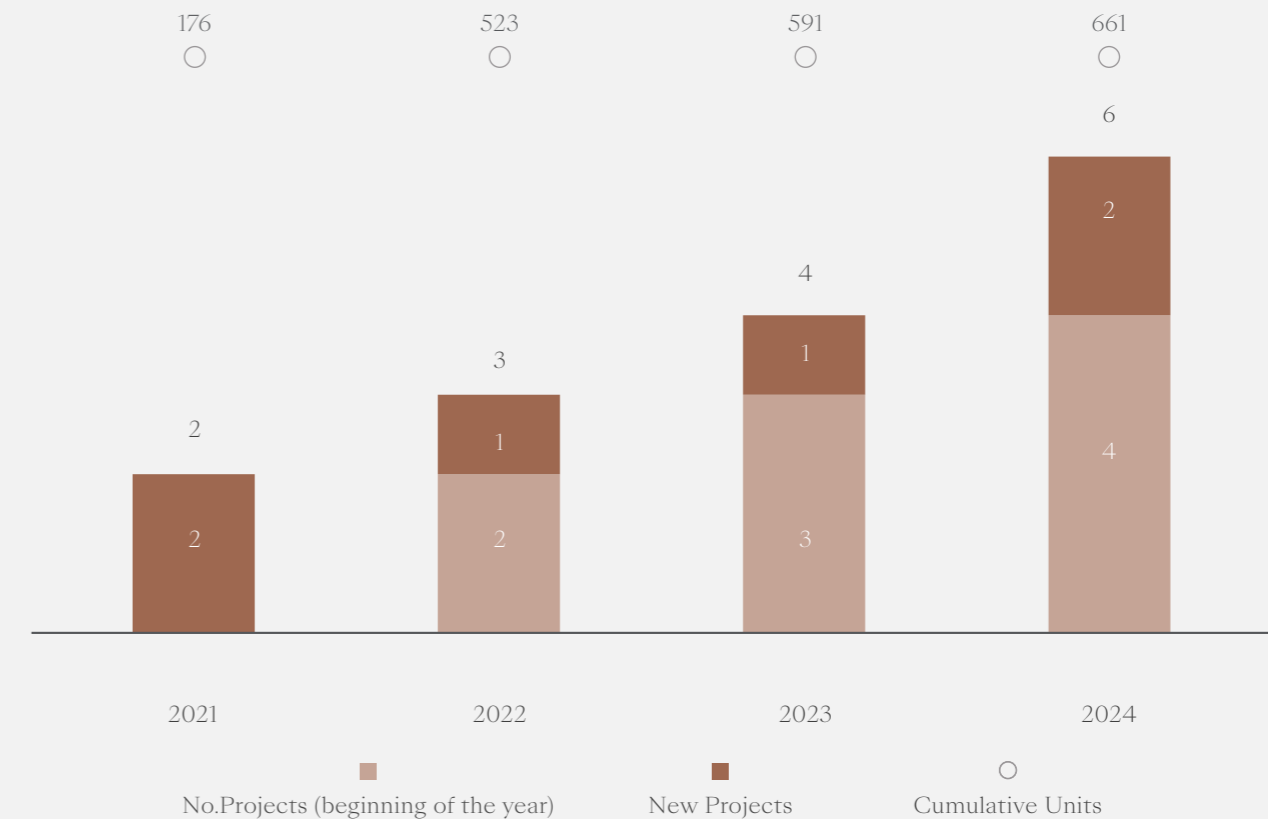
We bolster our brand recognition by leveraging its successful launch of high-quality real estate projects, such as Ayala and Roya.

Key Brands



6 Number of Projects*	1 Completed Projects	3 Ongoing Projects
2 Upcoming Projects	SAR 1.2 BN Total Value of Projects*	661 Total Units of Projects*
376k SQM Total BUA of Projects*	157 Units Delivered in 2023	

Portfolio Evolution



* Represents units delivered, under construction and under development

Partnership with NHC

Building a Legacy in Accessible, Refined Residences

In a transformative partnership with the National Housing Company (NHC) and the Ministry of Municipal, Rural Affairs & Housing (MoMRAH) since 2018, our Nesaj brand has emerged as a beacon of progress. Constituting a substantial 53% of our overall unit backlog, Nesaj's impact is palpable across projects spanning the Eastern, Western, and Central provinces. This collaborative venture is intricately crafted to empower Saudi nationals on their journey to homeownership, embodying our unwavering commitment to delivering accessible, quality housing solutions.

Preferred Developer

Recognized by several prominent entities in the Kingdom, notably MoMRAH, which awarded Retal the "Best Developer in the Kingdom" in 2019, 2020, and 2022, a testament to the success of its collaborative ventures with the National Housing Company.

Successful Track Record

Nesaj Al Fursan was fully sold in its initial phase launch, while Nesaj Town Riyadh was fully reserved within a record 96 hours.

Robust Demand

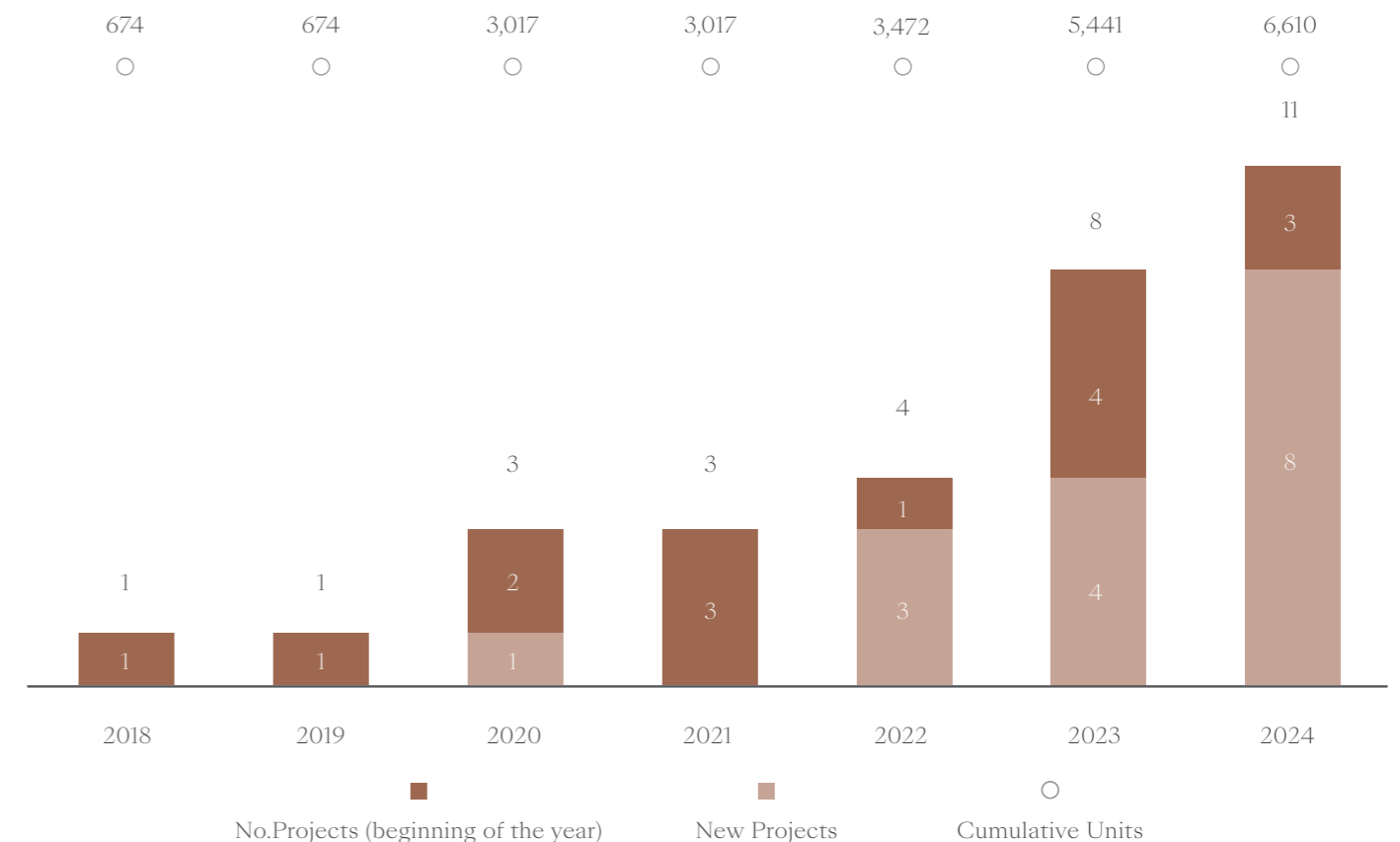
Nesaj projects have witnessed unparalleled demand, and are typically fully reserved within an average of just 5 days.

Record-breaking Sales

Nesaj has generated the highest developer-level sales among all NHC projects thanks to the launch of innovative media campaigns.

10 Number of Projects	2 Completed Projects	5 Ongoing Projects
3 Upcoming Projects	SAR 4.8BN Total Value of Projects*	6.6K Total Units of Projects*
1.9k SQM Units Delivered in 2023	559 Units Delivered in 2023	

Portfolio Evolution



* Represents units delivered, under construction and under development.

Key Brands



Partnership with ROSHN

Pioneering Riyadh's Real Estate Renaissance

In 2021, ROSHN, a national community developer and giga-project under the Public Investment Fund (PIF) company, selected Retail to spearhead the development of residential communities with the aim to enhance access to quality housing. Since then, our unwavering commitment to quality, efficiency, and collaboration has fueled the ongoing success of this burgeoning partnership to encompass a total of 5 projects in Riyadh by year-end 2023. By synergizing our combined expertise and strengths, we collaboratively accelerate project timelines, explore innovative solutions, and contribute to ROSHN's visionary goals for the future of Saudi Arabia's real estate sector.

First Contracted Private Developer

Selected as ROSHN's inaugural developer for mega project, SEDRA, in Riyadh.

Unlocking Riyadh Opportunities

Riyadh contributes around 39% to total KSA real estate transactions with plans to double the city's population by 2030.

Rapidly Growing Scope

Expanded partnership with ROSHN to cover four additional projects: Ewan Sedra 2, 3, 4 & Roya Sedra.

Gateway to Growth

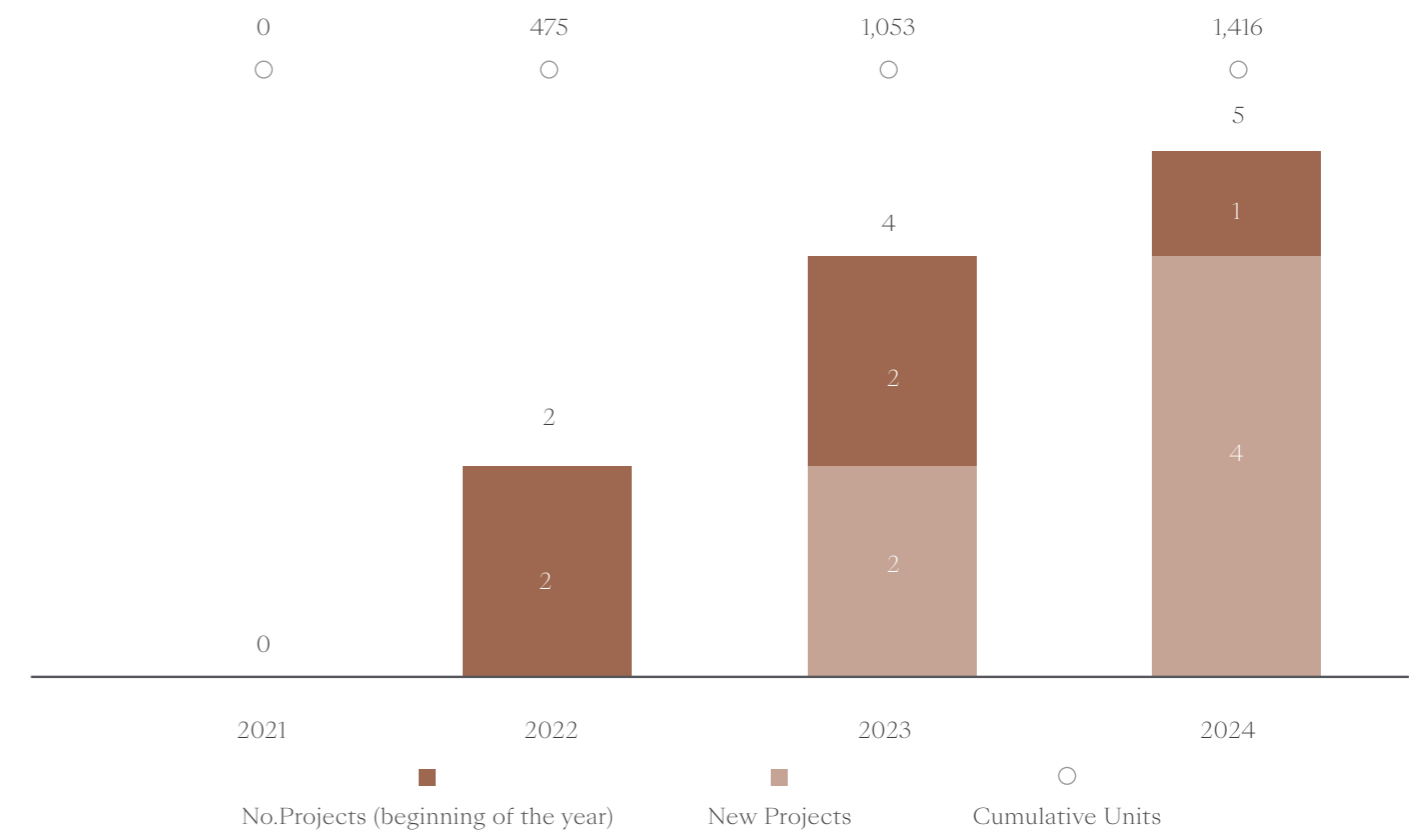
ROSHN has plans to roll-out 400,000 units up until 2030, increasing its housing capacity to 2.2mn residents.

5 Number of Projects	3 Ongoing Projects	2 Upcoming Projects
SAR 3.6 bn Total Value of Projects*	1.4k Total Units of Projects*	523k sqm Total BUA of Projects*

Key Brands



Portfolio Evolution



* Represents units delivered, under construction and under development

Offtake Agreements

Strategic Ventures with lower Risk Profiles

In 2023, we secured a milestone offtake contract with Jabeen, the investment arm of the Royal Commission for Jubail and Yanbu, to embark on the development of Ewan Al Jubail Industrial City. Housing 897 residential units, the project is set to become a pivotal component of their comprehensive homeownership program. The hallmark lies in the guaranteed revenue stream facilitated by carefully structured offtake agreements, providing a predictable cash flow and enhancing eligibility for project financing. This commitment-backed agreement shields against market uncertainties, serving as a robust risk mitigation strategy. Additionally, the elimination of the need to incur sales and marketing costs adds another layer of financial prudence to this strategic approach. Moreover, offtake projects enable

an expedited project timeline by streamlining the development process while optimizing resource allocation. In essence, embracing offtake projects strategically aligns with Retal's developmental goals, harmonizing stable revenue, a secure market, risk mitigation, accelerated timelines, and price stability with discerning finesse.



Eliminating Risks



Minimizing Marketing Expenses



Stable Revenue Stream



Mitigating Market Fluctuations

Key Brands



1 <i>Number of Projects</i>	1 <i>Ongoing Projects</i>	
SAR 1.17 _{bn} <i>Total Value of Projects</i>	897 <i>Total Number of Units</i>	390k _{bn} <i>Total BUA of Projects</i>



SPVs and Real Estate Funds

Diversifying Risk Through New Financial Structures

We have successfully expanded our scope beyond conventional development ventures as developers for various Joint Ventures (JV) and real estate funds dedicated to specific projects across the Kingdom. With an active participation in 4 out of 6 these funds with 3. an equity stake, these initiatives not only strengthens our financial resilience but also ensures sustained growth and adaptability in the dynamic real estate landscape. In this capacity, we serve as the developer for 7 distinct real estate projects, with a collective value of SAR 4.7 billion. These projects are facilitated through the establishment of 6 funds and SPVs following the successful addition of 4 new funds to our roster of joint ventures in 2023.

Innovative Capital Structures

Enables us to diversify our income through innovative capital structures, thereby mitigating risks and enhancing financial flexibility.

Distributing Risk

The business model for real estate funds and JVs provides us with increased flexibility to mitigate risks and minimize their direct impacts.

Portfolio Diversification

Facilitates partnerships with renowned entities for upscale hospitality, and mixed-use projects, including The Ritz, NOBU and RBC.

Building Strong Relationships and Attracting Investments

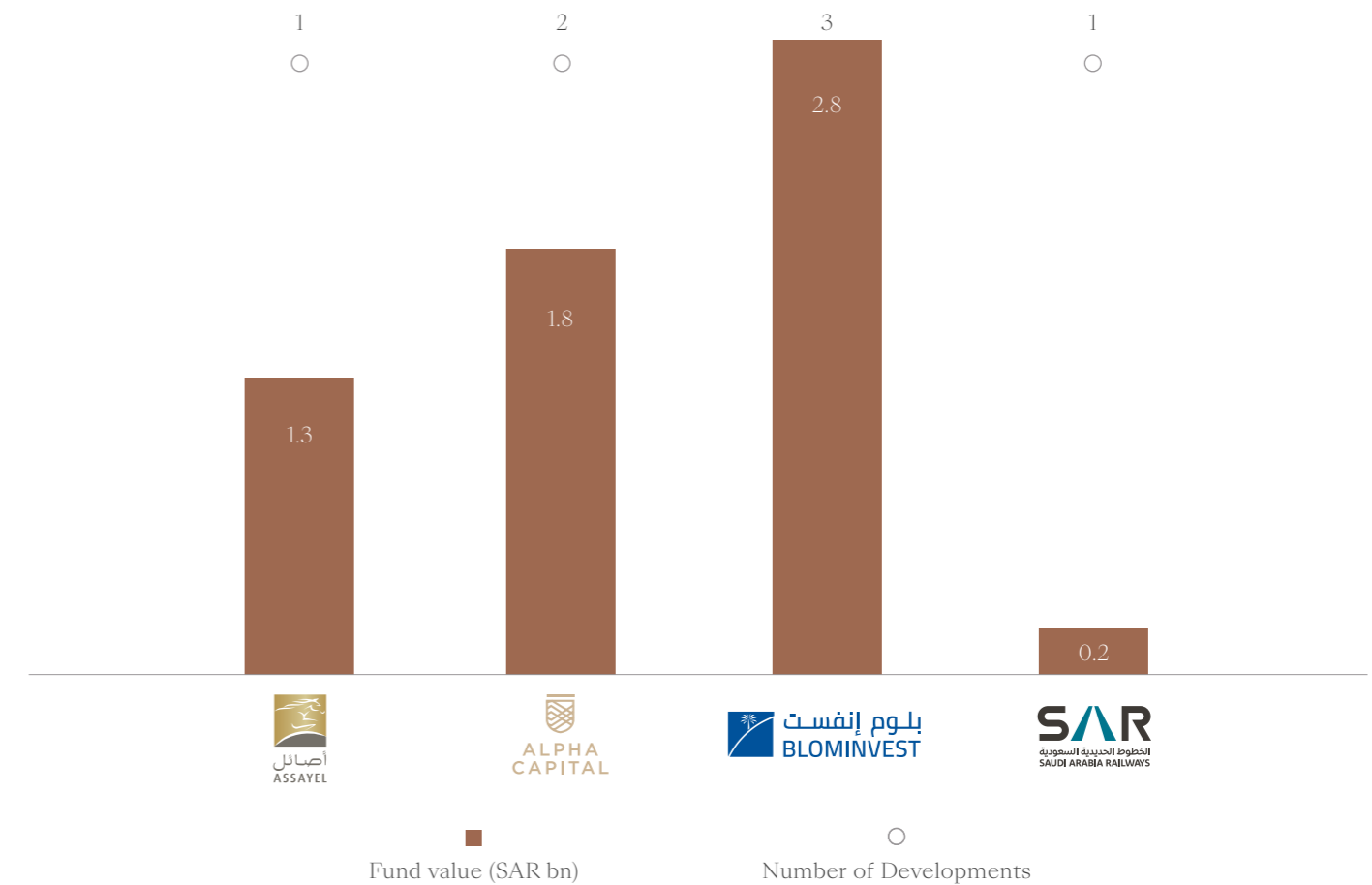
Fosters long-term relationships with partners that can lead to future joint ventures, shared resources, and a stronger position in the real estate market.

Key Brands



7 Number of Projects/ Funds	6 Ongoing Projects	1 Upcoming Project
SAR 6.1 bn Total Value of Projects*	375k sqm Total BUA of Projects*	

Portfolio Value by Fund Partner (SAR bn)













* Represents units delivered, under construction and under development.

Our Operational Blueprint

Our Key Strengths

Our Outcomes

SDG Alignment

<p>Brand Equity</p>	<ul style="list-style-type: none"> - Leading developer in Saudi Arabia - Fast-growing footprint - Solid partnerships 	<ul style="list-style-type: none"> - Largest market share in the eastern region - 16 developments delivered to date - SAR 6.6 BN – backlog through partnerships 	<ul style="list-style-type: none"> - 13 projects - backlog in Central & Western regions - 6 projects - backlog in Eastern region - 6 projects - awarded through partnerships in 2023 	
<p>Holistic Value Network</p>	<ul style="list-style-type: none"> - Subsidiaries & Affiliates - Partnerships & Joint Ventures - Real Estate JVs & Funds 	<ul style="list-style-type: none"> - 5 subsidiaries - 2 JVs and associates 	<ul style="list-style-type: none"> - 24-36 months - average project lifecycle - 16 – projects completed to date 	
<p>Human Capital</p>	<ul style="list-style-type: none"> - Diverse and skilled workforce - Ongoing training and development - Diverse & inclusive 	<ul style="list-style-type: none"> - 1,774 employees - 2,714 hours of training - 35% female employees 	<ul style="list-style-type: none"> - Best place to work-certified - 6% - female employees in leadership positions - 71% Saudization 	
<p>Robust Financials</p>	<ul style="list-style-type: none"> - Strong and resilient balance sheet. - Consistent top-line growth - Robust cash generation. - Access to debt facilities 	<ul style="list-style-type: none"> - SAR 1.9 bn 2023 development revenues - SAR 1.26 bn 2023 investment & development properties - SAR 706 mn bank balances & cash 	<ul style="list-style-type: none"> - SAR 1.37 bn 2023 revenue - 32% '19-23 revenue CAGR - 1.21x current ratio - 1.58x debt to equity 	
<p>Innovative Design Capabilities</p>	<ul style="list-style-type: none"> - In-house technical and innovation team - Experienced development management teams - Far-reaching development expertise 	  <p>LDPi</p>	<ul style="list-style-type: none"> - 1,350+ units sold in 2023 - 16 projects executed to date 	
<p>Customer centric Focus</p>	<ul style="list-style-type: none"> - Industry-leading customer service - Highly trained in-house sales team - Digitally led customer journey. 		<ul style="list-style-type: none"> - 89% satisfaction rate - 100% of grievances resolved 	
<p>Strong ESG Framework</p>	<ul style="list-style-type: none"> - Commitment to sustainable development - Sourcing sustainable materials - Aligned with UN SDGs & Saudi Vision 2030 	<ul style="list-style-type: none"> - 95% materials sourced locally - 25% sustainable materials used - 71% - Saudization 	<ul style="list-style-type: none"> - Winner – Arabi - an CSR Awards - Medium Business Category 	

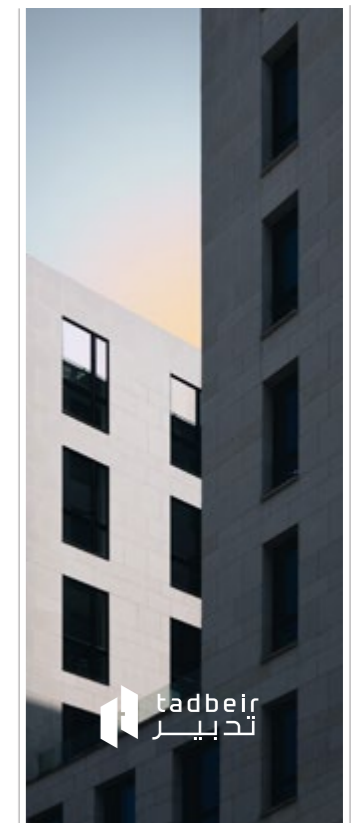
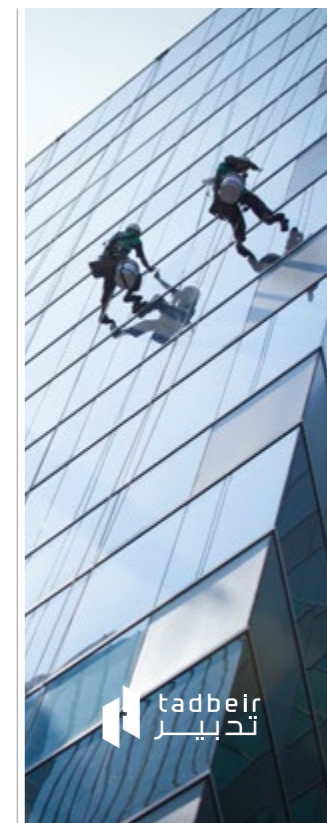
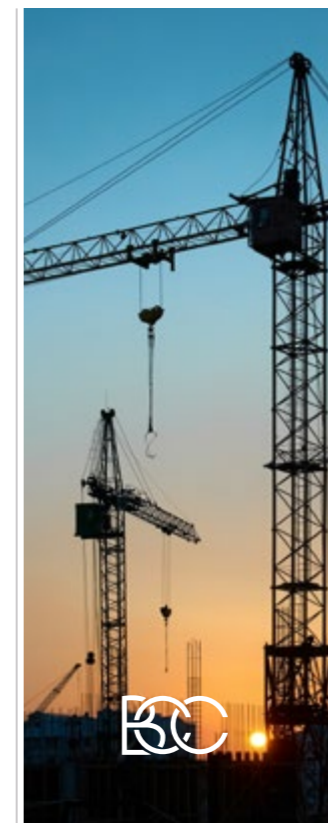
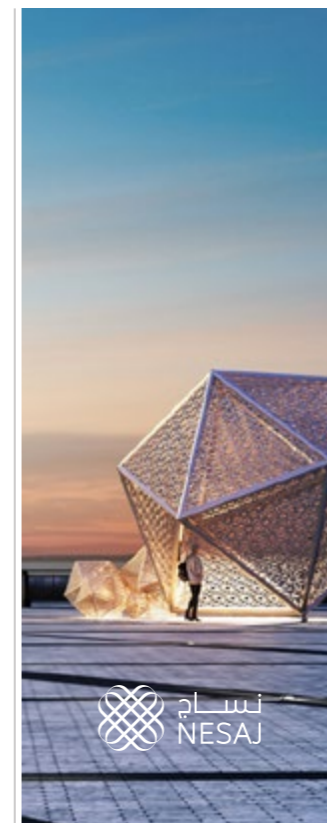
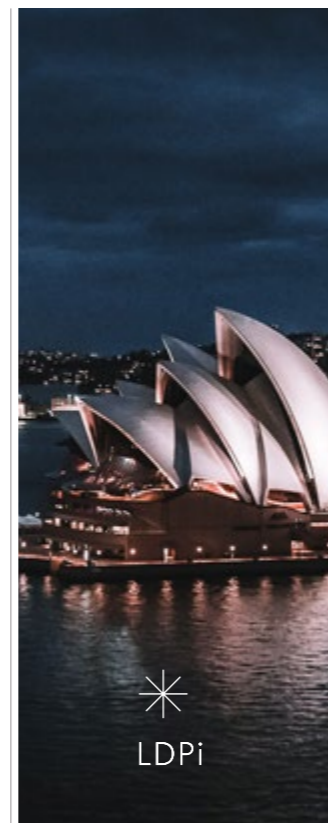
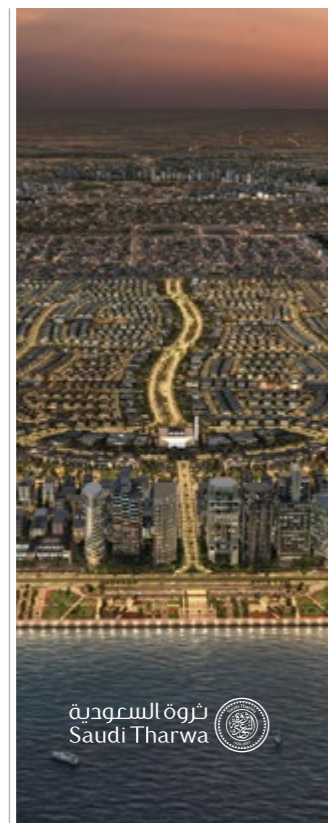
Integrated Business Model

Since our establishment in 2012, we have worked hard to nurture an integrated and diversified business model which today forms the bedrock of our winning urban strategy...

and enables us to maintain control over the entire value chain through several wholly or partially owned subsidiaries and affiliates. These companies specialize in different aspects of real estate development, from initial site acquisition, urban planning and infrastructure

development through to design, engineering consultancy, project management, development and contracting, property management and facilities management. This approach awards us the flexibility to weather the shifting dynamics of the property cycle and gain a strong competitive

edge throughout the project lifecycle. We are careful to approach each of our endeavours through a broader lens, adopting a sustainable, long-term outlook which can adapt to the diverse and evolving needs of customers, and will underpin the development of assets that endure for generations.



Retal lead Developer

Holding Company

Retal specializes in crafting world-class development concepts through well-defined policies, procedures, and processes. Our expertise is dedicated to creating distinguished communities and delivering pioneering urban communities to the highest standards of quality.

Saudi Tharwa Infrastructure Development

Associate

Established in 2007, Saudi Tharwa is committed to pioneering advanced urban infrastructure spaces in the Kingdom. Revolutionizing cities with a forward-thinking approach, the company adheres to the highest quality standards and specifications, with an unwavering dedication to quality, which has garnered it international recognition.

Mimar Saudi Engineering Consultancy

Associate

In the realm of design and engineering, Mimar Saudi upholds a standard of innovation and aesthetic excellence. Collaborating with seasoned design and engineering consultants, the company brings to fruition distinctive and visionary projects that seamlessly integrate form and function.

LDPI lighting Architect Consultancy

Affiliate

LDPI stands as one of the foremost firms of Lighting Architects globally. With a two-decade legacy, the company's team predominantly comprises Architects and Interior Designers, with an emphasis on the seamless integration of light across projects of all sizes.

Nesaj Project Management

Subsidiary

Nesaj's approach to project management is characterized by meticulous planning, efficient execution, and a commitment to punctuality and fiscal prudence. Through robust methodologies, Nesaj ensures that each project follows a well-coordinated journey from conceptualization to realization.

BCC Contracting

Subsidiary

Established in 1996, Building Construction Company's contracting process epitomizes a dedication to precision and quality, leveraging a network of skilled professional to ensure that its construction processes adhere to the highest industry standards.

Tadbeir Facility Management

Subsidiary

Tadbeir embraces cutting-edge practices to guarantee the seamless and efficient operation of its properties. This includes a spectrum of activities from regular maintenance to sustainability initiatives, underpinned by a proactive approach to addressing the evolving needs of the communities they serve.

Tadbeir Property Management

Subsidiary

Tadbeir's property management services transcend routine tasks, embodying a holistic and personalized approach. From ensuring tenant satisfaction to maintaining the aesthetic appeal of its properties, the company remains committed to an elevated standard of care.

Value to Stakeholders



Key Issues

- Sustainable returns.
- Strategy and delivery.
- Effective ESG practices.

How We Create Value

Through our medium-term targets, we strive to improve the quality and efficiency of our operations and generate enhanced profitability and attractive returns on capital. Our operating framework creates financial discipline to support the resilience of our operating business model, balance growth and cash returns to shareholders. While they remain at the discretion of the board, Retal has paid out dividends annually since 2019, at a dividend ratio of at least 80%.



Key Issues

- Safe, high-quality homes.
- Thriving communities.
- Adherence to scheduled deadlines.
- Trusted and transparent partner.

How We Create Value

Acknowledging the pivotal role our partners play in achieving our strategic objectives, we are committed to being their developer of choice. We prioritize meticulous planning, ensuring no delays, and consistently adhering to schedules to deliver projects of the highest quality. Our investment in relationships is marked by transparency, offering forward visibility into building materials, products, and future workloads. As such, Retal has developed a proven track record with key partners, such as NHC and ROSHN.



Key Issues

- High quality, safe and energy efficient homes.
- Affordable homes and mortgage availability.
- Excellent customer service.
- Timely delivery.
- Excellent customer service.

How We Create Value

Through a positive home buying journey, we deliver high-quality, energy-efficient, sustainable homes supported by dedicated aftersales care. We prioritize accessibility by providing 24/7 customer support across multiple channels, ensuring that our clients can reach us whenever they need assistance. Our cutting-edge digital customer support system is designed to create a more streamlined experience, utilizing technology to enhance interactions and make the process smoother. Moreover, we understand the uniqueness of our clients' needs and offer tailored services to cater to specific requirements, thereby adding a personalized touch to our offerings and reinforcing our dedication to providing exceptional value in the realm of real estate development.



Key Issues

- Pay and rewards.
- Development opportunities.
- Safe and diverse working environment.
- Open communications.

How We Create Value

We cultivate an exceptional workplace grounded in transparency, performance, and personal development, fostering a culture that values diversity and inclusion. Our goal is to attract and retain top talent, providing long-term career development opportunities through business growth and employee advancement. Our work environment promotes productivity across various platforms and devices. With a commitment to diversity, our female employee workforce stands at 35%, and our Saudization rate at 71%. In 2023, we dedicated 2,714 hours to training and received certification from Great Place to Work for a second year in a row.

Our stakeholder engagement enables us to align our activities to our stakeholders' expectations on environmental, social and governance-related matters. The integration of sustainability throughout our business allows us to create value for all stakeholders, mitigating risk whilst actively seeking opportunities to differentiate and unlock improvement in margins and returns.

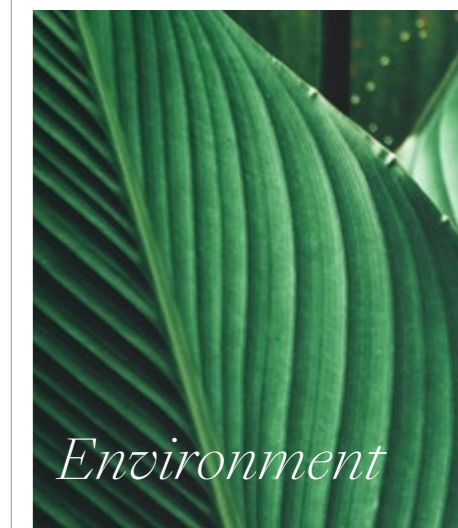


Key Issues

- Quantifiable positive social impact.
- Increased delivery of affordable homes.
- Minimal environmental impact from operations.

How We Create Value

We seek to create a positive legacy where our developments encourage local communities to thrive. We are building the energy-efficient, sustainable homes the country needs, creating jobs and supporting economic growth, whilst also making homeownership more accessible to different income groups. As a leading national sustainable developer, we also recognize our responsibility to support the real estate industry, as well as our partners, on our shared journey to reduce carbon emissions.



Key Issues

- Minimize energy consumption.
- Limit waste generation.
- Mitigate resource depletion.

How We Create Value

We are deeply committed to sustainability, prioritizing initiatives to minimize the environmental impact of its developments. A key focus involves installing highly efficient water-saving equipment to bring down water demands across all units. Furthermore, Retal aims to achieve zero waste by 2030, actively working to reduce the operational and construction waste sent to landfills. Moreover, we only collaborate with like-minded partners who share our dedication to sustainability.

Operational Performance

Drawing upon an expansive secured and signed project portfolio, an exemplary management team, and a time-tested legacy of delivering excellence in our developments, 2023 was yet another successful year for Retal. With the development of new, all-encompassing communities that epitomize our distinctive, signature blend of traditional and contemporary elements, we have continued to redefine the landscape of modern living in Saudi Arabia.

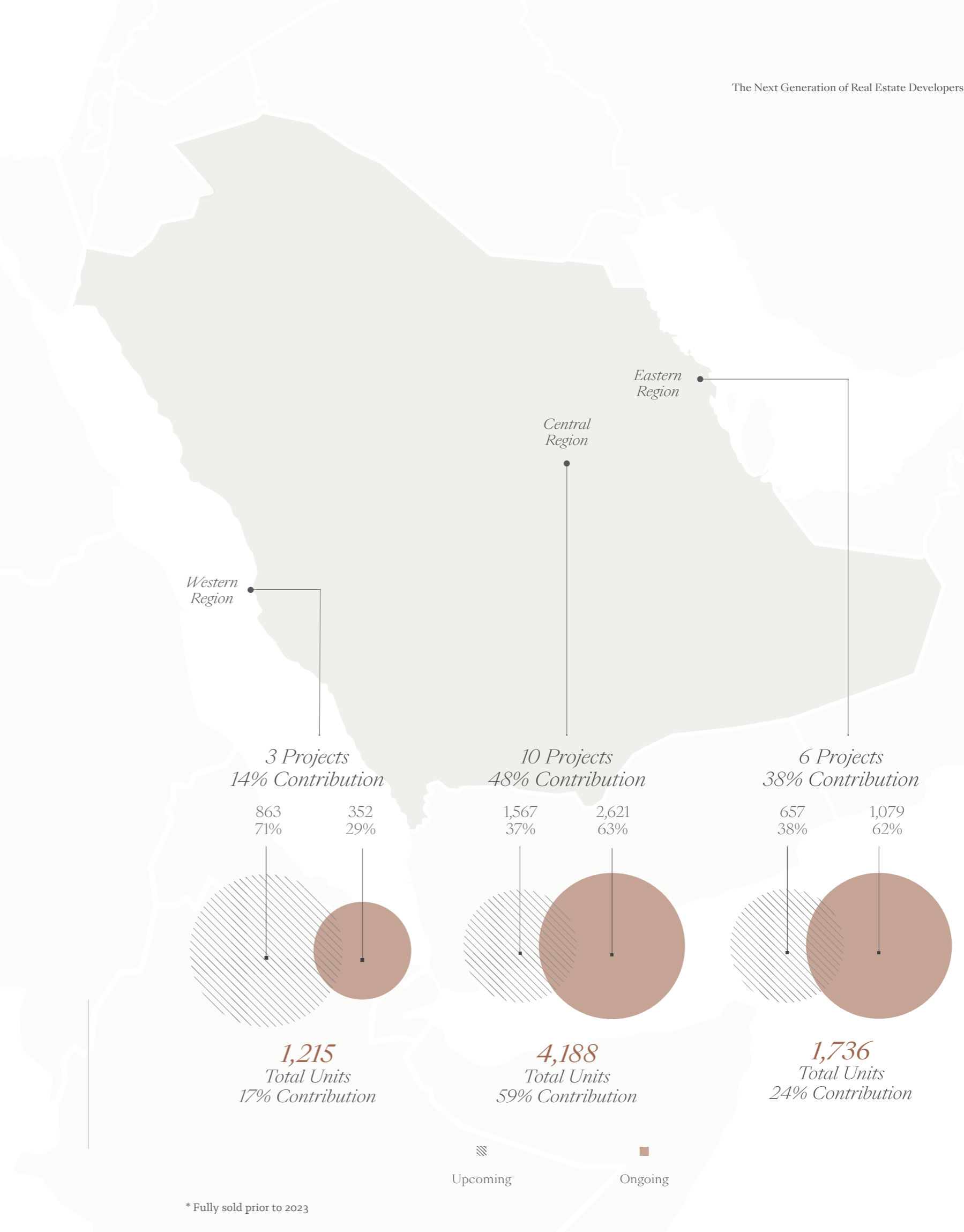
By the end of 2023, we operated a project portfolio of 19 upcoming and ongoing projects, with six of those projects awarded during 2023 alone. Further,

in line with our quest to broaden our presence across the Kingdom and gain access to burgeoning metropolises, the past year saw us break ground on Retal's first development in the vibrant city of Jeddah with the launch of Nesaj Sadayem, as part of a collaborative effort with the National Housing Company (NHC). By year-end 2023, Retal boasted a portfolio, inclusive of ongoing and upcoming projects, covering a total built-up area (BUA) of 5.8 million square meters (sqm). With only 2.2 million sqm currently developed, this leaves an additional 3.5 million sqm for ongoing and upcoming projects, yielding abundant growth potential.

Our remarkable operational performance is not limited to the size of our developed areas and backlog, but also extends to our commitment to client satisfaction, solidifying our position as the Kingdom's sought-after developer and preferred partner in urban landscapes. Throughout the year, we successfully concluded the sale of more than 1,350 units, at a combined value of SAR 1.9 billion. This accomplishment both underscores the proficiency of our client-centric approach and marketing capabilities, but also our dedication to offering innovative solutions that empower families with flexibility.

Ongoing Project Developments

Project	Percentage Completion	% of Project Sold in 2023*
Nesaj Town – Riyadh	99.3%	Fully sold*
Ayala El Nakheel	94.4%	Fully sold*
Nesaj Town – Nargis	77.0%	Fully sold*
Ewan Sedra	80.1%	97%
Ewan Sedra 3	7.5%	-
Ewan Sedra 2	45.2%	99%
Nesaj Town – Al Ahsa	77.5%	34%
Nesaj Town – Al Fursan	42.6%	72.5%
Nesaj Town – Safwa	11.8%	87.6%
Nesaj Sadayem	12.0%	49%
Roya El Nakheel	23.0%	72.1%
Retal Rise	5%	24%
NOBU	5%	-
Ewan Tharwa	12%	12%
Marasi	40%	-
Nesaj Town Al Khobar	100%	100%



2023 Awarded Projects

Through our strategic collaborations with leading government housing developers, coupled with the effective management of Retal's fully owned portfolio, 2023 saw us announce six new projects across Riyadh, Jeddah and Jubail. With a cumulative valuation of SAR 3.8 billion, these ventures will play an integral role in serving an expanded customer base across Saudi Arabia targeting middle-to-upper income groups.



Ayala Al Mohammedia

Location	<i>Jeddah</i>
Number of units	<i>60 units</i>
Land Area	<i>23,970 sqm</i>
Start Date	<i>2024</i>
Completion Date	<i>2026</i>



Ewan Sedra 4

Location	<i>Riyadh</i>
Number of units	<i>363 units</i>
Land Area	<i>110,250 sqm</i>
Start Date	<i>2024</i>
Completion Date	<i>2027</i>



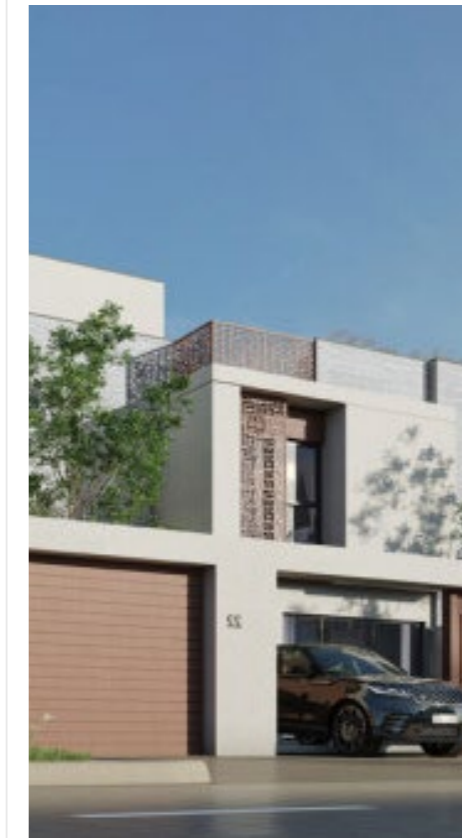
Nesaj Town Sadan

Location	<i>Jeddah</i>
Number of units	<i>803 units</i>
Land Area	<i>136,323 sqm</i>
Expected Launch	<i>2024</i>
Completion Date	<i>2027</i>



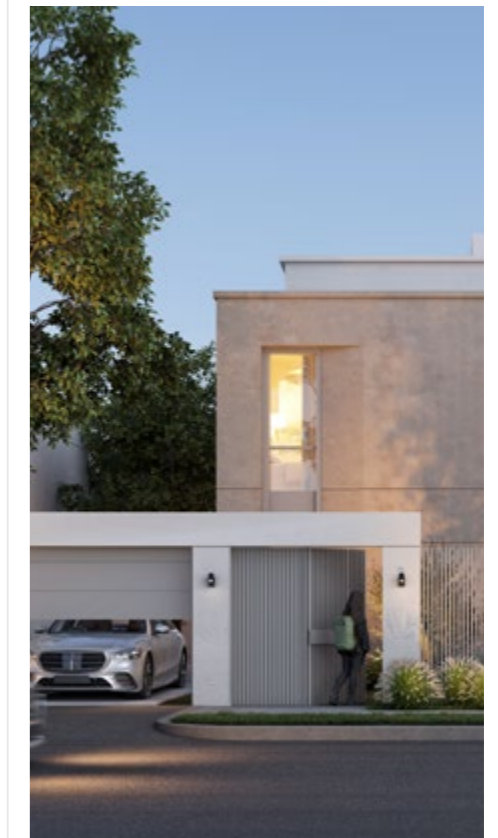
Nesaj Town Asala

Location	<i>Jeddah</i>
Number of units	<i>366 units</i>
Land Area	<i>114,467 sqm</i>
Expected Launch	<i>2024</i>
Completion Date	<i>2027</i>



Nesaj Sadayem

Location	<i>Jeddah</i>
Number of units	<i>352 units</i>
Land Area	<i>100,959 sqm</i>
Start Date	<i>2023</i>
Completion Date	<i>2026</i>



Ewan Al Jubail

Location	<i>Jubail</i>
Number of units	<i>897 unit*</i>
Land Area	<i>693,394 sqm</i>
Start Date	<i>2024</i>
Completion Date	<i>2027</i>

Project Backlog Movement

An ode to our continued portfolio expansion, we successfully recorded steady growth in our total unit backlog as of the end of 2023...

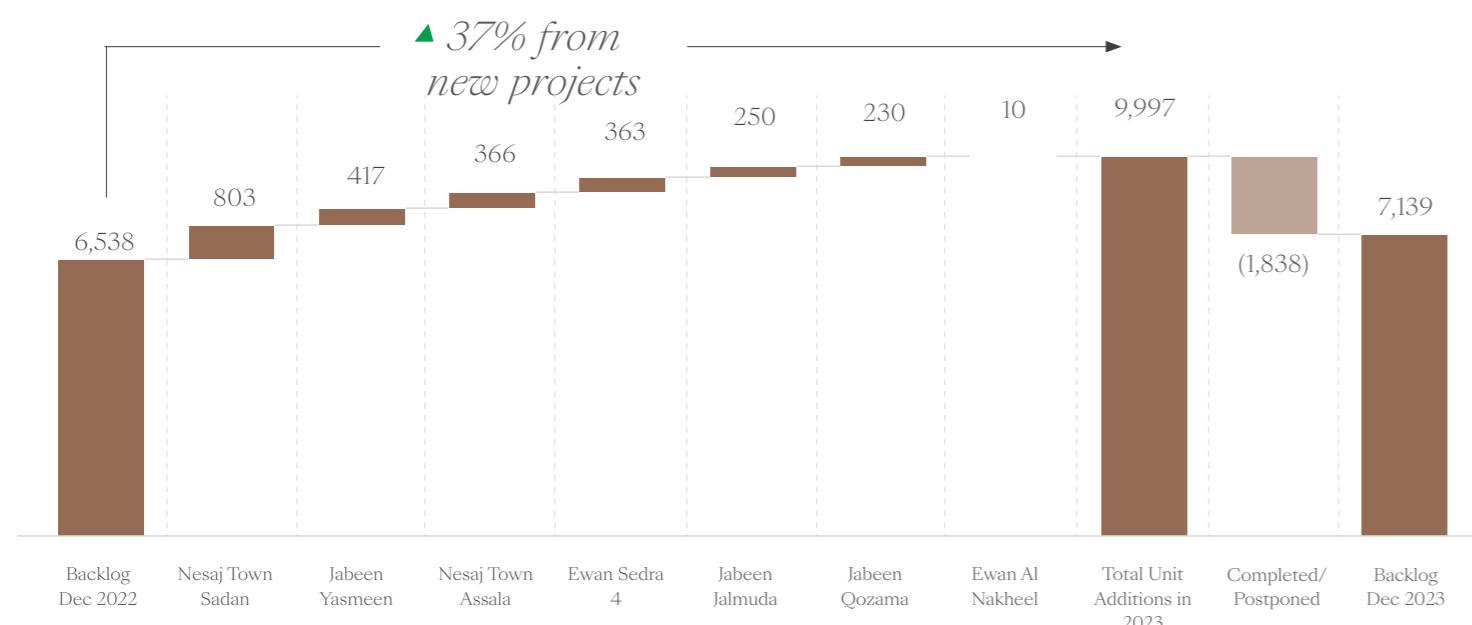
reaching 7,139 units. This notable surge in our backlog is largely attributed to the success of our recent new developments. Specifically, during the fourth quarter of the year, we added a substantial 2,429 units to our overall backlog, fueled primarily by existing and new partnerships with Government Related Entities (GREs). This expansion not only demonstrates our prowess in navigating and capitalizing on market opportunities but also highlights our capacity to deliver innovative and in-demand housing solutions.

Commitment to Delivering

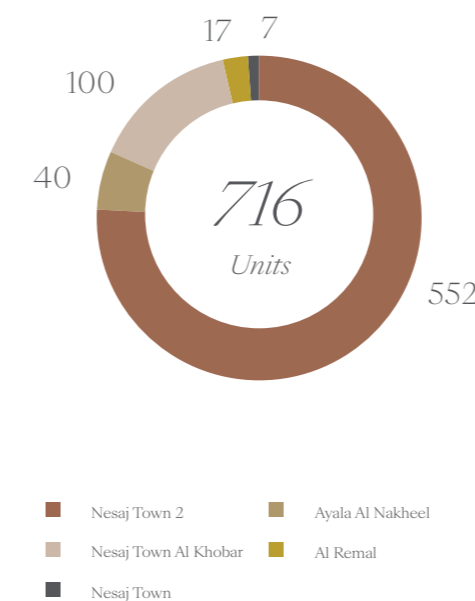
As part of our continued commitment to enhancing operational efficiency and upholding our pledge to our customers through timely deliveries, 2023 saw the successful completion and handover of 716 units over the course of the year. A substantial portion of this achievement can be attributed to the completion of Nesaj Town 2, our largest project to date, which saw the timely delivery of 552 units in 2023. This comes alongside the delivery of 100 residential units in Nesaj Town Al Khobar over the course of the year.

Backlog Progression

Backlog Movement FY23 - FY23 (Units)



2023 Unit Deliveries



Our Portfolio

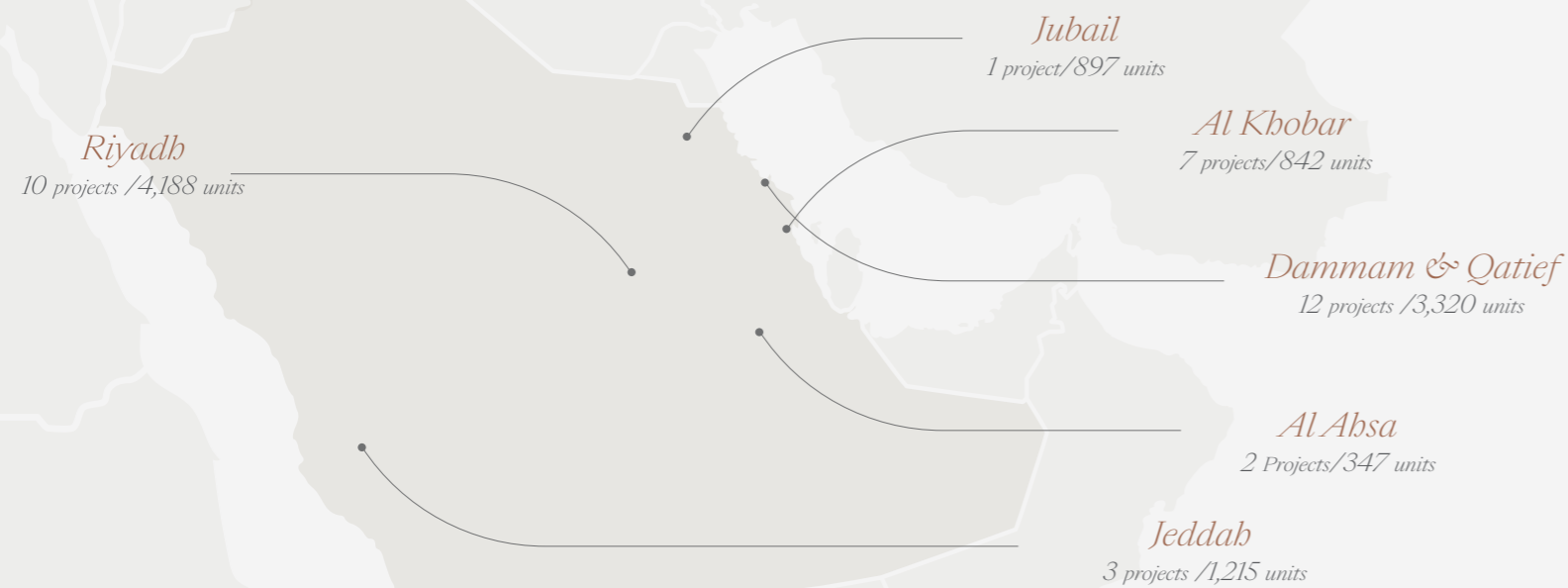
Our portfolio of completed projects stands testament to our commitment to delivering high quality and innovative lifestyle destinations, complete with a host of services and embodying the definition of contemporary living.

Over the course of the past decade, we have delivered 16 cutting-edge projects to the Kingdom's Eastern Region, representing nearly 3,700 units. Our successful track record continues to attract potential customers to our new projects, each of which serves to provide innovative solutions across the Kingdom's major cities.

Today, we proudly boast a large portfolio of projects under development, with 12 ongoing and 9 upcoming projects geographically spread to cover Saudi Arabia's major cities. In the Kingdom's Eastern Region, where we have solidified our presence as the market leader, we have six projects currently underway, representing a total of 1,736 units spread across our fully owned projects, projects in partnership with ROSHN and NHC, and offtake agreements. Meanwhile,

in the dynamic and fast-evolving capital city, Riyadh, we have worked tirelessly to expand our reach, with a total of 10 diverse projects targeting various segments of the population, constituting 4,188 residential units. Moreover, in the Western Region, we currently have three projects underway, totaling 1,215 units and expanding our presence in the region.

In addition to these direct developments, we engage in several indirect investments, acting as a developer for projects through Joint Ventures (JVs) and real estate funds. We are currently developing seven separate projects through six funds and JVs to deliver a variety of state-of-the-art residential, hospitality, and mixed-use projects across several cities in the Eastern Region.



Our Development Sectors

We continue to prioritize the growth of our portfolio to include a diverse range of development sectors, covering Saudi Arabia's fast-growing cities, and continuing to match the shifting demand of our communities.





Our Brands

Residential Villas



Ayala

Presenting the finest in luxury real estate, Retal's Ayala brand provides a unique blend of customization options fitting for its distinguished clientele. The first of its kind in Saudi Arabia, this unique brand provides over 300 customization options to its prospective homeowners, tailoring their dream home and ensuring unparalleled flexibility to suit the needs of all its residents before their purchase.



Ewan

An embodiment of refined living, Ewan represents a collection of chic residential villas tailored for our discerning clientele. These villas are a product of meticulous design, curated to meet the needs of medium-sized families, prioritizing large indoor spaces and private landscapes, creating a calm and relaxing atmosphere for its residents. Ewan destinations are also set apart by their strategic locations, comprised of large areas perfectly designed for open spaces and a variety of supporting services.



Nesaj Town

Highlighting our commitment to accessibility, our Nesaj brand supports government homeownership initiatives. By crafting carefully designed projects, equipped with several public facilities including commercial zones, schools, mosques, parks, and several others, the Nesaj brand promotes accessibility and quality living for a diverse spectrum of homeowners.

Apartments



Retal Rise

Boasting a variety of options for its residents, from size to design, Retal Rise provides a harmonious blend between strategic locations and world-class amenities, bringing new meaning to upscale apartment living in the heart of the Kingdom's most dynamic cities.



Roya

Roya is Retal's premium residential apartment brand standing as the apex of modern architecture in the Kingdom, providing an elevating living standard and fostering innovation. The brand's defining feature is its private outdoor terraces, affording each apartment with a private oasis from which to unwind. Roya's developments come fully equipped with world-class services and amenities, bringing new meaning to upscale living for its residents.

Retal as a *Full Owner*



Ayala Al Mohammedia Jeddah

One of Retal's first developments in the dynamic city of Jeddah, Ayala Al Mohammedia epitomizes luxury living, with a range of pre-customization options and world-class services for its residents.

Project Value	SAR 338 million
Land Area	23,970 sqm
Built Up Area	33,367 sqm
Total Number of Units	60
Project Status	Upcoming
Development Type	Villas

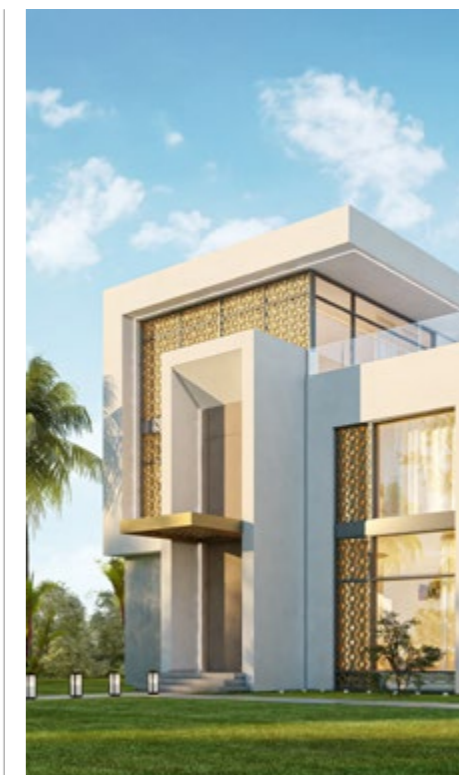
Ayala Al Nakheel Al Khobar

The distinctiveness of this project lies in its capacity to provide clients with a personal touch through the selection of bespoke designs that reflect their individuality. It is the first of its kind to empower clients to conceive their own homes and customize additional features via our online platform, affording them the comfort of tailoring every detail before and after the construction process. Our villa collections boast an array of villas that vary in size and layout, comprising three distinct categories to meet diverse customer preferences, all crafted with an eye towards tasteful architectural designs.

Project Value	SAR 187 million
Land Area	38,200 sqm
Built Up Area	29,399 sqm
Total Number of Units	58
Percentage of Units Sold	100%
Percentage Completion	94%
Project Status	Ongoing
Development Type	Villas
Development Type	Villas



Ayala Al Mohammedia, Jeddah



Ayala Al Nakheel, Khobar



◆ Nesaj Town Al Ahsa
Al-Ahsa

Nesaj Town – Al Ahsa boasts a prime location next to Al Ahsa Airport. The strategic development aims to provide accessible housing at the highest quality. Following the development and approval of a new construction strategy for the project, the Company began developing its first phase comprising 347 villas.

Project Value	SAR 428 million
Land Area	108,464 sqm
Built Up Area	144,741 sqm
Total Number of Units	347
Percentage of Units Sold	13%
Percentage Completion	75%
Project Status	Ongoing
Development Type	Villas



◆ Roya Al Nakheel
Al Khobar

A luxurious residential apartment complex within the heart of Al Khobar, the project boasts integrated facilities, multiple services, and unique designs to provide an elegant and modern lifestyle to its residents. In August 2023, the Company initiated sales for the project and its construction is currently underway.

Project Value	SAR 85 million
Land Area	4,986 sqm
Built Up Area	21,956 sqm
Total Number of Units	68
Percentage of Units Sold	72%
Percentage Completion	23%
Project Status	Ongoing
Development Type	Apartments

◆ Nesaj Town Al Khobar
Al Khobar

Located in the Remal District of Al Khobar and characterized by easy access to a variety of services, including medical facilities, commercial districts, and outdoor parks, Nesaj Town - Khobar provides high quality residential villas synonymous with Retal's brand name. Nesaj Town Khobar was fully completed during 2023.

Project Value	SAR 131 million
Land Area	141,975 sqm
Built Up Area	37,005 sqm
Total Number of Units	118
Percentage of Units Sold	100%
Percentage Completion	100%
Project Status	Completed
Development Type	Villas



◆ The Strip
Al Khobar

The Strip is a sophisticated mixed-use development with a focus on refined retail, office, and entertainment experiences, situated strategically within the heart of the bustling Khobar corniche precinct. Carefully curated shopping experiences, sports and leisure offerings are interspersed with inviting outdoor spaces and detailed landscaping. The integration of an outdoor amphitheater and sports components are unique elements which serve to promote and enhance health and wellness, through creating intentional connections with the outdoor environment.

Project Value	SAR 118 million
Land Area	7,200 sqm
Built Up Area	10,329 sqm
Total Number of Units	5
Project Status	Ongoing
Development Type	Retail and Offices

Partnership with NHC

Nesaj Al Fursan* Riyadh

A new lifestyle destination unique for its innovative designs and its variety of options for potential homeowners, Nesaj Al Fursan focuses on providing a safe environment for its residents with several amenities and services. The project represents one of Retal's largest developments in the Kingdom's capital city, Riyadh.

Project Value	SAR 1,068 million
Land Area	394,908 sqm
Built Up Area	477,814 sqm
Total Number of Units	1,261
Percentage of Units Sold	22%
Percentage Completion	37/0%**
Project Status	Ongoing
Development Type	Villas



* Represents phases 1 and 2 of Nesaj Al Fursan, with each phase to be completed in 2025 and 2026 respectively.
** Refers to Nesaj Al Fursan and Nesaj Al Fursan 2 respectively



Nesaj Town 2 Dammam

An extension of Nesaj Town 1, Nesaj Town 2 is designed with customer comfort in mind. The project encompasses state-of-the-art facilities including schools, commercial and social centers, outdoor parks, and more.

Project Value	SAR 1,034 million
Land Area	522,000 sqm
Built Up Area	506,982 sqm
Total Number of Units	1,653
Percentage of Units Sold	100%
Percentage Completion	100%
Project Status	Completed
Development Type	Villas



Nesaj Town Dammam

Nesaj Town 1 is a premium housing project developed in cooperation with the National Housing Company. Located west of Dammam, in the Kingdom's Eastern Region, the development provides over 670 residential villas featuring contemporary designs and creating an encompassing lifestyle destination equipped with a host of facilities and commercial destinations.

Project Value	SAR 370 million
Land Area	344,000 sqm
Built Up Area	202,962 sqm
Total Number of Units	674
Percentage of Units Sold	100%
Percentage Completion	100%
Project Status	Completed
Development Type	Villas



Nesaj Town Riyadh Riyadh

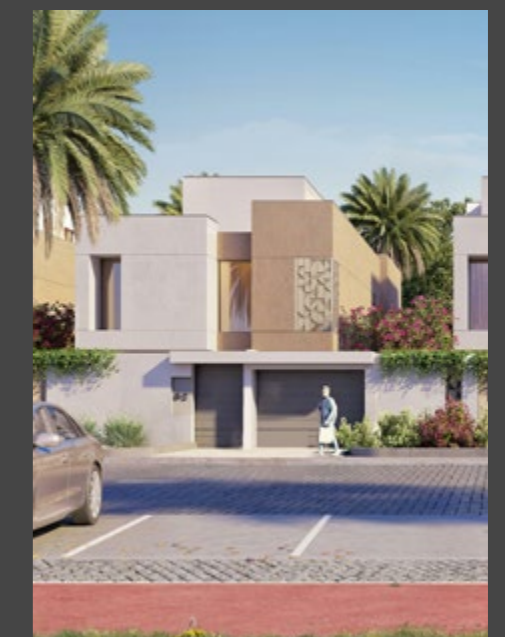
In partnership with the National Housing Company, Nesaj Town – Riyadh aims to provide beneficiaries of the Sakani Program with an encompassing lifestyle destination. Located in a strategic location in the suburb of Al Jwan in the capital city, the development was fully completed during 2023.

Project Value	SAR 458 million
Land Area	189,342 sqm
Built Up Area	231,720 sqm
Total Number of Units	690
Percentage of Units Sold	100%
Percentage Completion	99%
Project Status	Ongoing
Development Type	Villas

Nesaj Town Al Narjis Riyadh

A project in collaboration with the National Housing Company, Nesaj Town – Nargis provides tranquil and comfortable living through a variety of villa models, complemented by a host of services to provide the ultimate living experience.

Project Value	SAR 381 million
Land Area	127,712 sqm
Built Up Area	174,481 sqm
Total Number of Units	455
Percentage of Units Sold	100%
Percentage Completion	77%
Project Status	Ongoing
Development Type	Villas



Nesaj Town Sadan

Riyadh

Nesaj Town Sadan embodies an integrated environment that blends contemporary housing concepts with the essence of community and heritage in Jeddah. Inspired by urban civilization and local heritage, it features distinctive designs and diverse spaces aimed at fostering a fulfilling living experience. The development prioritizes essential factors for enhancing quality of life, including proximity to nature, fundamental amenities and services, and recreational opportunities.

Project Value	SAR 512 million
Land Area	209,482 sqm
Built Up Area	244,320 sqm
Total Number of Units	803
Project Status	Upcoming
Development Type	Villas



Nesaj Town Asala

Riyadh

Nesaj Town - Asala epitomizes an ideal residential community within the bustling city of Riyadh, offering families a new paradigm in urban living. Boasting essential amenities, vital services, and upscale housing options, it harmoniously integrates elements of quality living, featuring lush public parks and green spaces, schools, vibrant commercial hubs, and health centers.

Project Value	SAR 235 million
Land Area	133,834 sqm
Built Up Area	116,077 sqm
Total Number of Units	366
Project Status	Upcoming
Development Type	Villas

Nesaj Town Safwa

Al Qatif

Nesaj Town – Safwa was designed with family living in mind. The project offers unique home designs and open areas, creating a spacious community within close proximity to multiple service centers.

Project Value	SAR 300 million
Land Area	98,767 sqm
Built Up Area	137,932 sqm
Total Number of Units	356
Percentage of Units Sold	88%
Percentage Completion	12%
Project Status	Ongoing
Development Type	Villas



Nesaj Sadayem

Jeddah

Retal's debut project in Jeddah, the Western Region's fast-growing city, Nesaj Sadayem was unveiled in 2023. The project pays respect to traditional architecture and design while incorporating modern styles to

provide a perfect mixed lifestyle destination. Retal completed its sales launch in July 2023 and sales for the project are currently ongoing.

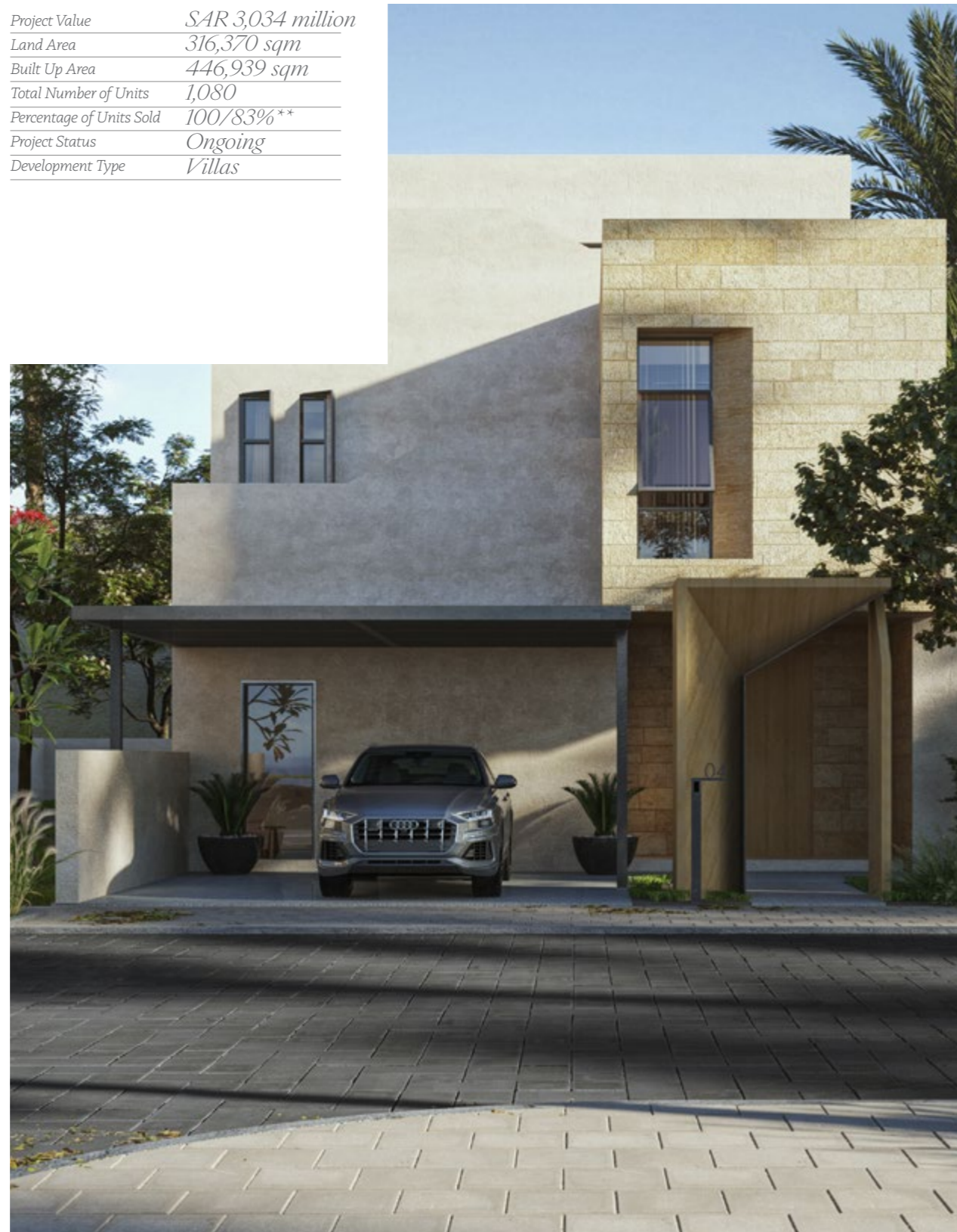
Project Value	SAR 422 million
Land Area	100,959 sqm
Built Up Area	124,734 sqm
Total Number of Units	352
Percentage of Units Sold	49%
Percentage Completion	12%
Project Status	Ongoing
Development Type	Villas

Partnership with ROSHN

Ewan Sedra* Riyadh

An exquisite, integrated, development in collaboration with ROSHN, Ewan Sedra draws inspiration from Salmani's architectural designs, and invites its residents to step into a new era of community living. In addition to its unique architecture, Ewan Sedra enjoys a plethora of services, elevating the Kingdom's understanding of encompassing modern living. The project is strategically located in close proximity to King Khalid International Airport, several major mosques, retail destinations, parks, schools, and entertainment facilities.

Project Value	SAR 3,034 million
Land Area	316,370 sqm
Built Up Area	446,939 sqm
Total Number of Units	1,080
Percentage of Units Sold	100/83%**
Project Status	Ongoing
Development Type	Villas



* Represents phases 1 to 4 of Ewan Sedra, with each phase to be completed in 2024, 2025, 2026 and 2027 respectively.

** Refers to Ewan Sedra and Ewan Sedra 2 respectively



Roya Sedra Riyadh

Project Overview: One of our newest developments, a collection of exquisite apartments which epitomize vertical elegance and spatial planning, Roya Sedra brings forth a captivating blend of modernity, quality living, and warmth to elevate its residents' living experience to new heights. The project offers an array of intuitively designed landscapes, recreational spaces, and top-tier amenities while prioritizing expansive open areas that incorporate indigenous flora for a truly authentic lifestyle experience.

Project Value	SAR 519 million
Land Area	27,937 sqm
Built Up Area	77,147 sqm
Total Number of Units	336
Project Status	Upcoming*
Development Type	Apartments

* All sites have been received from ROSHN, and construction works have begun (5 sites)

SPVs and Funds

Retal Rise Al Khobar

Leveraging the serene setting of the Arabian Gulf coastline, Retal Rise provides a unique living experience with unparalleled views. The project stands out with its world-class service, countless amenities, and prime location, marking the gateway through which Retal enters the market for luxury apartment complex developments, in line with shifting consumer demand.

Project Value	SAR 319 million
Land Area	5,698 sqm
Built Up Area	36,701 sqm
Total Number of Units	127
Percentage of Units Sold	24%
Percentage Completion	5%
Project Status	Ongoing
Development Type	Luxury Apartments



Ewan Marasi District Al Khobar

A modern residential community situated near the Arabian Gulf Sea, strategically positioned at the heart of Khobar, Dammam, boasting expansive green spaces, open areas, and seamlessly integrated services. The project plays host to various entertainment centers, shopping destinations, and parks within its boundaries, ensuring convenient and secure access to all amenities. The land reclamation works for these sea at Marasi District are underway and are expected to be completed in ۲۰۲۴.

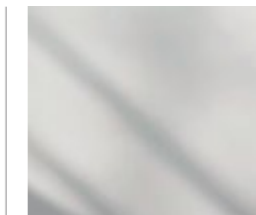
Project Value	SAR 322 million
Land Area	72,253 sqm
Built Up Area	277,835 sqm
Total Number of Units	184
Project Status	Upcoming
Development Type	Villas



Ewan Tharwa Al Khobar

Defining modern living through unparalleled luxury villas, Ewan Tharwa is located within the Tharwa Plan, in the Al Nakheel neighborhood. With service centers and outdoor parks, the project ensures the fulfillment of every family's living needs. During 2023, all construction permits and title deeds were successfully issued. The project's Wafi License was issued in August 2023, and was successfully launched on Sakani. Sales for the project were launched during the year, with over 50% of the project's first and second phases sold to date.

Project Value	SAR 935 million
Land Area	142,433 sqm
Built Up Area	183,162 sqm
Total Number of Units	386
Percentage of Units Sold	12%
Percentage Completion	12%
Project Status	Ongoing
Development Type	Villas



Masal Al-Ahsa

The Masal development is a testament to refined living and urban sophistication, epitomizing cutting-edge contemporary design. It stands as the sole transit hub adjacent to the nearby train station, rendering it truly distinctive in every aspect. This prime location offers an exceptional living experience, where residents and visitors can take advantage of an array of charming cafes and restaurants, enticing shopping destinations, and much more. During the year, the detailed design

consultant RFP floated, and evaluation has been completed. Moreover, the land handover process was successfully finalized.

Project Value	SAR 212 million
Land Area	24,162 sqm
Built Up Area	8,112 sqm
Total Number of Units	15
Project Status	Upcoming
Development Type	Commercial



◆ Remal Business Court & Residence
Al Khobar

A cutting-edge, mixed-use commercial development in Al Khobar, Remal Business Court boasts modern design, premium facilities, and a central location, giving businesses the chance to book their headquarters in one of the city's forefront business destinations.

Project Value	SAR 837 million
Land Area	35,591 sqm
Built Up Area	128,168 sqm
Total Number of Units	190 (Offices - Residential - Hotel Rooms)
Project Status	Upcoming
Development Type	Offices / Hotel / Residential Complex / Commercial Shops



◆ Nobu Hotel
Al Khobar

Set to provide the ultimate in luxury living in one of Saudi Arabia's fastest-growing cities, the Nobu Hotel, Restaurant, and Residences is complete with premium retail stores, private parking, and top-tier services for its residents and guests. The grand complex boasts prestigious hotel rooms and suites, in addition to Nobu designed and branded residences, all served by Nobu Restaurant, providing the finest in dining experiences.

Project Value	SAR 945 million
Land Area	5,352 sqm
Built Up Area	37,272 sqm
Total Number of Hotel Apartments	63
Total Number of Hotel Rooms	151
Percentage Completion	5%
Project Status	Ongoing
Development Type	Hospitality



◆ The Ritz-Carlton Hotel and Residences
Al Khobar

Announced in 2023, the prestigious partnership between Marriott International and Retal aims to bring about a new landmark in the city of Al Khobar. The project will provide top-quality branded villas in addition to hotel rooms, with a holistic service offering including entertainment and recreational activities. Additionally, residents and hotel guests will gain private beach access on the shores of the Arabian Gulf Sea. The development

has made significant progress with the finalization and signing of the TDF terms and conditions by BLOMINVEST. Additionally, a Special Purpose Vehicle (SPV) has been created. Meanwhile, all hotel and operation agreements have been signed with Marriott International, and the official announcement of the project took place at Cityscape Riyadh in 2023.

Project Value	SAR 1,165 mn
Land Area	89,917 sqm
Built Up Area	33,308 sqm
Total Number Hotel Villas	48
Total Number of Hotel Rooms	123
Project Status	Upcoming
Development Type	Hospitality and Apartments



Financial Performance

CFO Review

Thriving Against Uncertainties



“As we bid farewell to 2023, I take great pride in presenting yet another year of financial triumph for Retal. Amidst the backdrop of global economic uncertainty, escalating interest rates, and oscillating demand, our journey has been defined by adept navigation, leveraging a robust business model and strategic developments”

As a result, we recorded impressive revenue growth, an outcome of our focus on expanding our reach and developing more communities across the Kingdom. Revenues generated from our core business, Development Contracts, achieved a new milestone, crossing the one-billion mark to record SAR 1.27 billion for the year, up 83% year-on-year. On a consolidated basis, we booked a 24% year-on-year growth in revenues, reaching SAR 1.37 billion. The increase stems from doubling the number of ongoing projects to 12, a rise in the number of units sold by over 40%, and high completion rates in projects under implementation. The value of units sold during the year came in at a record SAR 1.9 billion, with this positive growth trajectory pointing to the strength of our business model and the inherent growth potential of our underlying business. It is worth noting that the rise in Retal’s sales was achieved despite the decline in real estate credit facilities offered by Saudi banks to individuals during 2023 by 36% year-on-year* compared to 2022.

Further down the income statement, our gross profit recorded SAR 379.3 million in 2023, increasing 25% year-on-year on the back of expanded revenues. Despite the aforementioned decline in land sales and completed units, which are typically associated with higher margins, we successfully maintained our gross profitability, with our gross profit margin (GPM) standing at 27.7% in 2023, up 0.3 pts from one year prior.

During the year, Retal continued to ramp up its marketing activities to increase its market share in its new expansion territories for newly launched projects

and cement its position as a premier lifestyle destination developer in the Kingdom. Recording SAR 47.2 million in FY 2023, the increase in our selling and marketing expenses, allocated to several targeted advertisements, our participation in local real estate exhibitions and various service and community outreach initiatives, directly influenced the significant 83% year-on-year growth in revenues from development contracts in FY 2023. Additionally, general and administrative expenses increased to SAR 87.1 million during the year, up from SAR 59.2 million in FY 2022, a direct result of structural changes undertaken by Retal in pursuit of its long-term strategic growth plan. Consequently, we booked an EBITDA of SAR 325.2 million, up from SAR 291.7 million. Despite growth on the absolute level, our EBITDA margin stood at 23.8% in FY 2023, a decline from 26.4% in FY 2022, which witnessed the sale of land and completed units with high profitability.

On the expenses side, we recorded significant increases in our finance costs, growing to SAR 99.9 million during the year compared to SAR 21.2 million in the previous year. Increased finance costs were a direct reflection of higher SIBOR rates compared to FY 2022. As such, the net profit to shareholders stood at SAR 202.3 million during the year, reflecting a net profit margin (NPM) of 14.8%.

Turning to our financial position, Retal recorded an impressive 50% year-on-year increase in total assets in 2023, fueled primarily by growth in our ongoing projects, which booked SAR 5.2 billion. In parallel, we maintained healthy cash balances throughout the year, increasing our cash in hand

and at banks to SAR 705.9 million as of the end of 2023, compared to SAR 523.0 million as of 31 December 2022. The enhancement of our cash balance is a direct result of the well-executed strategy by our management to optimize Retal’s cash flow from operating activities. These measures, thoughtfully devised, have effectively elevated our cash flow from operating activities by curtailing the Company’s capital requirements and reducing the ensuing cash conversion cycle.

In parallel, our debt balance as of year-end 2023 stood at SAR 1.45 billion, an increase of 78% year-on-year. Higher debt balances were brought forth to acquire the lands necessary for the development of several projects, including Ayala Al Mohammedia, projects in collaboration with ROSHN, as well as Nesaj Town Al-Hassa. Despite the rise in our debt balances, it is important to highlight that Retal relies on strong and constantly updated debt framework to ensure its financial stability, with our debt being project-based and tied to set project timelines within the real estate sector. Additionally, throughout the year, we converted 10% of our outstanding debt into interest-hedged debt to minimize the impact of rising interest rates. Notably, the subsequent uptick in our leverage ratios associated with increasing debt remained comfortably within the predefined target ranges set by management. As of the end of 2023, Retal recorded a modified current ratio of 3.26x and a net debt-to-equity ratio of 1.58x.

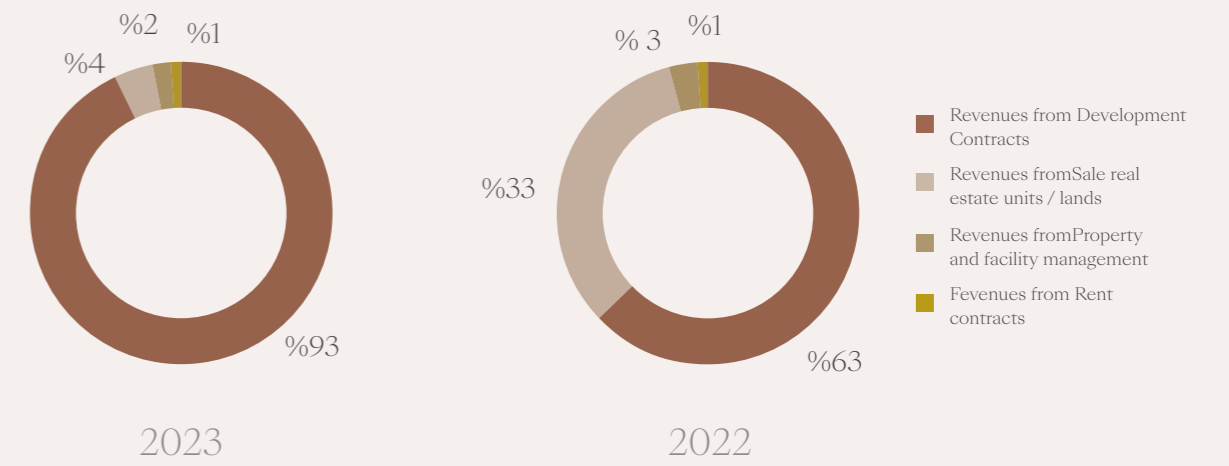
Ammar AlGhoul
CFO
Chief Financial Officer

* Source: Argaam

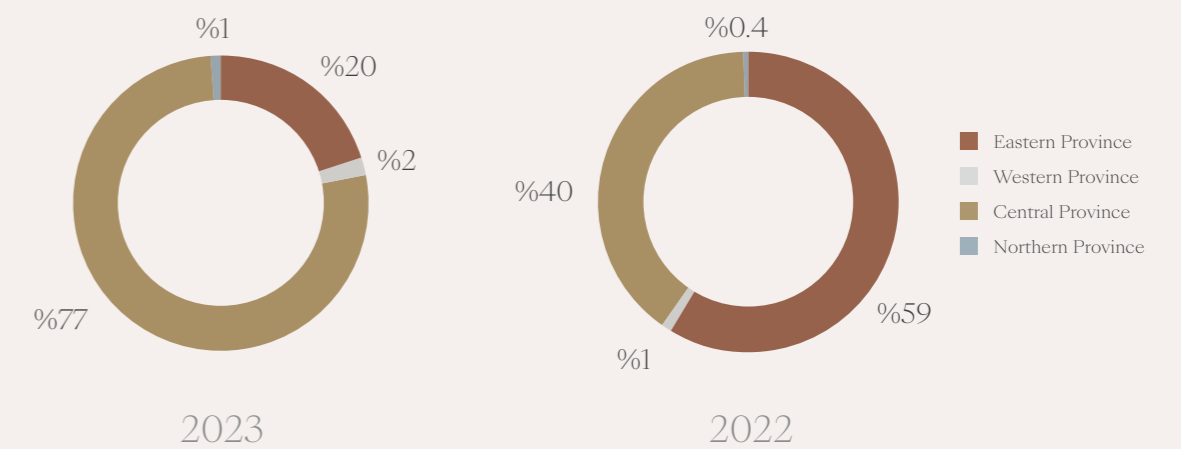
Consolidated Income Statement (2019-2023)

	2023	2022	2021	2020	2019
Revenue	1,367,125	1,106,830	1,085,321	587,451	456,536
Cost of revenue	(987,839)	(803,598)	(839,860)	(463,142)	(379,134)
Gross profit	379,286	303,232	245,461	124,309	77,402
General and administrative expenses	(87,060)	(59,174)	(42,699)	(26,184)	(23,215)
Selling and marketing expenses	(47,158)	(19,750)	(21,230)	(7,702)	(6,317)
Operating profit	245,068	224,308	181,532	90,423	47,870
Finance cost	(99,851)	(21,190)	(3,173)	(2,171)	(4,961)
Share of results of equity accounted investments	64,806	34,641	1,820	12,827	(3,064)
Gain of investments at FVTPL, net	4,911	10,833	3,688	374	22,462
Other income, net	3,210	8,050	3,995	1,892	2,015
Profit before zakat	218,144	256,642	187,862	103,345	64,322
Zakat	(10,204)	(10,899)	(8,463)	(4,711)	(4,630)
Profit from continuing operations	207,940	245,743	179,399	98,634	59,692
Gain on disposal of a subsidiary, net of zakat	-	-	13,936	-	-
Profit for the year	207,940	245,743	193,335	98,634	59,692
Non-controlling interest	5,591	-	(385)	-	-
Net profit for shareholders	202,350	245,743	193,720	98,634	59,692

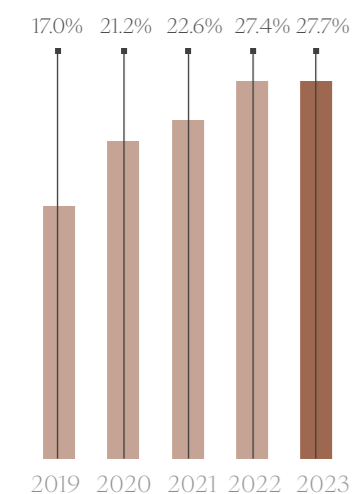
Nature of Revenues (2022-2023)



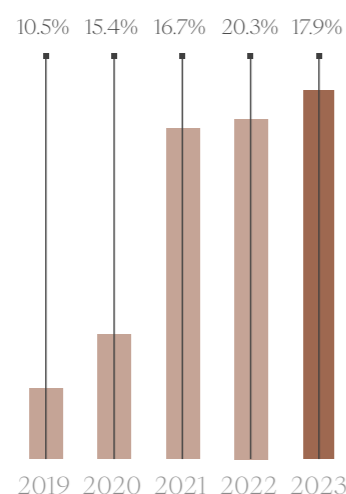
Revenue by Geography (2022-2023)



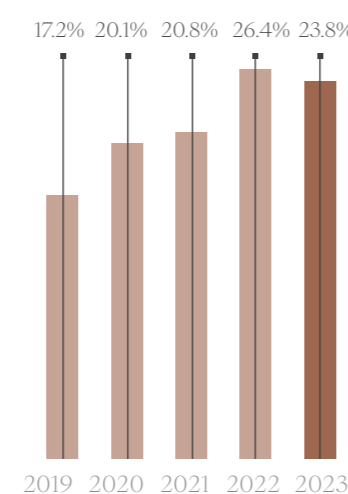
Gross Profit Margin



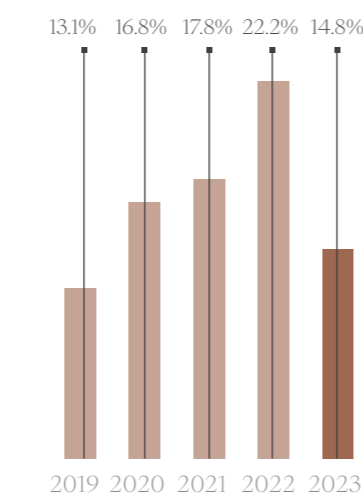
Operating Profit Margin



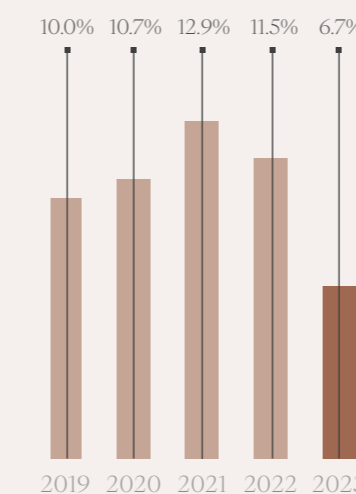
EBITDA margin



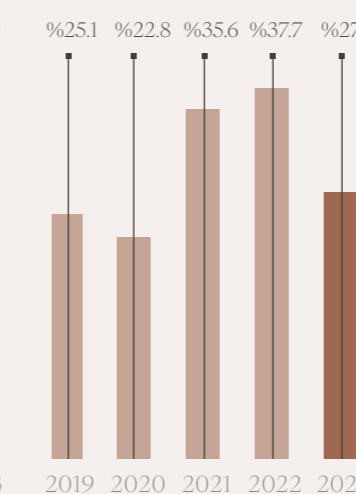
Net Profit Margin



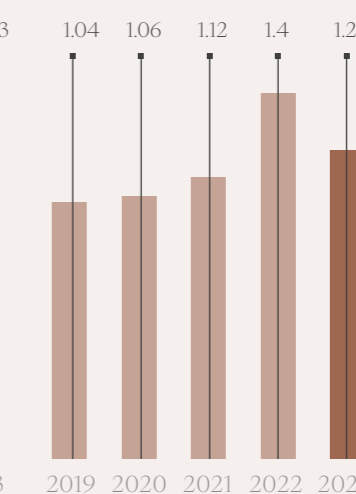
ROA (TTM)



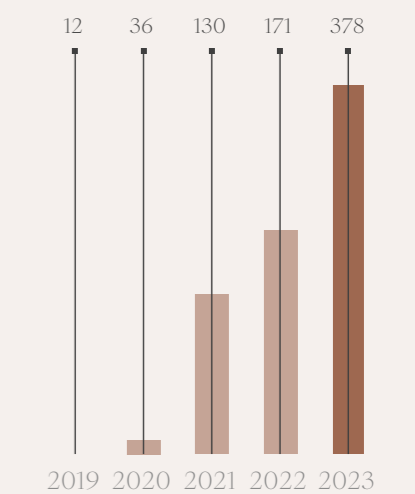
ROE (TTM)



Current Ratio



Net Working Capital (SAR mn)



Consolidated Balance Sheet (2019-2023)

SAR (in thousands)	2023	2022	2021	2020	2019
ASSETS					
NON-CURRENT ASSETS					
Development Properties	559,311	464,668	63,438	-	2,208
Investment Properties	309,993	122,310	201,583	329,198	210,438
Investment from Associate and Joint Venture	394,929	330,437	306,398	121,250	112,820
Prepayment and other receivables	3,205	2,382	2,202	1,067	1,227
Right-of-use assets	35,009	2,850	6,659	14,916	20,464
Intangible assets	13,217	10,279	4,166	3,499	3,727
Property and equipment	159,729	124,032	90,793	90,212	4,912
TOTAL NON-CURRENT ASSETS	1,475,393	1,056,958	675,238	560,142	355,796
CURRENT ASSETS					
Cash on hand and at banks	705,883	522,975	407,977	64,981	9,637
Investments at fair value through profit or loss (FVTPL)	101	23,754	656	-	-
Accounts receivable	237,850	242,911	269,446	82,737	93,452
Contract asset	200,951	91,185	69,844	203,751	150,459
Development properties	705,477	353,232	245,368	139,488	30,888
Prepayment and other receivables	282,647	114,155	162,927	95,265	31,158
Inventories	23,813	15,963	12,509	22,254	4,367
Total current assets	2,156,722	1,364,175	1,168,727	608,476	319,961
TOTAL ASSETS	3,632,115	2,421,133	1,843,965	1,168,618	675,757
EQUITY AND LIABILITIES					
Equity					
Share capital	500,000	400,000	400,000	375,000	250,000
Statutory reserve	83,014	62,779	38,205	18,833	8,969
Reserve for change in ownership interests in subsidiary	8,163	-	-	-	-
Actuarial reserve	(5,617)	(3,213)	(3,358)	(2,509)	(1,494)
Retained earnings	742,518	734,410	568,906	518,786	346,167
Non-controlling interests	7,333	-	(135)	-	-
TOTAL EQUITY	749,851	734,410	568,770	518,786	346,167
NON-CURRENT LIABILITIES					
Employees' end of service benefits	17,829	12,585	11,078	9,481	7,794
Lease liabilities	33,542	2,407	-	3,073	10,271
Long term loans	1,028,721	461,499	211,459	64,667	-
Accounts payable	23,450	17,453	13,658	-	3,967
TOTAL NON-CURRENT LIABILITIES	1,103,542	493,944	236,194	77,221	22,032
CURRENT LIABILITIES					
Accounts payable	450,132	273,461	65,310	224,110	135,002
Payable to National Housing Company	437,429	254,662	272,521	35,132	-
Contract liabilities	109,232	100,220	109,675	36,939	1,606
Accrued expenses and other payables	336,098	193,328	88,184	13,010	7,528
Lease liabilities	3,254	236	2,995	8,693	7,509
Refundable incentives	-	-	-	115,019	150,018
Short term loans	286,929	165,070	100,352	50,000	-
Long term loans	136,136	189,811	389,517	83,733	-
Zakat payable	19,512	15,991	10,447	5,975	5,895
TOTAL CURRENT LIABILITIES	1,778,722	1,192,779	1,039,001	572,611	307,558
TOTAL LIABILITIES	2,882,264	1,686,723	1,275,195	649,832	329,590
TOTAL EQUITY AND LIABILITIES	3,632,115	2,421,133	1,843,966	1,168,618	675,757

Consolidated Cash Flow Statement (2019-2023)

SAR (in thousands)v	2023	2022	2021	2020	2019
Net cash flow generated from operating activities	(148,310)	460	234,634	14,002	(106,284)
Net cash flow generated from investing activities	(86,732)	82,889	(12,592)	(153,586)	42,820
Net cash flow generated from financing activities	417,950	31,648	120,954	194,927	(11,954)
Net change in cash and cash equivalents	182,908	114,997	342,996	55,343	(75,418)
Cash and cash equivalent at the beginning of the year	24,137	32,414	9,975	4,112	85,055
Restricted Cash	(152,312)	(123,275)	(320,557)	(49,481)	(5,525)
Cash and cash equivalent at the end of the year	54,733	24,136	32,414	9,974	4,112

Digital Transformation

Operating our business in an age profoundly influenced by advanced technology and data analytics has seen us ambitiously seek out intelligent ways to weave both emerging and established technologies into our business models and operational paradigms. Doing so has enabled us to forge a more resilient, efficient, and innovative organizational framework, leading to better outcomes for our people, our stakeholders, and our communities

700_K

▲ 40% YoY
Website Visitors
in 2023

610_K

▲ 29% YoY
Online Transactions
in 2023

21_K

▲ %16 YoY
Customer Requests
in 2023

Rooted in a deep commitment to progress, sustainability, and ethical operation, our initiatives across data analytics, governance, customer experience, innovation, and sustainability not only define our current achievements but also lay the groundwork for future triumphs in urban development. This steadfast commitment to innovation recently earned Retail five distinguished awards, underscoring the continued success of our digital transformation strategy.

Remote Work Ecosystem & Virtual Connectivity

In a world leaning towards digital symbiosis, Retal has pioneered high-tech solutions for a seamless, connected, and productive remote work environment, including virtual meeting spaces, AR/VR integration, and AI-driven coordination. These tools enhance collaboration, ensuring optimal scheduling and preserving organizational culture in the virtual realm, all while supporting continuous learning and development, ensuring our teams evolve, learn, and enhance their skill sets, even in a remote work environment.

Data-Driven Advancement

Enhancing Operational Excellence

Embracing a robust data analytics framework across Retal's various operational streams has allowed us to effectively identify patterns, understand risk and implications, and predict future trends. Our comprehensive approach to analytics has allowed us to increasingly streamline operations, minimize costs, and enhance efficiency across all business functions, fostering a culture where every action is backed by data-based insights.

The predictive capabilities derived from our analytical tools further bolster our risk management and enable us to carve out optimized, foresight-driven strategies that ensure sustainable growth and stability.

Sustainable Tech-Practices

Establishing a Firm Grip on Organizational Oversight

By aligning technological advancements with our Environmental, Social, and Governance (ESG) goals, we have remained deeply committed to sustainability through initiatives focused on reducing our carbon footprint, optimizing resource usage, and fostering a positive socio-environmental impact. Moreover, we have incorporated technology into our governance mechanisms to enhance Retal's control and oversight capabilities. Our digital tools oversee project management, financial workflows, and regulatory compliance, enhancing transparency, accountability, and real-time performance tracking.

AI-Powered Assistance

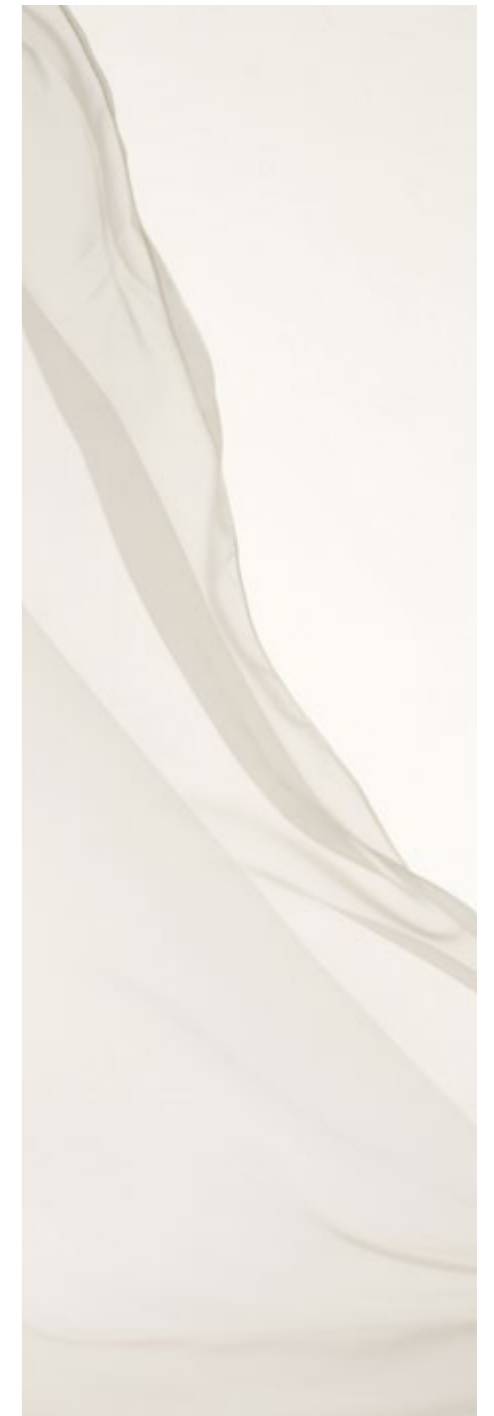
Driving Intelligent Support

Artificial Intelligence (AI) has enabled us to automate, optimize, and innovate within operational and customer interaction frameworks throughout the various phases and complexities of our projects. Intelligent algorithms play a crucial role in our lead qualification process by analyzing diverse data points including customer interactions and website behavior, enabling us to streamline our sales teams' focus on high-conversion potential clients. Artificial Intelligence also plays a crucial role in identifying different target segments based on their behavior, preferences, and buying power, allowing for more targeted and effective marketing campaigns. On the client side, AI tailors experiences for homebuyers through personalized interactions and ensures round-the-clock customer service via AI-powered chatbots. Moreover, AI-Integrated CRM systems track interactions, purchases, and preferences, offering insights for improved customer relations and upselling opportunities.

Enhancing Customer Digital Experience

Cultivating Rich, Seamless, and Engaging Digital Journeys

As always, customer experience sits at the heart of our evolving digital transformation efforts. Our investment in emerging technologies, such as AI and machine learning, has enabled us to curate personalized, engaging, and seamless digital experiences for our customers, ensuring their expectations continue to not only met, but exceeded with every interaction. The integration of cutting-edge digital platforms means we can consistently deliver on the promise of reliability, convenience, swift transactions, and comprehensive information, ensuring clients are able to navigate their property journey through Retal with ease, assurance and satisfaction.





Sustainability

Sustainability

Building Better: Our ESG Journey

At Retal, we fuse ambition with responsibility, cultivating sustainable environments that are built to thrive for generations. Underpinned by our core values and in close alignment with stakeholder priorities, we scrutinize our impact and focus on generating outcomes that have sustained positive impacts on our workforce, the environment, our valued partners and customers, and the communities that form the backdrop of our operations.

Thanks to these efforts, Retal was recognized for a number of social awards in 2023, including Best Community Property Developer in Saudi Arabia by International Investor Magazine, and the Arabian CSR Award in the Medium Business Category, in addition to becoming certified by Great Place to Work in 2023.




Our Sustainability Framework






	Environment (E)	Social (S)	Governance (G)
Our Commitment	Protect our environmental assets by achieving continuous positive impact that is in line with international standards for preserving the environment.	Promote specialized community programs for achieving sustainable urban growth.	Form a governance scheme with the highest standards of transparency to achieve sustainable practices.
Our inputs and activities	<p>Invest in green buildings that use sustainable materials and energy-efficient systems that promote indoor air quality.</p> <p>Encourage sustainability practices among our external and internal stakeholders through promoting various initiatives to protect the environment.</p> <p>Ensure the materials in our operations are managed sustainably.</p> <p>Improve energy performance to achieve decarbonization.</p> <p>Manage and reduce water intake.</p> <p>Implement a system to track and manage GHG emissions.</p> <p>Enhance our waste management practices to reduce waste sent to landfill.</p>	<p>Assist housing associations and charities by providing specialized programs through various channels.</p> <p>Invest in developmental projects that impact the community for the long term.</p> <p>Work to secure a safe and motivating environment for employees.</p> <p>Encourage all employees to engage in sustainability programs and initiatives.</p> <p>Encourage all employees to engage in activities and contribute to the local community.</p> <p>Ensure inclusion and quality among all employees.</p> <p>Support the provision of job opportunities for community members through educational programs.</p> <p>Develop training programs to educate our employees about technical and social topics.</p> <p>Promote diversity and inclusion throughout all our departments and subsidiaries.</p>	<p>Engage with stakeholders to understand their sustainability concerns and incorporate their feedback into our sustainability strategy.</p> <p>Report our sustainability performance, including environmental impact, social responsibility, and governance practices, to maintain our commitment to sustainability and transparency.</p> <p>Adopt ethical and transparent practices in operations, such as promoting diversity and inclusion and ensuring human rights.</p> <p>Ensure management and mitigation of risks in our operations through our policies and procedures.</p>

Sustainable Futures, Shared Goals

Our Alignment with UN SDGs

As demonstrated via the table below, we have strategically laid the United Nations Sustainable Development Goals (SDGs) into the bedrock of our core business operations. These globally recognized mandates, designed to tackle pressing issues by 2030, align closely with our commitment to the principles of sustainable development.

Focus Area	SDGs	UN SDG Targets	how We Align
Employee Learning and Development	Quality Education 	4.3 - By 2030, ensure equal access for all women and men to affordable and high quality technical, vocational and tertiary education, as well as higher education. 4.5 - By 2030, eliminate gender disparities in education and ensure equal access to all levels of education and vocational training for the vulnerable, including persons with disabilities, and children in vulnerable situations.	By offering technical and developmental training programs to all employees, targeting 32-36 training hours per employee annually.
Sustainable Buildings	Sustainable Cities and Communities 	11.1 - By 2030, ensure access for all to adequate, safe and affordable housing and basic services. 11.3 - By 2030, enhance inclusive and sustainable urbanization and capacity for participatory, integrated and sustainable human settlement planning and management in all countries. 11.7 - By 2030, provide universal access to safe, inclusive and accessible, green and public spaces, in particular for women and children, older persons and persons with disabilities.	Grow the proportion of sustainable buildings in Retail's portfolio by defining and implementing a unified system for the development of sustainable buildings and material selection criteria. By continuing to secure partnerships with government-related entities on nation-shaping integrated real estate projects that enhance urbanization. Participate in national initiatives to develop new parks and green areas, such as the Saudi green initiative.
Water Management	Clean Water and Sanitation 	6.3 - By 2030, improve water quality by reducing pollution, eliminating dumping and minimizing release of hazardous chemicals and materials, halving the proportion of untreated wastewater and substantially increasing recycling and safe reuse globally. 6.4 - By 2030, substantially increase water-use efficiency across all sectors and ensure sustainable withdrawals and supply of freshwater to address water scarcity and substantially reduce the number of people suffering from water scarcity.	By attracting talented women and men and ensuring a safe and positive working environment. By participating in community development programs that focus on raising awareness and providing educational and technical training opportunities to youth.

Focus Area	SDGs	UN SDG Targets	how We Align
Energy Efficiency	Affordable & Clean Energy 	7.2 - By 2030, increase substantially the share of renewable energy in the global. 7.3 - By 2030, double the global rate of improvement in energy efficiency.	By adapting in renewable energy sources, such as solar, and implementing energy efficiency measures across our properties. By utilizing smart building technologies, to optimize energy use and minimize waste.
Responsible Consumption	Responsible Consumption & Production 	12.2 - By 2030, achieve the sustainable management and efficient use of natural resources. 12.4 - By 2020, achieve the environmentally sound management of chemicals and all wastes throughout their life cycle, in accordance with agreed international frameworks, and significantly reduce their release to air, water and soil in order to minimize their adverse impacts on human health and the environment. 12.5 - By 2030, substantially reduce waste generation through prevention, reduction, recycling and reuse.	By efficiently using natural resources and materials through monitoring and decreasing our consumption through targeted programs to ensure using resources efficiently.
Talent Attraction and Business Growth	Decent Work and Economic Growth 	8.5 By 2030, achieve full and productive employment and decent work for all women and men, including for youth and individuals with disabilities, and equal pay for work of equal value. 8.8 - Protect labour rights and promote safe and secure working environments for all workers, including migrant workers, in particular women migrants, and those in precarious employment.	By attracting talented male and female employees, and ensuring a safe and positive working environment. By protecting labour rights and promote safe and secure working environments for all workers, including migrant workers, in particular women migrants, and those in precarious employment.
Community Access to Quality Education	SDG 4 - Quality Education  SDG 10 - Reduced Inequalities 	4.4 - By 2030, substantially increase the number of youth and adults who have relevant skills, including technical and vocational skills, for employment, decent jobs and entrepreneurship. 4.5 - By 2030, eliminate gender disparities in education and ensure equal access to all levels of education and vocational training for the vulnerable, including persons with disabilities, indigenous peoples and children in vulnerable situations. 10.2 - By 2030, empower and promote the social, economic and political inclusion of all, irrespective of age, sex, disability, race, ethnicity, origin, religion or economic or other status.	By participating in community development programs that focus on raising awareness and providing educational and technical training opportunities to youth. By Collaborating with reputable educational institutions and NGOs to facilitate educational experiences that foster creativity in real estate, including contests and workshops.



Our Environment

At Retal, we are focused on yielding positive outcomes for both the planet and our stakeholders, while concurrently driving tangible commercial value for our business. Our strategic focus spans sustainable buildings, materials sourcing, energy management, and efficient waste and water resource utilization, aimed at significantly reducing our environmental footprint.

95%

Materials sourced by local suppliers

25%

Recyclable materials used



Sustainable Materials

With the majority of our procurement budget allocated to collaborating with local small and medium enterprises, we prioritize sustainability by sourcing eco-friendly materials, reducing carbon emissions and supporting the growth of the local economy. In 2023, approximately 25% of our materials were recyclable, representing a significant stride toward our sustainability goals.



Waste Management

From construction to property maintenance, the real estate industry is a significant contributor to waste generation. We address this issue through focused waste reduction initiatives, targeting office-generated waste by reducing paper, cardboard plastic and organic waste, in addition to waste generated from the construction and development activities carried out by our subsidiary, BCC. In governing responsible environmental stewardship at Retal, we have implemented a comprehensive Environmental Management Plan and Waste Management Guidelines.



Water Conservation

We prioritize the implementation of robust water conservation strategies across our branches and offices. To achieve this, we've initiated impactful awareness campaigns, trained our employees, and integrated modern technology for efficient water consumption. Additionally, we conduct routine reviews of water bills to identify opportunities for further enhancing our conservation efforts.



Our Community

Right across the company, we recognize social responsibility not just as a corporate obligation, but part of a shared long-term vision, driven by a collective sense of duty for a better, more sustainable future for our community.

We have responded to this imperative by formulating a robust Social Responsibility Strategy, also known as the “Al Khair Strategy”, in alignment with the national criteria set by the Ministry of Human Resources and Social Development for social responsibility, which includes:



Motivation and encouragement



Partnership and governance



National planning



Awareness and capacity development



Monitoring and measurement



Guidelines and procedures

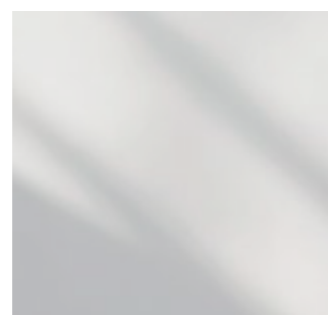
2023 CSR Initiatives



Held the Retal Creative Urban Design Competition to promote innovation and creativity, which attracted a distinguished group of architects.



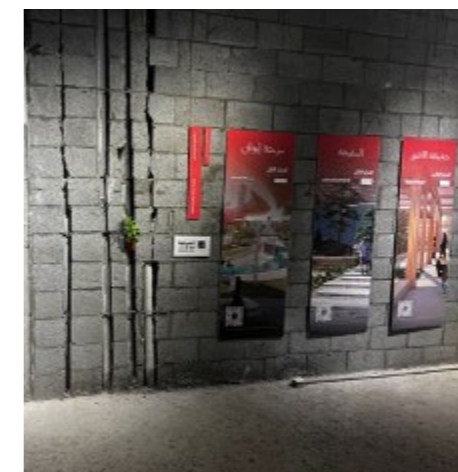
Sponsored Al-Ahsa Dates Marketing Festival with a contribution of 600,000 SAR



Sponsored the Fasting Breakfast during Ramadan.



MoU signed with Effat University, leading private non-profit institution, to foster social responsibility and advance Vision 2030 goals.



Sponsored Arch Gallery for Architecture and arts.



Participated as a jurors for the College of Architecture and Design graduation projects at the College of Engineering in Imam Abdulrahman Bin Faisal University.



Held our 2nd Retal Creative Urban Design Competition in cooperation with Jeddah Municipality and Effat University to design a public park.

Our People

We know the linchpin to our success lies at our foundation - our people. That also means our sustainability as a company hinges on our ability to continuously attract and nurture skilled professionals in an environment that fosters ongoing growth and wellbeing. In order to achieve this, we've established a comprehensive Human Capital (HC) policy that guides talent acquisition, allocation, and management within our organization. Outlined via the below pillars, our Human Capital and Administration Policy enables us to attract, retain, and develop top talent while complying with Saudi Arabian laws and promoting equal treatment, regardless of race, gender, or religion. Our commitment to creating an exceptional work environment was duly recognized in 2023, when Retal was officially honored as a 'Great Place to Work' for the second consecutive year.

35%

Percentage of female employees in 2023

71%

Saudization achieved in 2023

A Comprehensive Human Capital Strategy



Foster a positive environment, that maintains dignity and fairness by providing people-centric solutions.



Implement best-in-class recruitment practices and programs to acquire the right talent.



Promote sustainability by implementing best-in-class learning and development initiatives that are linked to performance management and succession planning.



Provide excellent HR services through a digital environment that adheres to the Service-Level Agreement, and being proactive to the needs of the organization.



Supportive and happy Working Environment

In our pursuit of open communication and continuous improvement, we initiated 'Your Voice' in 2023, a program which empowers employees to share invaluable feedback, concerns, or suggestions with the ultimate objective to further cultivate an environment of transparency and collaboration that enhances overall happiness at work. The year also saw us also approve an enhanced compensation and benefits scheme, solidifying our standing as an employer of choice committed to the holistic happiness and satisfaction of our team.

Benefits

Commitment to providing a living space or allowance to our employees.	Provision of medical care for our employees and their families.
Provision of appropriate means of transportation for our employees or transport allowances.	Employee entitlement of the full end-of-service award.
A dedicated team for enhancing our employees' learning and development.	Personal loans granted to eligible employees including government services loan, car loan and furniture loan.

Employee Learning & Development

2023 saw us achieve significant milestones in our pursuit of cultivating a flourishing working environment. With precision and foresight, we successfully launched our inaugural Succession Plan, ensuring the smooth transition of talent across the organization and promoting a sense of security and stability among our team. Recognizing the intrinsic value of each team member, we implemented an inclusive career path framework, offering growth opportunities for every position and level within the company, thereby fostering a sense of challenge and achievement by inspiring our team members to strive for excellence as they navigate their professional journey. Our commitment to employee development extends to acknowledging and nurturing our top performers through the 2023 introduction of a dual initiative: a bespoke Recognition Program and a Fast Track Program, contributing to a culture of celebration and shared success. Moreover, the year saw a number of our employees collectively accumulate a total of 2,714 training hours.



Labor & Human Rights

At Retal, we are proud of our progressive human rights policies and as part of our social responsibility prioritize upholding labor rights and championing equality and well-being for all workers, regardless of differences.

Aligned with UN Sustainable Development Goals, we've established a framework ensuring compliance with local and international human rights standards, including comprehensive occupational health and safety systems, fair compensation, and secure working conditions and equitable employment for all.

Risk Management

The urban business environment in Saudi Arabia offers numerous characteristics conducive to investment and reconstruction. Since our inception in 2012, Retal has embraced core business values, propelling us to the forefront of representing urban excellence in the Kingdom.

Adapting to evolving challenges and development opportunities, we have incorporated best practices in Risk Management, delivering tangible value to the company, and its shareholders.

Retal's risk management framework seeks to monitor and maintain risks within acceptable limits. Effective risk management should allow greater control over striking the appropriate balance between the risks that Retal is willing to accept or mitigate.



Commitment Principles

Principles of Risk Management



Inclusiveness

Risks are comprehensively managed across key business processes to ensure the accomplishment of objectives and the seizing of opportunities.



Dynamic

The risk and audit departments collaborate seamlessly by examining and managing both internal and external risks facing the company.



Referential

Risk management is a fundamental pillar supporting decision-making processes.



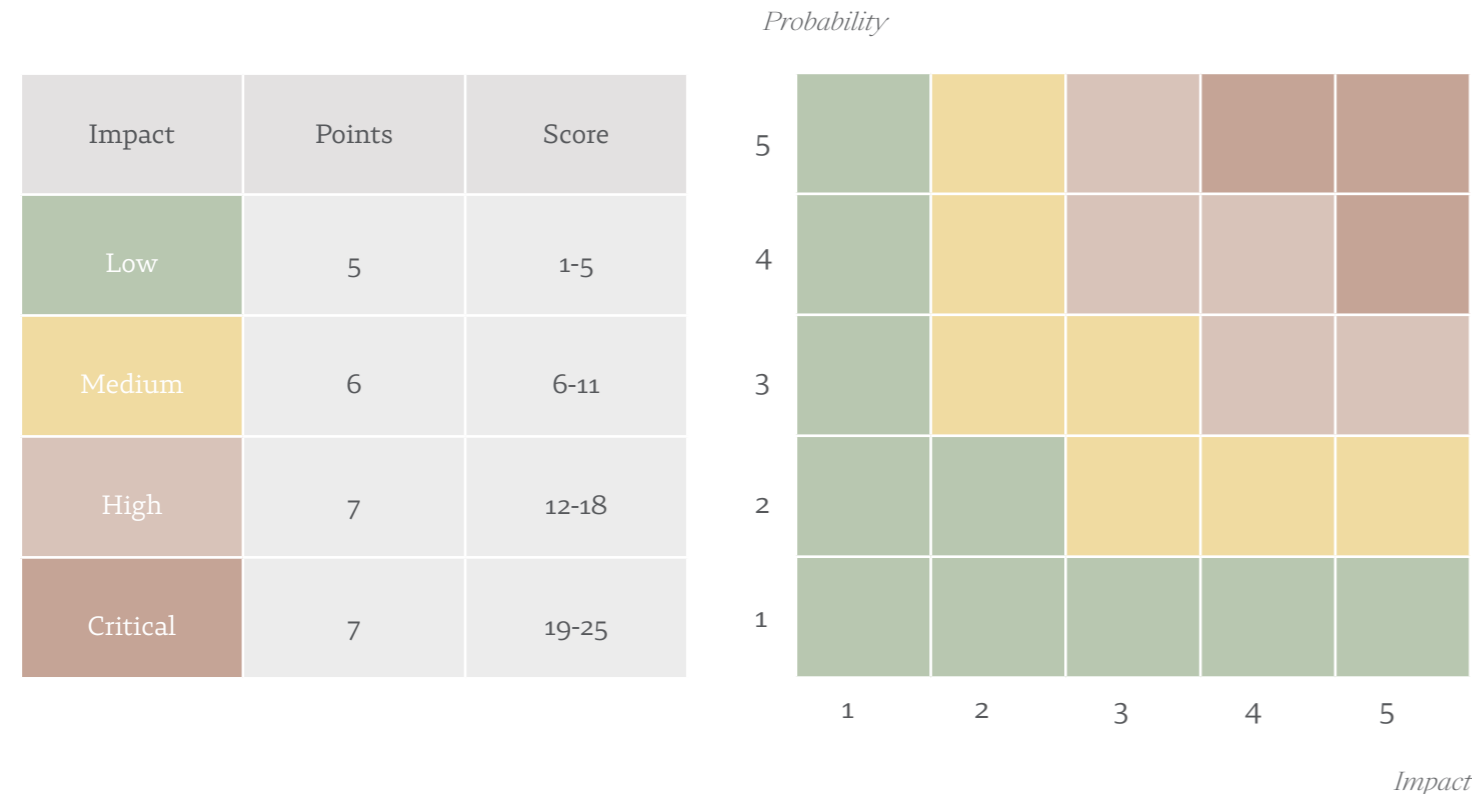
Aligned

Our policies and processes align with the latest regulations and laws in the Kingdom of Saudi Arabia, as well as the most significant international standards applicable to urban development entities.



Risk Matrix

In the initial phase of our risk management process, we utilize the risk matrix to assess the probability of each risk, as well as the magnitude of its impact in the event of occurrence.



Measurement of Impact and Probability

Criterion for determining probability

Probability	Expected Frequency	Likelihood Ratio
Almost Certain	at least once within 1 month	90%+
Strong Probability	At least once within 3 months	66% - 89%
Possible	At least once within 6 months	31% - 65%
Improbable	At least once within a year	11% - 30%
Rare	Exceptional Circumstances	10%-

The asset impairment methodology was used to calculate the financial impact, the business interruption methodology was used to assess the operational impact, the Company's reputation timeframe was used to assess the reputational impact, and the degree of compliance was used to assess the regulatory impact

Impact	Financial Impact	Operational Impact	Reputational Impact	Regulatory Impact
5 Critical	A loss of over 5% (SAR 36 million) of total assets	Inability to resume operational activities at the Company level (discontinuation of operations) Inability to achieve strategic goals	Garnering a long-lasting negative reputation which could lead to a loss of trust, thus materially impacting the Company	Non-compliance with/ violation of legal/regulatory requirements which could lead to suspension, exposure to major lawsuits, or the imposition of large fines by the regulatory authorities (fines are measured by the financial impact)
4 Material	A loss of 3% - 6% (SAR 21 million - 36 million) of total assets	A significant impact on the Company's operations (a temporary interruption of the Company's business activities) Inability to achieve a main strategic goal	Garnering a long-lasting negative reputation which could lead to a loss of trust / a decline in reputation among the Company's various stakeholders	Non-compliance with/violation of legal/regulatory requirements which could lead to lawsuits, or the imposition of fines by the regulatory authorities (fines are measured by the financial impact)
3 Medium	A loss of 1% - 3% (SAR 7 million - 12 million) of total assets	A hinderance to the Company's operational activities	Garnering a negative reputation which could lead to a loss of trust / a decline in reputation among a limited section of the Company's stakeholders	Non-compliance with/ violation of legal/regulatory requirements which could lead to warnings or imposition of fines by the regulatory authorities (fines are measured by the financial impact)
2 Low	A loss of 0.5% - 1% (SAR 3 million - 7 million) of total assets	A slight impact on the Company's operational activities	Garnering a negative reputation which could lead to a loss of trust / a decline in reputation with one of the Company's stakeholders	Non-compliance with/ violation of legal/regulatory requirements which could lead to just a warning or follow-up actions by the regulatory authorities (fines are measured by the financial impact)
1 Very Low	A loss of less than 0.5% (SAR 3 million) of total assets	Limited Impact	Limited Impact	Limited Impact

Strategic Risks

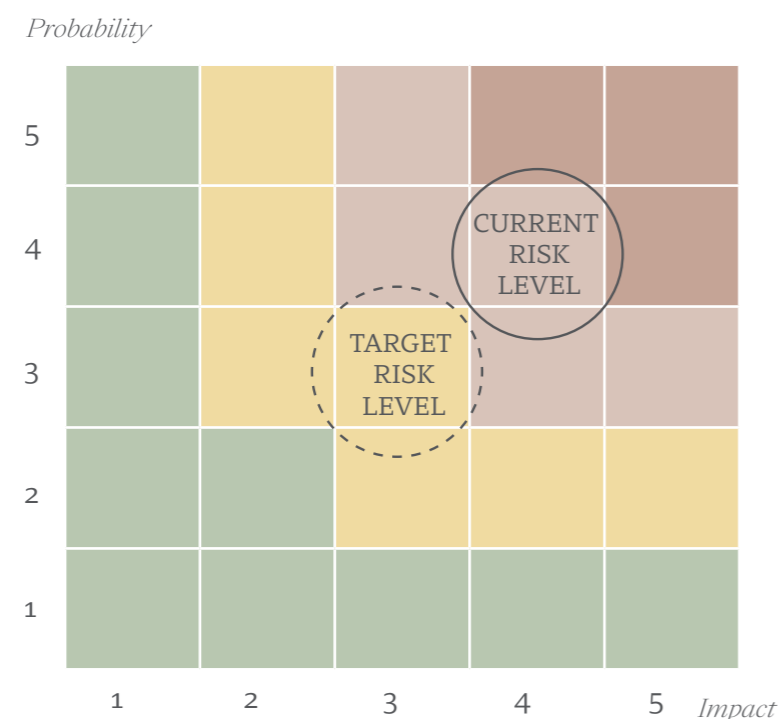
Strategic risks involve the potential impact of evolving market conditions on company performance, competitor incomes, and the company's capacity to respond, enhance, and adapt.

These risks are categorized as future events with the potential to influence the company's strategic goals, whether positively or negatively.

Primary Strategic Risk
The risk of increased competition in Saudi Arabia through the entry of new competitors in the Kingdom, as well as risks associated with changes in the labor market and the external environment.

Our Response:

- Incorporating the role of the board of directors and committees in defining the strategic direction of future projects.
- Periodic evaluation of business plans, project expansion methods, and refining of the overall strategic approach.
- Conducting market studies in periodic form.
- Active monitoring of market trends
- Continuous enhancement and development of customer experiences in all types of clients, including companies, individuals, and government agencies.
- Implementing innovative initiatives to build competitive advantages.
- Building partnerships locally, regionally, and internationally, thereby enhancing market share and supporting geographical expansion.
- Embracing resilience and crisis preparedness principles to minimize the impact on the company's investors or stakeholders in the face of unforeseen circumstances (pending approval).



Financial Risks

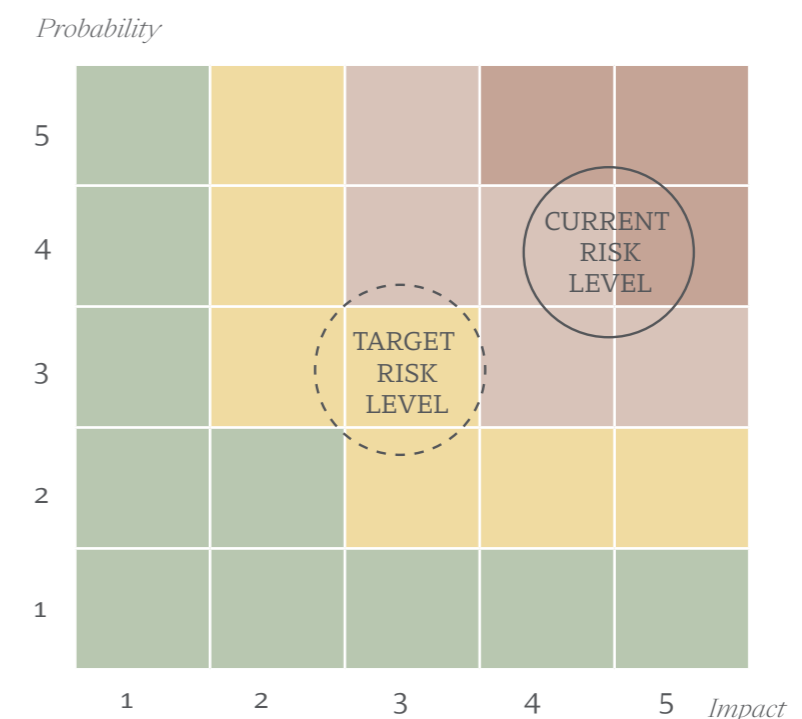
Financial risks pertain to factors that may impact the company's fiscal performance, credit risk, liquidity risk, currency risk, and interest rate risk.

These risks are classified as future events with the potential to influence the company's strategic objectives, with outcomes ranging from positive to negative.

Primary Strategic Risk
The company faces cash flow pressures due to project delays, including delayed receipt of land affecting project initiation timelines. Risks also include potential impacts from rising interest and SIBOR rates on financial results, as well as fluctuations in development prices and costs affecting project profitability and overall financial performance.

Our Response:

- Adherence to Board-approved debt levels.
- Adhering to the delegation of authority for financial control.
- Conducting field examinations to monitor land conditions and government services.
- Restructuring high-interest loans, and replacement of low-interest loans
- Referring to historical project costs to visualize anticipated expenses.
- Preparing precise financial plans to monitor the company's cash flows and manage working capital efficiently and effectively.
- Proactively investing in financial planning and improving the performance of departments, projects, and overseeing strategic transformation initiatives within the company.
- Improving adherence to internally approved quality standards within the company, as well as aligning with external standards set by relevant organizations to facilitate effective financial planning for projects, thereby supporting expansion into new projects while considering the progress of ongoing initiatives and investing in areas of improvement.
- Strengthening collaboration with financial institutions to mitigate interest rate impact.



Operational Risks

The effect of pivotal factors influencing core business operations, the ability to execute and complete projects, and the company's resilience to these factors.

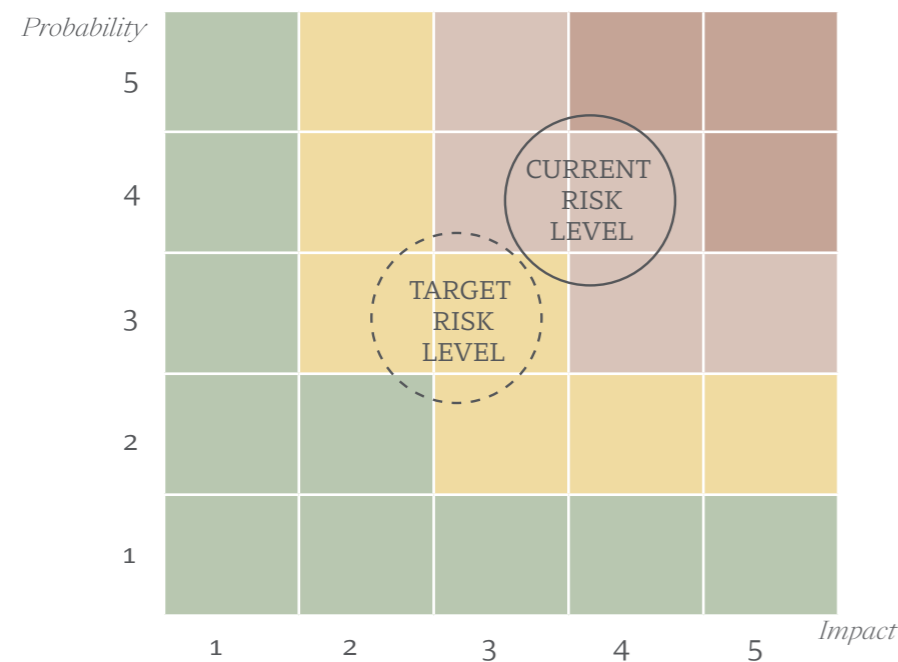
These factors, delineated as forthcoming occurrences, possess the potential to exert either a positive or negative influence on the crucial operations within the company's value chain. This includes project performance risks, supply chain risks, IT risks, cyber security, safety risks, talent and head management risks, and human resources. Among the most critical operational risks is the risk of delays in project schedules due to workflow connectivity.

Primary Operational Risk

Potential delays in project schedules, supply chain disruptions, cybersecurity threats, data theft risks, security and safety concerns, and talent management.

Our Response:

- Incorporating the board of directors' and committees' role in project monitoring and internal supervision.
- Establishing the Organization Excellence Department under the operation sector, supervised by its Chief Operating Officer.
- Utilizing the latest technical systems for comprehensive project management.
- Adequate preparation and planning of project budgets.
- Adhering to Health and Safety standards in the work environment, in alignment with regulatory guidelines.
- Updating supply chain policies in accordance with domestic procedures, and taking proactive steps regarding domestic and international risks that can affect them.
- Adopting the ISO27001/IEC standard for information security
- Enhancing information and data management systems infrastructure.
- Periodic review of internal policies, ensuring its alignment with operational business requirements, and reporting procedure to the BOD.
- Digital integration of information-management technologies across all facets of business processes (digital transformation).
- Aligning business processes among information systems, platforms, and policies according to the delegation of authority matrix to ensure information protection.
- Elevating the expertise and skills within the company through continuous training and human capital development.
- Investing in Enterprise-level planning, to streamline project flow according to the approved plans within Development and other relevant departments.



Governance and Compliance Risks

Risks that could lead to alterations in governance and compliance procedures and their related consequences including reputation risks and non-compliance risks.

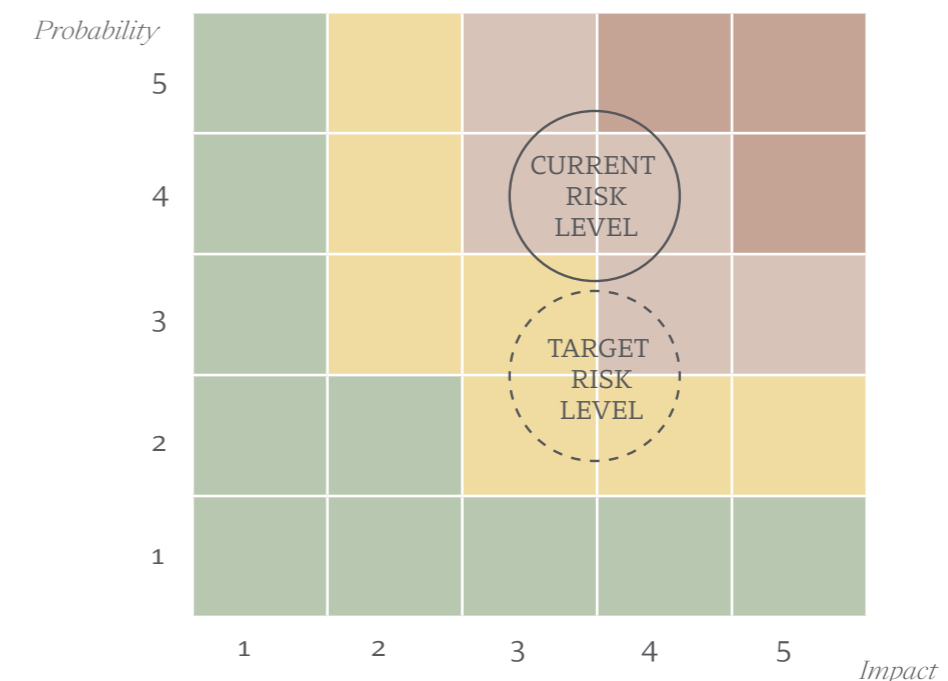
The ramifications of these changes can manifest as either positive or negative impacts. Categorized into external regulatory compliance, legal requirements, listing regulations, and internal regulations and policies, these factors shape the primary governance and compliance risks.

Primary Governance & Compliance Risks

At the forefront of our considerations lies the risk of inadvertent violations of laws and regulations stipulated by the regulatory authorities. Additionally, the possibility of changes in internal processes and policies being subject to the evolving landscape of regulations and directives from the regulatory authorities to which the company is affiliated with.

Our Response:

- Incorporating of Board of directors' and committees' roles in internal audits and assessments.
- Compliance to internal policies, authority matrices, governance, and compliance policies across all business processes.
- Compliance with regulations issued by the relevant regulatory authorities.
- Implementation of the three-line model for internal operations.
- Establishment of periodic review plans to ensure alignment with internal policies and regulations.
- Strategic development of plans to expand resources for enhanced compliance.
- Raising awareness levels within the organization to enhance company performance.
- Periodic review of the changes to the policies and procedures of the capital markets authority and the governmental sector.
- Initiation of projects for internal and external compliance indicator.
- Building internal and external compliance indicators.



Corporate Governance

Retal is fully committed to the principles of good governance, and the Board of Directors has developed a comprehensive framework of systems and policies that comply with the provisions of the Capital Market Authority (CMA). These encompass rules, regulations and standards that govern the management of the Company, safeguard the rights of our shareholders, and prioritize the interests of its customers, suppliers, employees, and other Company stakeholders. The Company has obtained approval of these policies from both the Board of Directors and the General Assembly.

Corporate Governance Compliance

The Company adheres to and implements all provisions contained in the corporate governance regulations issued by the Capital Market Authority (CMA), with the following exceptions.

#	Article number	Paragraph number	Article text/paragraph	Reasons for non-application
1	67	All	Composition of the Risk Management Committee	Guiding Article
2	68	All	Competencies of the Risk Management Committee	Guiding Article
3	69	All	Meetings of the Risk Management Committee	Guiding Article
4	82	All	Employee Incentives	Guiding Article
5	92	All	Formation of a Corporate Governance Committee	Guiding Article



Board of *Directors*



Abdullab Al Fozan
Chairman (Non-executive)



Ali Al Fozan
Vice Chairman (Non-Executive)



Fozan Al Fozan
Member (Non-Executive)



Abdul Rahman Al-Wabel
Member (Independent)



Hani Othman BaOthman
Member (Independent)



Majed Al Nefai
Member (Independent)



Faded Al-Mojil
Member (Non-Executive)



Abdul Rahman Al Jalal
Member (Non-Executive)



Abdullab Al-Braikan
Member (Executive)



Husam Al Kaf
Secretary of the Board of Directors & Committees

Executive Management

Retal Company



Abdullab Al Braikan
Chief Executive Officer (CEO)



Ammar Al Ghoul
Chief Financial Officer (CFO)



Mostafa Tawfik
Chief Development Officer (CDO)



Youssef Al Hamoudi
Chief Operations Officer (COO)



Mobammed Al Assiri
General Manager of Western
Province



Ahmed Al Askar
Riyadh Regional Head



Kamiran Dakouri
Legal Department Director



Mabmoud Shamseldin
Internal Audit Management Director



Asim Baras
Risk, Governance & Compliance Director



Mobammed Al Dossary
Head of Investor Relations

Subsidiaries



Omar Al Jalal
CEO of Development and Construction
Company Limited



Ibrahim Khairat
GM of Tadbeir Limited Company
GM of Tadbeir Environmental
Services Company



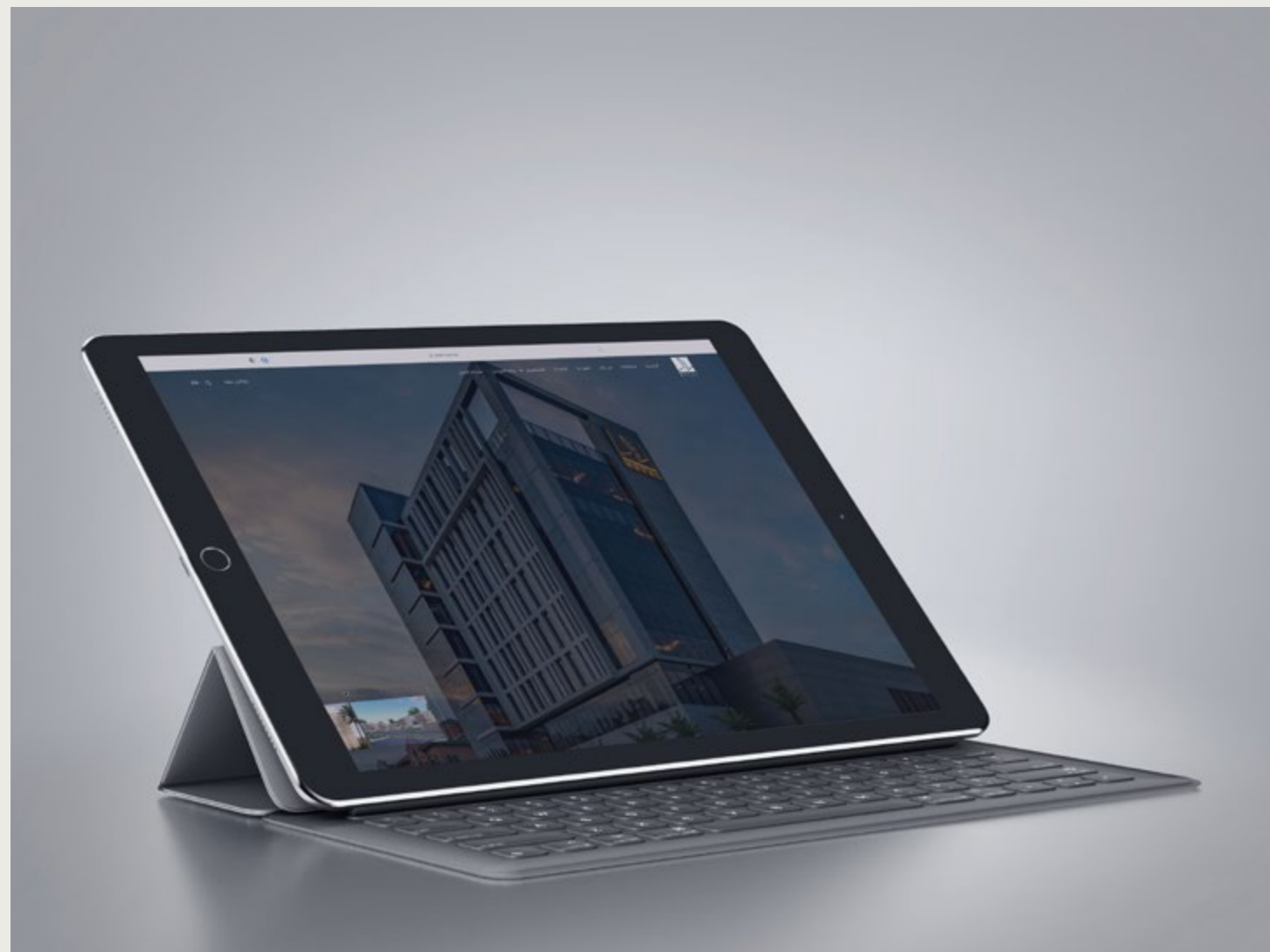
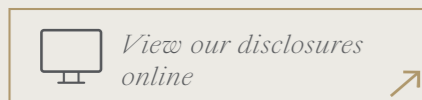
Abdulwahab Al Shuredah
GM of Tadbeir Real Estate Company



Kbalid Al Dossary
CEO of Nesaj Urban
Development Company

Disclosures & Announcements

The Company regularly communicates important information, material developments, and financial statements through announcements and disclosures on the Saudi Stock Exchange (Tadawul), in accordance with provisions governing disclosure, transparency, and accessibility to shareholders, investors and other concerned parties.



Retal and *its Subsidiaries*

Subsidiary Information

Name of Subsidiary	Share Capital	Company Ownership	Primary Activity	Company of Incorporation & Headquarters
Nesaj Real Estate Company	10,000,000	100%	Construction/Real Estate activities	Al Khobar - Kingdom of Saudi Arabia
Tadbeir Real Estate Company	250,000	100%	Facilities' management/Real Estate activities	Al Khobar - Kingdom of Saudi Arabia
Building Construction Company Limited	5,000,000	80%	Construction	Al Khobar - Kingdom of Saudi Arabia
Tadbeir Company Limited	5,000,000	100%	Facilities' management	Al Khobar - Kingdom of Saudi Arabia
Tadbeir Environmental Services Company	50,000	100%	Water, sanitation, waste management and treatment	Al Khobar - Kingdom of Saudi Arabia

Shareholders *and Investors*

Investor Relations

Retal's governance policy ensures and safeguards the rights of shareholders and investors, promotes effective communication and dialogue with them, and complies with rules and regulations defined by relevant authorities.

Activities

Throughout the entirety of 2023, Retal directed its efforts towards the enhancement of its Investor Relations (IR) program, diligently introducing new avenues of communication. The year saw the Company develop its investor relations function by leveraging state-of-the-art technology to effectively communicate its business results. Its inaugural Earnings Release was published in the subsequent quarter, further underscoring Retal's commitment to delivering comprehensive view of its financial and operational information. In tandem with the introduction of the Company's Earnings Release, Retal initiated its inaugural mailshot—an email providing a concise overview of performance along with links to access the earnings release.

These initiatives complemented the ongoing communication efforts with research analysts and key investors through a series of targeted telephone calls and participation in several forums in Riyadh, Dubai and London. Shareholders were likewise updated about the company's performance and advancements through interviews conducted with Retal's Chief Executive and Chief Financial Officers.

Plans

The Investor Relations plan for 2024 is strategically centered on both analyzing its effectiveness and identifying potential areas for improvement through comprehensive surveys and the strategic leverage of technology. The year will also see Retal open up more lines of information and communication sharing between the Company, its research analysts, and its investors and shareholders. This includes



the introduction of new communication channels and forums specifically designed to elevate the quality and frequency of disclosures, thereby advancing transparency and accountability.

- Investor perception audits to assess IR effectiveness
- Integrate analytics into quarterly mailshots for impact and engagement assessments
- Meetings with key investors after quarterly financial results
- C-Suite media interviews on business and financial programs
- Regular meetings between senior management and financial analysts
- Attendance and participation at international investment conferences and events
- Investor visits to ongoing project sites

Shareholder Registry Requests

#	Date of Request	Type and Reason of Request
1	18/10/2023	Corporate procedures
2	17/10/2023	Corporate procedures
3	17/10/2023	Corporate procedures
4	4/10/2023	Corporate procedures
5	2/8/2023	Corporate procedures
6	10/7/2023	General Assembly
7	6/6/2023	General Assembly
8	24/05/2023	Corporate procedures
9	30/04/2023	General Assembly
10	6/4/2023	Corporate procedures
11	19/03/2023	Corporate procedures
12	16/02/2023	Corporate procedures
13	19/01/2023	Corporate procedures

Retal | Investors by Type

Category	Shares	%	Number of Investors
Institutions	415,677,795	83.14%	157
Individuals	84,322,205	16.86%	39,089
Total	500,000,000	100%	39,246

Retal | Investors by Nationality

Category	Shares	%	Number of Investors
Saudi Investors	488,237,405	97.65%	37,146
Other Nationalities	11,762,595	2.35%	2100
Total	500,000,000	100%	39,246

Board Members' *Interests*

The following tables provide a comprehensive overview of the description of interests, contractually based securities, and subscription rights held by Board Members and their relatives in the shares or debt instruments of the issuer or any of its subsidiaries, together with any modifications to these interests or rights during the last fiscal year.

Company Ownership

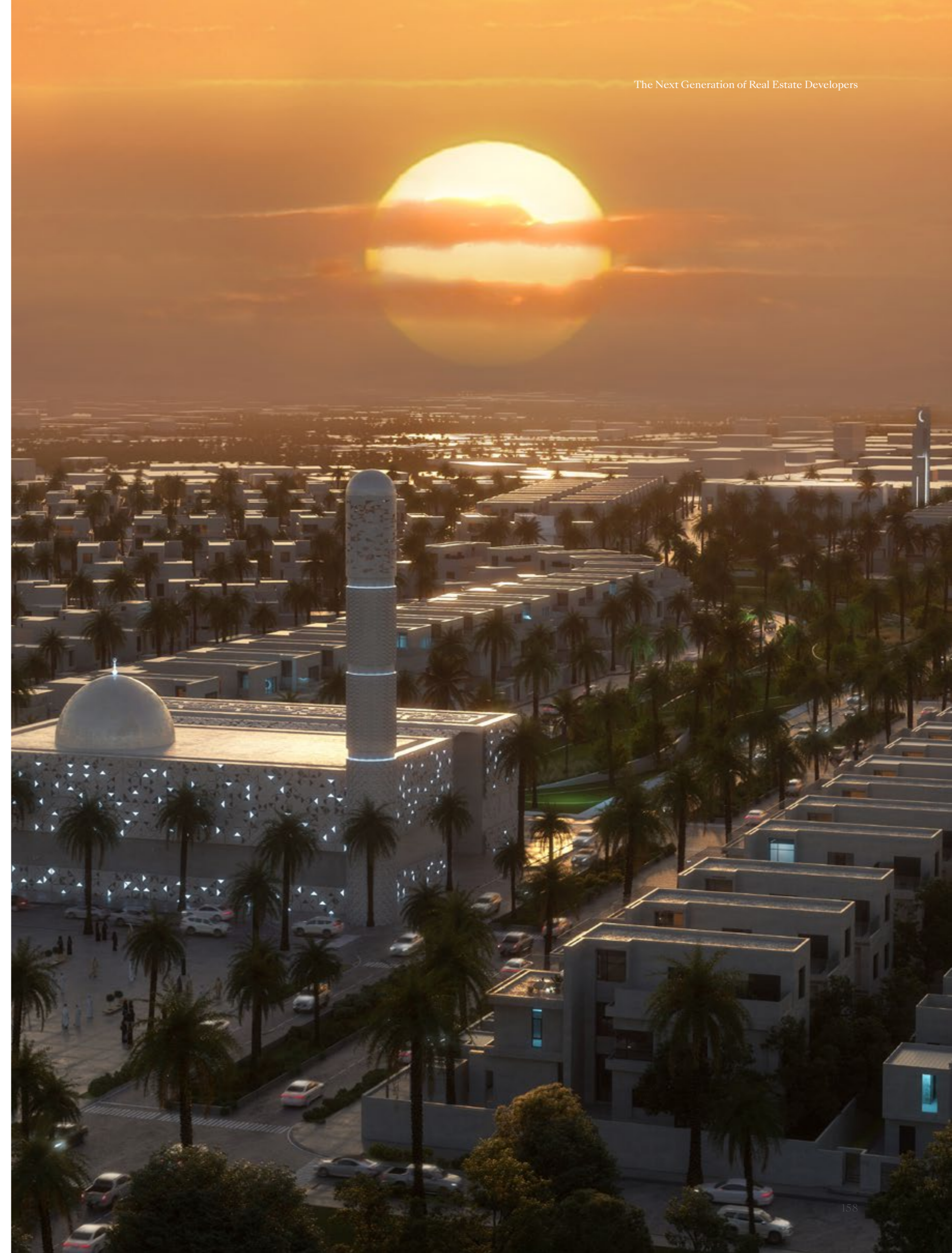
Interested party	Shares at the beginning of the year	Shares after stock split SAR 10-SAR 1	Shares after capital increase	Shares at the end of the year	Net change	Change (%)
Al Fozan Holding*	26,250,000	262,500,000	328,125,000	264,881,250	2,381,250	0.91%
Mr. Abdullah bin Faisal Al- Braikan	1,400,000	14,000,000	17,500,000	17,850,000	3,850,000	27.50%
Saham Holding Company	87,500	875,000	1,093,750	16,625,000	15,750,000	1800%
Athman Holding Company	87,500	875,000	1,093,750	24,950,000	24,057,000	2751%
Gheras Holding Company	87,500	875,000	1,093,750	24,950,000	24,057,000	2751%
Maali Al Khaleej Trading Company	87,500	875,000	1,093,750	1,093,750	218,750	25%
Ms. Noura Ali Abdul Latif Al- Fozan	1,673	16,730	20,912	20,912	4,182	25%
Mr. Meshal Abdulrahman Ibrahim Al Jalal	-	-	-	1,395	1,395	100%

* On November 15, 2023, a total of 63,343,750 shares of Al-Fozan Holding Company were sold through special deals.

Ownership of Subsidiary: Building Construction Company, Ltd.

Interested party	Shares at the beginning of the year	Shares at the end of the year	Net change	Change (%)*
Mr. Abdulrahman Ibrahim Al Jalal (Member of the Board for Retail Urban Development Company)	-	500	500	100%
Mr. Omar Ibrahim AlJalal (Chief Executive Officer of Building Construction Company Ltd.)	-	500	500	100%

* According to the Article of Association: The total shares of BCC Limited are equal to five thousand shares.



Dividend Policy

Retal's policy and procedures related to announcing profits, distributing them, and determining the timeframe for their payment are defined by the Company's Dividend Policy as described below.

Statutory reserve

The statutory reserve is formed by allocating 10% of the company's net profits to the Company to cover any potential losses or bolster its capital. The Ordinary General Assembly has the authority to cease allocating this percentage of the profits when the statutory reserve reaches 30% of paid-up capital.

Agreement reserve

The Ordinary General Assembly, upon a proposal by the Board of Directors, may set aside a percentage not exceeding 10% of net profits to form an agreement reserve. Based on recommendations from the Board, it can decide to disburse these funds for the benefit of the Company, or its shareholders. Additionally, The Ordinary General Assembly may utilize retained earnings to cover the outstanding balance of the share value, or a portion thereof, provided this does not compromise the rights of the company's shareholders.

Distribution and payment of profits

In general, the Company distributes dividends to shareholders in proportion to its income, financial position, cash flows, market conditions and the general economic climate. Its distribution is also influenced by the company's expansion plans, investment strategies, and cash requirements. Profits can be distributed on an annual, semi-annual, or quarterly basis. The request to distribute dividends is initiated through a proposal put forth by the Board of Directors and requires approval from the Ordinary General Assembly, with the Board being potentially authorized to grant permission, as outlined below.

Procedures for payment of profits

- Allocate 10% of net profits to form a statutory reserve, until this reserve reaches 30% of paid-up capital
- Allocate a percentage not exceeding 10% of net profits to form an agreement reserve for specific purposes
- Distribute the remaining amount to shareholders, ensuring a minimum of 5% of paid-up capital
- Provide Board Members with an annual bonus in compliance with the Company's law

Dividend data

Dividend data for the fiscal year through December 31, 2023.

Time Period	Dividend earnings per share	Announcement date	Eligibility date	Distribution date	Distribution method
First half of 2022	SAR 2.0	October 12, 2022	September 29, 2022	August 9, 2022	Account transfer
Second half of 2022	SAR 3.0	May 11, 2023	May 2, 2023	March 1, 2023	Account transfer
First half of 2023	SAR 0.16	August 1, 2023	September 28, 2023	October 10, 2023	Account transfer
Second half of 2023	SAR 0.16	February 2, 2024	May 5, 2024	May 16, 2024	Account transfer

Total distribution in the fiscal year 2023: 32 Halala per share, representing 32% of the nominal share value

Debt instruments, contractual securities, subscription rights and compensation

There are no transferable debt instruments, contractual securities, subscription rights notes or similar rights issued or granted by the Company during the fiscal year 2023, and there is no compensation obtained by the Company.

Dividend Waiver

There is no arrangement or agreement whereby the Company's shareholder waives any rights to dividends during the financial year ending in the year ending 13 December 2023G.

Conversion and subscription rights

#	Type	Before	After	Extraordinary Assembly
1	1 for 10 Stock Split (No change in share capital)	400,000,000 shares	40,000,000 shares	May 2, 2023
2	Capital Increase	SAR 400,000,000	SAR 500,000,000	July 20, 2023

The amounts due from the sale of fractional shares resulting from the company's capital increase were deposited in the accounts of the eligible shareholders on August 14, 2023, where the total number of fractional shares reached 11,499 shares, and the sale of fractional shares was completed for an amount equal to SAR 104,180.94 at SAR 9.06 per share.

Board of Directors and Committees

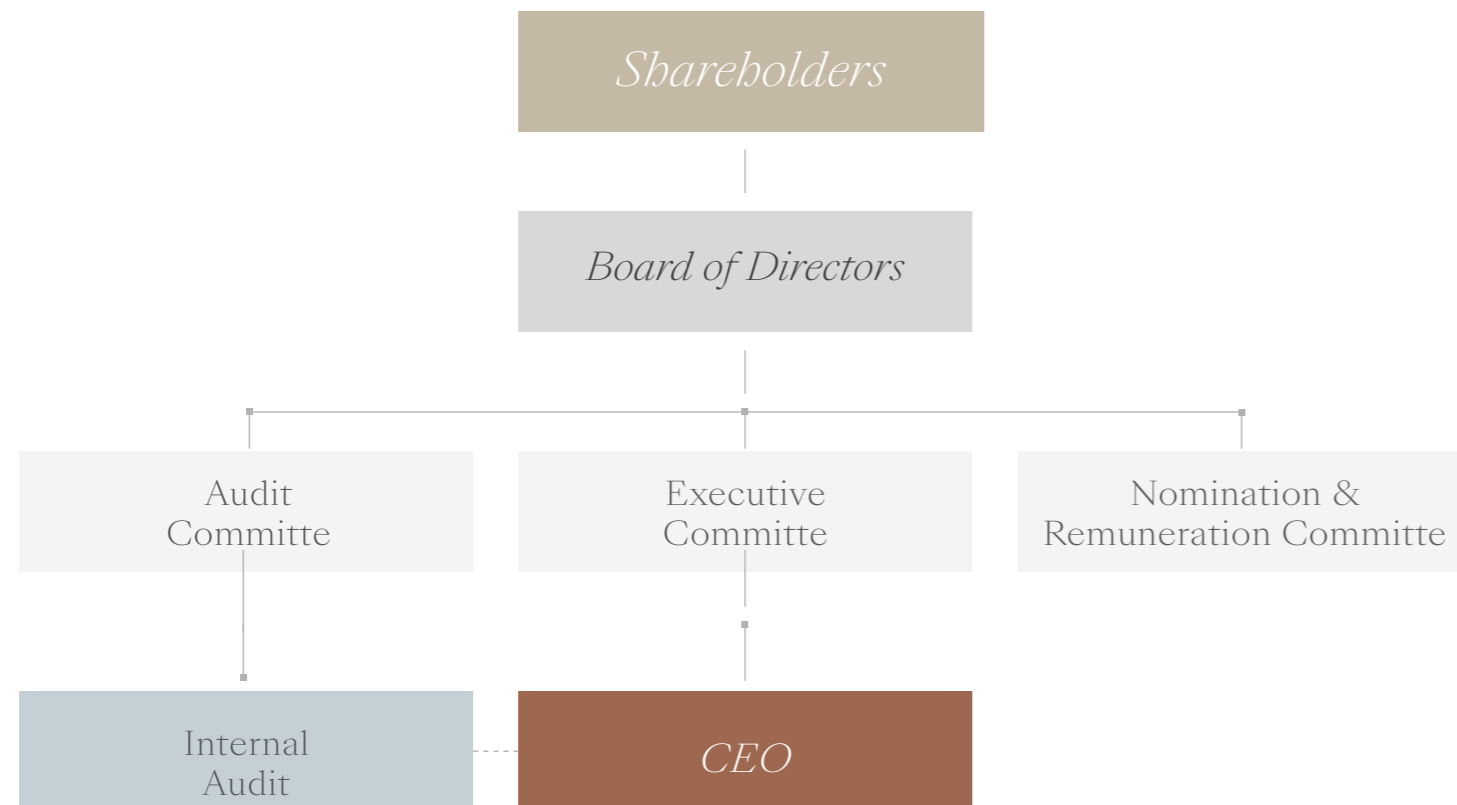
Responsibilities of the Board of Directors

The Board of Directors is responsible for guaranteeing the application of governance laws to guarantee the rights of employees, shareholders, investors and other stakeholders by ensuring integrity, accuracy, adherence to best practices, and the adoption of the most effective control and compliance laws.

Governance Implementation Rate

The governance implementation rate for the year 2023AD is 95%.

Corporate Governance Structure



General Assemblies

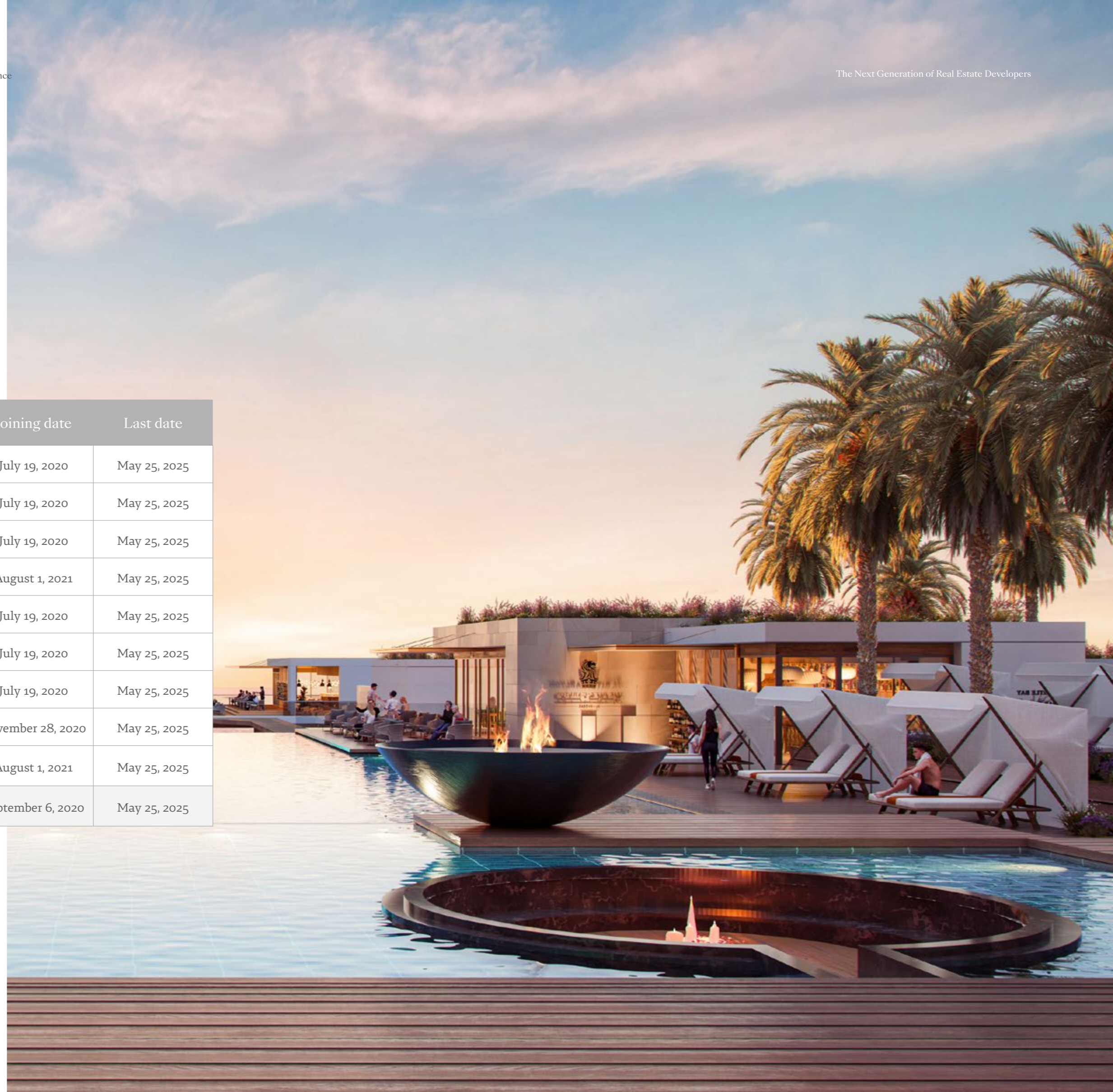
A total of three General Assembly meetings were held during the fiscal year ended on December 31, 2023 with attendance by Board Members as dated and detailed below.

Board Member	Extraordinary General Assembly	Ordinary General Assembly	Ordinary General Assembly
	May 2, 2023	June 22, 2023	July 20, 2023
Abdullah Abdullatif Al Fozan	✓	✓	✓
Ali Abdullatif Al Fozan	✓	-	✓
Abdulrahman Ibrahim Al Jalal	✓	✓	✓
Abdulrahman Abdullah Al Wabel	✓	✓	✓
Abdullah Faisal Al Braikan	✓	✓	✓
Fahad Abdulrhman Al Mojel	-	✓	✓
Fozan Mohammed Al Fozan	✓	✓	✓
Majed Aedh Al Nefae	✓	✓	✓
Hani Othman Ba Othman	-	-	✓

Board of Directors

Composition and Tenure

#	Name	Position	Joining date	Last date
1	Abdullah Abdullatif Al Fozan	Chairman (Non-executive)	July 19, 2020	May 25, 2025
2	Ali Abdullatif Al Fozan	Vice Chairman (Non-executive)	July 19, 2020	May 25, 2025
3	Abdulrahman Ibrahim Al Jalal	Board Member (Non-executive)	July 19, 2020	May 25, 2025
4	Abdulrahman Abdullah Al Wabel	Board Member (Independent)	August 1, 2021	May 25, 2025
5	Abdullah Faisal Al Braikan	Board Member (Executive)	July 19, 2020	May 25, 2025
6	Fahad Abdulrhman Al Mojel	Board Member (Non-executive)	July 19, 2020	May 25, 2025
7	Fozan Mohammed Al Fozan	Board Member (Non-executive)	July 19, 2020	May 25, 2025
8	Majed Aedh Al Nefae	Board Member (Independent)	November 28, 2020	May 25, 2025
9	Hani Othman BaOthman Ba Othman	Board Member (Independent)	August 1, 2021	May 25, 2025
	Husam Mohammed Al Kaf	Secretary of the Board and Committees	September 6, 2020	May 25, 2025



Responsibilities of the Board of Directors

Responsibilities

- The Board of Directors, as the representative body of all shareholders, is obligated to exercise due care and loyalty in the management of the company, with the overarching goal of preserving its interests, fostering its development, and maximizing its value.
- The responsibility for the functioning of the Company lies with its Board of Directors, even when it delegates certain competencies to committees, bodies, or individuals. It is imperative that the Board of Directors refrain from issuing general or indefinite authorizations in any circumstance.
- Within the scope of its authority, the Board of Directors may grant authorization to one or more of its members, committees, or other entities to carry out specific tasks or duties,
- The Board of Directors is mandated to organize its activities effectively and allocate adequate time to fulfill the tasks and responsibilities entrusted to it. This includes preparation for Board and committee meetings, as well as ensuring proper coordination, documentation, and maintenance of meeting minutes.
- An annual assessment shall be conducted by the Board of Directors to evaluate the degree to which the independence of independent Board members has been upheld and ensure that no relationships or circumstances exist, or may arise, which could compromise the independence of any Board member.

Functions

Within the framework of the authorities prescribed for the General Assembly in the Companies Law and its executive regulations, as well as the Company's Articles of Association, the Board of Directors holds the broadest powers in managing the company and directing its affairs to achieve its objectives. The duties and competencies of the Board of Directors include:

1. Formulating plans, policies, strategies, and primary objectives of the company, overseeing their implementation, and periodically reviewing them, ensuring the availability of necessary human and financial resources for their achievement. This encompasses:
 - Developing, reviewing and directing the comprehensive strategy of the Company, its business plans and its risk management policies and procedures,.
 - Determining the optimal capital structure of the company, its financial strategies, objectives, and approving various types of budgets.
 - Supervising the major capital expenditures of the Company, as well as the acquisition and disposal of assets.
 - Establishing performance goals, monitoring implementation, and overall performance in the company.
 - Periodically reviewing the organizational and functional structures within the Company for approval.
 - Ensuring the availability of necessary human and financial resources to achieve the Company's objectives and major plans..
2. Developing systems and controls for internal oversight and general supervision, including:
 - Developing a written policy for addressing actual and potential conflicts of interest for members of the Board of Directors, executive management, and shareholders. This includes misuse of Company assets and facilities, and

misconduct resulting from dealings with related parties.

- Ensuring the integrity of financial and accounting systems, including systems related to the preparation of financial reports.
 - Ensuring the implementation of appropriate control systems for leadership and risk management by outlining a general perspective on the risks facing the Company, establishing a corporate risk management culture, and transparently communicating it with stakeholders and relevant parties associated with the Company.
 - Conducting an annual review of the effectiveness of internal control procedures in the Company.
 - Preparing clear and specific policies, standards, and procedures for membership in the Board of Directors and putting them into effect after their approval by the General Assembly.
 - Developing written policies that regulate the relationship with stakeholders in accordance with the provisions of these Regulations.
 - Developing policies and procedures that ensure the Company's compliance with laws and regulations and its commitment to disclose material information to shareholders and stakeholders. Additionally, verifying the compliance of the executive management with these policies and procedures.
 - Supervising the Company's financial management, cash flows, and financial and credit relations with others.
3. Propose to the Extraordinary General Assembly what it deems appropriate regarding:
 - Increase or decrease the Company's capital.
 - Dissolution of the Company before the period specified in the Company's articles of association or the determination of its continuation.
 4. Propose to the Ordinary General Assembly what it deems appropriate regarding the following:
 - Using the Company's contractual reserve if formed by the non-ordinary general assembly and not allocating it for a specific purpose.
 - Formation of additional reserves or financial provisions for the Company.
 - The method of distributing the Company's net profits.
 - Prepare the Company's interim and annual financial statements and approve them before publication.
 - Prepare and approve the report of the Board of Directors before its publication.
 - Ensure the accuracy and integrity of the data and information to be disclosed in accordance with the applicable disclosure and transparency policies and systems.
 - Establishing effective communication channels that allow shareholders to be informed on a continuous and periodic basis about the various aspects of the Company's activities and any material developments.
 - Forming specialized committees emanating from it by decisions specifying the duration of the committee, its powers and responsibilities, and how the Council controls it. This includes the nomination of members, determining their tasks, rights, and duties, and evaluating the performance and work of these committees and their members.
 - Determine the types of remuneration granted to the Company's employees, such as fixed bonuses, performance-related bonuses, and bonuses in the form of shares, in a manner that does not conflict with the regulatory controls and procedures issued in implementation of the Companies Law for listed Saudi joint stock companies
 - Setting the values and standards that govern the work in the Company.

Board Members' Profiles



Mr. Abdullah Abdullatif Al Fozan

Chairman of the Board of Directors (Non-executive)
Chairman of Executive Committee

Qualification

Bachelor of Accounting from King Saud University in Riyadh, 1989.

Experience

Brings more than 30 years of experience in economics and business administration.

Previous Executive Positions

- Manager of Ascend Advanced Healthcare Solutions Company (Limited Liability Company).
- Manager of Arabian View Trading Company Limited (Limited Liability Company).

Current Executive Positions

- Manager of Khobar Lakes Real Estate Development Company (Limited Liability Company).
- Manager of Shomoul Commercial Complex Company (Limited Liability Company).
- Manager of Azdan Al Sharq Trading Company Limited (Limited Liability Company).
- Manager of Atheel Holding Company (Limited Liability Company).
- Manager of Atheel Arabia Services Company (Limited Liability Company).
- Manager of Safinat Arabia Contracting Company (Limited Liability Company).
- Manager of Autism Educational Endowment Services Company (Limited Liability Company).
- Manager of Gulf Elixir Contracting Company (Limited Liability Company).
- Manager of Al Fozan Investment Company Limited (Limited Liability Company).
- Manager of Masarat Investment Company (Limited Liability Company).
- Manager of Sumou Arabia Trading Company Limited (Limited Liability Company).

Current Memberships

- Chairman of Retal Urban Development Company (Listed Joint Stock Company).
- Chairman of Executive Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Chairman of Bawan Holding Company (Listed Joint Stock Company).
- Chairman of Al Fozan Holding Company (Closed Joint Stock Company).
- Chairman of Dhahran International Exhibitions Company (Closed Joint Stock Company).
- Vice Chairman of Saudi Tharwa Company (Closed Joint Stock Company).
- Managing Director of Abdullatif and Mohammed Al Fozan Holding Company (Closed Joint Stock Company).
- Managing Director of Maali Holding Company (Closed Joint Stock Company).
- Managing Director of Ajwad Holding Company (Closed Joint Stock Company).
- Managing Director of Al Maali Holding Company (Closed Joint Stock Company).
- Managing Director of Zawaya Holding Company (Closed Joint Stock Company).
- Enterprises (affiliated with the Ministry of Commerce).
- Chairman of Rafah Gulf Company Limited (Limited Liability Company).
- Chairman of Maali Al Khaleej Trading Company (Limited Liability Company).
- Chairman of Ajdan Real Estate Development Company (Limited Liability Company).
- Chairman of Remal Alkhobar Real Estate Company (Limited Liability Company).
- Chairman of Midad Holding Company (Limited Liability Company).
- Vice Chairman of Shomoul Holding Company (Limited Liability Company).
- Board Member of Supply and Projects Company (Limited Liability Company).
- Board Member of Gulf Riyadhah Company Limited (Limited Liability Company).
- Board Member of Madar Building Materials Company Limited (Limited Liability Company).
- Board Member of The National Center for Family
- Board Member of Jeddah Central Development Company (Closed Joint Stock Company).

Previous Memberships

- Chairman of United Electronics Company "Extra" (Listed Joint Stock Company).
- Vice Chairman of Aloula Real Estate Development Company (Closed Joint Stock Company).
- Board Member of Arab Paper Manufacturing Company (Closed Joint Stock Company).
- Chairman of United Household Supplies Company (Limited Liability Company).
- Chairman of Arnon Plastics Industries Company Limited (Limited Liability Company).
- Board Member of Madar Hardware Company (Limited Liability Company).
- Board Member of Enjaz Projects Company Limited (Limited Liability Company).
- Board Member of Madar Electrical Materials Company (Limited Liability Company).
- Board Member of United Transformers Electric Company (Limited Liability Company).
- Board Member of United Transformers Electric Company (Limited Liability Company).
- Board Member of Digital and Electronic Solutions Development Company (Limited Liability Company).
- Board Member of Nesaj Residential Compound Real Estate Company (Limited liability Company).
- Board Member of Amjal Real Estate Development Company (Limited Liability Company).
- Board Member of Amwal Al Khaleej Commercial Investment Company (Limited Liability Company).



Mr. Ali Abdullatif Al Fozan

Vice Chairman of the Board (Non-executive)

Qualification

Diploma in financial studies from the Institute of Public in Dammam, 1986.

Experience

Brings more than 30 years of experience in economics and business administration.

Previous Executive Positions

Manager of Al Fozan Development Company (Limited Liability Company).

Current Memberships

- Vice Chairman of Retal Urban Development Company (Listed Joint Stock Company).
- Board Member of Abdullatif and Mohammed Al Fozan Holding Company (Closed Joint Stock Company).
- Board Member of Al Fozan Holding Company (Closed Joint Stock Company)..
- Board Member of Maali Holding Company (Closed Joint Stock Company).
- Board Member of Ajwad Holding Company (Closed Joint Stock Company).
- Board Member of Abdullatif and Mohammed Al Fozan Holding Company (Closed Joint Stock Company).
- Board Member of Zawaya Holding Company (Closed Joint Stock Company).
- Chairman of Madar Hardware Company (Limited Liability Company).
- Chairman of Madar Hardware Company (Limited Liability Company).
- Chairman of Madar Electrical Materials Company (Limited Liability Company).
- Chairman of Gulf Riyadh Company Limited (Limited Liability Company).
- Board Member of Supply and Projects Company (Limited Liability Company).



Mr. Abdul Rahman Ibrahim Al-Jalal

Board Member (Non-executive)
Member of Nominations and Remunerations Committee NRC
Member of Audit Committee
Member of Executive Committee

Qualification

- Bachelor's degree in accounting from King Saud University in 1996.
- Master's degree in Business Administration from the University of Bahrain College in 2016.

Experience

- Brings more than 20 years of practical experience in the energy, petrochemicals and services sectors in private and semi-governmental companies and civil society institutions.

Current Executive Positions

CEO – Dhahran International Exhibitions Company (Closed Joint Stock Company).

Current Memberships

- Executive Vice President for Financial Affairs and Shared Services of National Gas and Industrialization Company (listed Joint Stock Company).
- Assistant Secretary General for Subscribers and Business Development Sector of Asharqia Chamber (non-profit Authority).
- Assistant Secretary General for Subscriber Services of Asharqia Chamber (non-profit Authority).
- Assistant Secretary General for Administrative Services of Asharqia Chamber (non-profit Authority).

- Head of Finance, Budget and Reports Department of Advanced Petrochemical Company (Listed Joint Stock Company).
- Head of Fixed Assets Department of Advanced Petrochemical Company (Listed Joint Stock Company).
- Senior Accountant of Saudi Electricity Company (Listed Joint Stock Company).
- Accountant of King Fahd University of Petroleum and Minerals (Governmental).

Previous Memberships

- Board Member of Retal Urban Development Company (Listed Joint Stock Company).
- Member of Nominations and Remunerations Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Member of Audit Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Member of Executive Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Board Member of Saudi Reinsurance Company of Saudi Re (Listed Joint Stock Company).
- Board Member of Nesaj Residential Compound Real Estate Company (Limited liability Company).
- Chairman of Tadbeir Company Limited (Limited Liability Company).
- Board Member of Building Construction Company Limited (Limited Liability Company).
- Board member of Naba Alsaha Medical Services Co (Listed joint stock company).



Mr. Hani Othman BaOthman Othman

Board Member (Independent)
Chairman of Nominations and Remunerations Committee NRC

Qualification

- Bachelor's in mechanical engineering from the University of Reading in UK, 1995.
- Master's in business administration from the University of London in UK, 2001.

Experience

Brings more than 20 years of experience in investments.

Previous Executive Positions

- Managing Director and CEO of Sidra Capital (Closed Joint Stock Company).
- Investment Manager of SEDCO Holding Company (Holding Company).
- CEO of Aayan Arabia Holding Company (Holding Company).
- Investments Manager of Islamic Corporation for the Development of the Private Sector (A development financial institution affiliated with the Islamic Development Bank Group).

Current Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Chairman of Sidra Capital Company (Closed Joint Stock Company).
- Chairman of Nominations and Remunerations Committee of Retail Urban Development Company (Listed Joint Stock Company).
- Chairman of Inox Financials (Closed Joint Stock Company) of Geneva.

Previous Memberships

- Board Member of Emaar Company, King Abdullah Economic City (Closed Joint Stock Company).
- Board Member of Al-Khozama Management Company (Closed Joint Stock Company)



Mr. Abdul Rahman Abdullah Al-Wabel

Board Member (Independent)
Chairman of Audit Committee

Qualification

Bachelor's degree in law from King Saud University in Riyadh, 1989.

Experience

Brings more than 30 years of experience in economics and business administration.

Current Executive Positions

Secretary General of Asharqia Chamber (non-profit authority).

Previous Executive Positions

- Assistant Secretary General for Subscriber Services of Asharqia Chamber (non-profit Authority)..
- Legal advisor of Asharqia Chamber (non-profit Authority)..
- Director of the Legal Department of Asharqia Chamber (non-profit Authority).
- Legal advisor of National Commercial Bank SNB (Listed Joint Stock Company).

Current Memberships

- Board Member of Retail Urban Development Company (Listed joint stock company).
- Board Member of Dhahran International Exhibitions Company (Closed joint stock company).
- Chairman of the Audit Committee for Retail Urban Development Company (Listed Joint Stock Company).



Mr. Fahed Abdulrhman Al-Mojil

Board Member (Non-executive)
Member of Nominations and Remunerations Committee NRC

Qualification

- Bachelor's in industrial management from King Fahd University of Petroleum and Minerals in Dhahran, 1991.
- Certification in Financial Analysis and Risk Management from Saudi Monetary Agency, 1994.
- Certification in Islamic Banking from Bahrain Institute for Banking and Financial Studies, 1997.

Experience

Brings more than 30 years of experience in the fields of real estate development, investments and business management.

Previous Executive Positions

- Operations Manager of National Metal Manufacturing & Casting Company (Listed Joint Stock Company).
- Executive Vice President of Shamil Bank of Bahrain (Listed Joint Stock Company).
- Credit and Risk Management Officer of Arab National Bank (Listed Joint Stock Company).
- General Manager of Gulf Real Estate Development Company (Closed Joint Stock Company).

Previous Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Member of Nominations and Remunerations Committee of Retail Urban Development Company (Listed Joint Stock Company).
- Vice Chairman of Saudi Real Estate Company (Listed Joint Stock Company).

Current Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Member of Nominations and Remunerations Committee of Retail Urban Development Company (Listed Joint Stock Company).
- Vice Chairman of Saudi Real Estate Company (Listed Joint Stock Company).
- Board Member of Al Khumasia Company for Feed and Animal Production (Closed Joint Stock Company).
- Board Member of Bloom Investment Company (Closed Joint Stock Company).
- Board Member of RUA Al Madinah Holding (Closed Joint Stock Company).
- Board Member of Saudi Tharwa Company (Closed Joint Stock Company).



Mr. Fozan Muhammad Al Fozan

Board Member (Non-executive)

Qualification

Bachelor's degree in accounting from King Saud University in Riyadh, 1993.

Experience

Brings more than 25 years of experience in economics and business administration.

Current Executive Positions

Managing Director of Bawan Holding Company (Listed Joint Stock Company).

Current Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Board Member of United Electronics Company "Extra" (Listed Joint Stock Company).
- Chairman of BLOM INVEST Company (Closed Joint Stock Company).
- Chairman of United Financial Services Company (Closed Joint Stock Company).
- Board Member of Al Fozan Holding Company (Closed Joint Stock Company).
- Board Member of Abdullatif and Mohammed Al Fozan Holding Company (Closed Joint Stock Company).
- Board Member of Al Yamamah Steel Industries Company Limited (Closed Joint Stock Company).
- Chairman of Al Mada Holding Company (Limited Liability Company).

- Chairman of Amjal Real Estate Development Company (Limited Liability Company).
- Board Member of Madar Building Materials Company Limited (Limited Liability Company).
- Chairman of Dorra Central for Real Estate Development (Limited Liability Company).



Mr. Majed Aedh Al-Nefie

Board Member (Independent)

Qualification

Bachelor of Accounting from Umm AlohQura University in Makkah, 1998.

Experience

Brings more than 20 years of experience in travel and tourism

Previous Executive Positions

- CEO of Seera Holding Company (Listed Joint Stock Company).
- CEO of Seera Holidays Company (Limited Liability Company).
- CEO of Seera Hospitality Company (Limited Liability Company).
- CEO of Seera Hotel Company) (Limited Liability Company).
- CEO of Mothmera Real Estate Development and Investment Company (Limited Liability Company).
- CEO of Discover Saudi Company (Limited Liability Company).
- CEO of Riyadh Front Company (Limited Liability Company).
- CEO of Mawasem Company for Umrah Services). Limited Liability Company).
- CEO of Sheraton Makkah Company (Limited Liability Company).

Current Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Board Member of Seera Holding Group (Listed Joint Stock Company).

Previous Memberships

- Chairman of Mawasem Investment Company (Limited Liability Company).
- Chairman of Lumi Rental Company (Listed Joint Stock Company).
- Chairman of Almosafer Travel and Tourism Company (Closed Joint Stock Company).



Mr. Abdullah Faisal Al-Braikan

Board Member (Executive)

Member of Executive Committee

Qualification

Bachelor's degree in architectural engineering from King Faisal University in Dammam, 2006.

Experience

Brings more than 15 years of experience in real estate development and business management.

Current Executive Positions

- CEO – Retail Urban Development Company (Listed Joint Stock Company).

Previous Executive Positions

Projects Manager - Abdullatif and Mohammed Al Fozan Company (Closed Joint Stock Company).

Previous Memberships

- Executive Council for Young Businessmen in the Eastern Region (government organization).
- Housing and Urban Development Committee of Asharqia Chamber (non-profit Authority).

Current Memberships

- Board Member of Retail Urban Development Company (Listed Joint Stock Company).
- Board Member – Jeddah Central Development Company (Closed Joint Stock Company).
- Chairman of the Investment & Finance Committee – Jeddah Central Development Company (Closed Joint Stock Company).
- Executive Committee – Jeddah Central Development Company (Closed Joint Stock Company).
- Board Member of Saudi Tharwa Company (Closed Joint Stock Company).
- Board Member of Tadbeir Company Limited (Limited Liability Company).
- Chairman of Tadbeir Real Estate Company (Limited Liability Company).
- Chairman of Nesaj Urban Development Company (Limited Liability Company).
- Chairman of Building Construction Company Limited (Limited Liability Company). Chairman of Nesaj Residential Compound Real Estate Company (Limited Liability Company).
- Chairman of United Wasm Real Estate Valuation Company (Limited Liability Company).
- Chairman of Mimar Emirates and ARAC Engineering Consultants Company (Limited Liability Company).
- Chairman of ARAC Engineering Consultancy Company (Limited Liability Company).
- Board Member of Remal AlKhobar Real Estate Company (Limited Liability Company).
- Board Member of The Saudi Charitable Association for Promoting Organ Donations "Ethar" (Charitable organization).
- Al Fozan Community Service Initiatives (Charitable organization).
- Development Housing Committee (Emirate of Eastern Province).



Husam Mohammed Al Kaf

Secretary of the Board and Committees

Qualification

- Bachelor of Marketing and Production Management from the University of Science and Technology in Yemen, 2010.
- Certificate of Compliance Professional (CCP) from the International Compliance and Anti Money Laundering Institute (UK), in 2018.
- Accredited Certificate in Corporate Governance from Business Intelligence Training Center, 2023.

Experience

Brings more than 14 years of experience in secretariat of boards and committees.

Current Executive Positions

- Board Secretary of Retal Urban Development Company (Listed Joint Stock Company).
- Executive Committee Secretary of Retal Urban Development Company (Listed Joint Stock Company).
- Nominations and Remunerations Committee Secretary of Retal Urban Development Company (Listed Joint Stock Company).
- Board Secretary of Building Construction Company Limited (Limited Liability Company).
- Board Secretary of Nesaj Urban Development Company (Limited Liability Company).
- Board Secretary of Tadbeir Company Limited (Limited Liability Company).

- Board Secretary of Tadbeir Real Estate Company (Limited Liability Company).
- Board Secretary of Mimar Emirates and ARAC Engineering Consultants Company (Limited Liability Company).

Previous Executive Positions

- Board & Committees Secretary of Baitek Real Estate Company (Limited Liability Company).
- Executive Secretary of Professional Eye Establishment.

Board Meetings

Four Board meetings were convened during the fiscal year ended on December 31, 2023 with attendance by Board Members recorded and detailed as follows.

Participant	1 st Meeting 19 March	2 nd Meeting 18 June	3 rd Meeting 17 September	4 th Meeting 19 December
Abdullah Abdul Latif Al Fozan	✓	✓	✓	✓
Ali Abdul Latif Al Fozan	✓	✓	✓	✓
Majid Ayed Al-Nafi'i	✓	✓	✓	✓
Hani Othman BaOthman Othman	✓	✓	✓	✓
Abdul Rahman Abdullah Al-Wabel	✓	✓	✓	✓
Fozan Muhammad Al Fozan	✓	✓	✓	✓
Fahed Abdul Rahman Al Mojil	✓	✓	✓	✓
Abdullah Faisal Al-Braikan	✓	✓	✓	✓
Abdul Rahman Ibrahim Al Jalal	✓	✓	✓	✓

Evaluating the Board's Performance

Evaluating the Board's performance is conducted based on recommendations from the Nominations and Remuneration Committee. The process involves selecting the Board of Directors' standards, procedures, and establishing the necessary mechanisms for evaluating its performance, as well as the performance of the council committees.

This comprehensive evaluation aims to measure competence, as it encompasses the tasks and responsibilities of the members of the Board of Directors and Board Committees, It aims to identify strengths and weaknesses and make suggestions for actions to be taken in line with the Company's interests. The results are analyzed and evaluated by the Governance Department under the supervision of the Nominations and Remuneration Committee before being submitted to the Board of Directors.

Board Committee

Composition and tenure

Committee	Name	Position	Joining date	Last date
Audit Committee	Abdul Rahman Abdullah Al-Wabel	Chairman (Independent)	August 1, 2021	May 25, 2025
	Jassim Shaheen Al-Rumaihi	Member (Non-executive)	May 31, 2021	May 25, 2025
	Abdul Rahman Ibrahim Jalal	Member (Independent)	May 31, 2021	May 25, 2025
	Muhammad Irfan Khokhar	Member (Non-executive)	July 19, 2020	May 25, 2025
Nominations and Remunerations Committee	Hany Othman Saeed Othman	Chairman (Independent)	August 29, 2021	May 25, 2025
	Fahed Abdul Rahman Al Mojil	Member (Non-executive)	December 3, 2020	May 25, 2025
	Abdul Rahman Ibrahim Jalal	Member (Non-executive)	December 3, 2020	May 25, 2025
	Muhammad Abdulaziz Al- Aqeel	Member (Non-executive, from outside the Board)	December 3, 2020	May 25, 2025
Executive Committee	Abdullah Abdul Latif Al Fozan	Chairman (Non-executive)	December 3, 2020	May 25, 2025
	Abdul Rahman Ibrahim Jalal	Member (Executive)	December 3, 2020	May 25, 2025
	Abdullah Faisal Al-Braikan	Member (Non-executive)	December 3, 2020	May 25, 2025
	Muhammad Abdulaziz Al- Aqeel	Member (Non-executive, from outside the Board)	August 15, 2021	May 25, 2025
	Abdul Latif Ali Al Fozan	Member (Non-executive, from outside the Board)	February 20, 2022	May 25, 2025

Board Committee Members' Profiles (Members from outside the Board)



Dr. Jassim Shaheen Hamad Al-Rumaihi

Vice Chairman of Audit Committee

Previous Executive Positions

- Regional Director of Arab Open University Branch (Private University).
- Chief Executive Officer of Razan Knowledge Company (Holding Company).
- Head of Organizational Development & Administration - Razan Knowledge Company (Holding Company).
- Chief Executive Officer of Saudi Consolidated Contracting Company (Closed Shareholding).
- Head of Financial & Administrative Affairs of Faisal Al Qahtani & Sons Trading & Contracting Co. (LLC).
- Head of Accounting and Management Information Systems Department of King Fahd University of Petroleum and Minerals (Public University).

Qualification

- Bachelor's degree in accounting from King Saud University (Saudi Arabia), 1984.
- Master's degree in accounting from the University of Missouri Kansas City (US), 1989.
- PHD in accounting from the University of Dundee (UK), 1997.
- Certified Project Management Trainer - International Association of Project Managers (UK) in 2017.
- Certified Strategic Planning Trainer - Center for Simplified Strategic Planning (US) in 2017 .
- Certificate of Fundamentals of Risk Management - Institute of Risk Management in (London) in 2018 .
- Certificate in Enterprise Risk Management Fundamentals Overview - North Carolina State University, USA in 2018.
- Certified Corporate Governance (CCGO) - London School of Business and Finance (UK) in 2018 .
- Certificate in Board of Directors Program - International Finance Corporation (World Bank Group) in 2018.

Experience

- Brings more than 30 years of academic and scientific experience in accounting, leadership, corporate governance, organization building, and business excellence.

Current Executive Positions

Financial Administrative Consultant (Self-Employed).

Current Memberships

- Vice Chairman of the Audit Committee of Retal Urban Development Company (Closed Joint Stock Company).
- Chairman of the Audit Committee of Knowledge Economic City (Listed Joint Stock Company).
- Board Member of Musharaka REIT Fund (Closed Joint Stock Company).
- Board Member of Musharaka IPO Fund (Closed Joint Stock Company).
- Member of the Audit Committee of Eastern Cement Company (Listed Joint Stock Company).
- Member of the Audit Committee of Alujain Holding Company (Listed Joint Stock Company).
- Member of the Audit Committee of United Electronics Company "eXtra" (Listed Joint Stock Company).
- Member of the Audit Committee of Al Rajhi Brothers Company (closed shareholding).
- Member of the Audit Committee of AlofAhsa Health Cluster (closed contribution). Member of the Audit Committee of Panda Company (closed shareholding).
- Member of the Audit Committee of Group Five Saudi Pipes Company (Closed Joint Stock Company).
- Member of the Board of Directors and Chairman of the Audit Committee of Bin Yamani Investment Group Company (Closed Joint Stock Company).
- Chairman of the Audit Committee of Raya Finance Company (Closed Joint Stock Company).



Mr. Muhammad Irfan Khokhar Abdul Alghafoor
Member of Audit Committee

Qualification

- Certified Financial Advisor at the Institute of Financial Advisors in 2005.
- Certified Internal Auditor at the Institute of Internal Auditors in America in 2006.
- Fellow of Chartered and Certified Accountant from the Association of Chartered Certified Accountants in the UK in 2010.
- Master's in Business Administration from Oxford Brookes University in the United Kingdom in 2020.

Experience

- Brings more than 20 years of practical experience in auditing, accounting, and managing subsidiaries.

Current Executive Positions

Chief Financial Officer of Al Fozan Holding Group (Closed Joint Stock Company).

Previous Executive Positions

Audit Officer at Deloitte & Touche (LLC).

Current Memberships

- Member of the Audit Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Member of the Audit Committee of First Real Estate Development Company (Closed Joint Stock Company)
- Member of the Audit Committee of Khobar Lakes Real Estate Development Company (Limited Liability Company)
- Member of the Audit Committee of Ajdan Real Estate Development Company (Limited Liability Company)
- Member of the Audit Committee of Tarabot Investment and Development Company (Closed Joint Stock Company)



Mr. Mohammad Abdulaziz Al-Aqeel
NRC and Executive Committee Member

Qualification

Bachelor's degree in industrial engineering from King Fahad University of Petroleum and Minerals in Dhahran, 1992.

Experience

Brings more than 20 years of practical experience in auditing, accounting, and managing subsidiaries.

Previous Executive Positions

- Chief Operations Officer of Al Fozan Holding Company (Closed Joint Stock Company)..
- Head of Finance, Budget and Reports Department of Advanced Petrochemical Company (Listed Joint Stock Company).

Current Memberships

- Member of Nomination and remuneration committee for Retal Urban Development Company (Listed Joint Stock Company).
- Member of Executive Committee of Retal Urban Development Company (Listed Joint Stock Company).
- Chairman of Aloula Real Estate Development Company (Closed Joint Stock Company).
- Board Member of Ertiqa Association (Charitable organization).
- Board Member of Midad Holding Company (Limited Liability Company).

Previous Memberships

- Board Member of AlofFarabi Petrochemical Company (Closed Joint Stock Company)..
- Member of Audit Committee of AlofFarabi Petrochemical Company (Closed Joint Stock Company).
- Board Member of Al Badia Cement Company (Listed Joint Stock Company), Syrian Arab Republic.
- Chairman of Audit Committee of Al Badia Cement Company (Listed Joint Stock Company), Syrian Arab Republic.
- Board Member of Amwal International Investments Company (Listed Joint Stock Company).
- Board Member of Arnon Plastic Industries Company (Limited Liability Company).
- Board Member of United Cable Factory Company (Listed Joint Stock Company).
- Board Member of Bawan Wooden Industries Company (Limited Liability Company).
- Board Member of Gulf Union Insurance Company (Listed Joint Stock Company).



Mr. Abdullatif Ali Abdullatif Al Fozan

Executive Committee Member

Qualification

Bachelor of Arts, Double Major Economics, Employment Relations from University of Toronto in Canada, 2012.

Experience

Brings more than 10 years of experience in investments management and corporate finance.

Current Memberships

- Chief Operating Officer of Al Fozan Holding Company (Closed Joint Stock Company).
- Managing Director of Ascend Advanced Healthcare Solutions Company (Limited Liability Company).

Previous Executive Positions

- Corporate Investment Director of Al Fozan Holding Company (Closed Joint Stock Company).
- Business Development Manager of Al Fozan Holding Company (Closed Joint Stock Company).
- Consultant of Manager & Acquisition, Transaction Advisory Services of Ernst & Young (Dubai).
- Corporate Relationship Manager of Banque Saudi Fransi (Listed Joint Stock Company).
- Credit Analyst of Banque Saudi Fransi (Listed Joint Stock Company).

Current Memberships

- Member of the Executive Committee of Retail Urban Development Company (Listed Joint Stock Company).
- Board Member of Al Fozan Holding Company (Closed Joint Stock Company).
- Member of the Investment Committee of Al Fozan Holding Company (Closed Joint Stock Company).
- Board Member of United Company for Financing Services “Tas’heel” (Closed Joint Stock Company).

- Member of the Executive Committee of United Company for Financing Services “Tas’heel” (Closed Joint Stock Company).
- Board Member of Ascend Advanced Healthcare Solutions Company (Limited Liability Company).
- Board Member of Alpha Capital (Closed Joint Stock Company).
- Chairman of the Executive & Investment Committees of Alpha Capital (Closed Joint Stock Company).
- Board Member of wThe National Company for Glass Industries (Listed Joint Stock Company).
- Chairman of the Remuneration, Nomination & Compensation Committee of The National Company for Glass Industries (Listed Joint Stock Company).
- Board Member of United Homeware Company “Nice” (Limited Liability Company).
- Chairman of Audit Committee of United Homeware Company “Nice” (Limited Liability Company).
- Board Member of Ajdan Real Estate Development Company (Limited Liability Company).
- Member of Executive Committee of Ajdan Real Estate Development Company (Limited Liability Company).
- Board Member of Nesaj Residential Compound Real Estate Company (Limited liability Company).
- Board Member of Averroes Capital (Closed Joint Stock Company). of London
- Board Member of Saudi Reinsurance Company of Saudi Re (Listed Joint Stock Company).
- Member of the Executive Committee of Saudi Reinsurance Company of Saudi Re (Listed Joint Stock Company).

Audit Committee

The Audit Committee is primarily responsible for overseeing the Company’s operations, particularly in terms of financial aspects, auditing, and verifying the integrity and fairness of financial reports, statements, and internal control systems. The Committee also submits periodic reports and recommendations to the Board of Directors. It performs its duties based on its’ charter in accordance with the relevant regulations of the updated Corporate Governance regulations issued by the Capital Market Authority. The updated charter of the Audit Committee was approved by the General Assembly on July 20, 2023, and the period of membership in the Committee is the same as the period of membership in the Board of Directors.

Remit and Responsibilities

The Committee exercised all the duties entrusted to it and submitted periodic reports to the Board. The duties of the Committee according to the relevant regulations and bylaws are as follows:

- » Overseeing the Company’s operations and verifying the policies and procedures that ensure the integrity and fairness of financial reports, statements, and internal control systems.
- » Presenting and evaluating the performance indicators of Financial Management.
- » Ensuring that all departments operate in accordance with the policies approved by the Board.
- » Reviewing the policies and procedures developed by the Management.
- » Reviewing what is submitted to it by the CEO in its field of competence and submitting recommendations to the Board.
- » Studying the topics referred to the Committee by the General Assembly or the Board or those delegated to the Committee.
- » Any other duties delegated to it by the board.
- » The Committee submits its periodic reports and recommendations, orally or in writing, to the Board.

The Committee has carried out the following responsibilities in each area of work that falls under its scope:

Financial Reports

- » Studying and discussing the Company’s preliminary and annual financial statements before submitting them to the Board of Directors and expressing its opinion and recommendations on them to verify their fairness, justice, and transparency.
- » Expressing a technical opinion, if requested, on whether the Board of Directors’ report and the Company’s financial statements are fair, balanced, clear, and provide the information that allows Shareholders and Investors to assess the Company’s financial position, performance, business model, and strategy.
- » Studying any important or unusual issues included in the financial statements.

- » Investigating in detail any issues raised by the Company’s CFO, the person in charge of his duties, the Company’s Compliance Officer, or the Auditors.
- » Verifying the accounting estimates used in the Company and expressing an opinion and recommendation to the Board of Directors in this regard.
- » Studying the accounting policies followed by the Company and expressing an opinion and recommendation to the Board of Directors in this regard.

Internal Audit

Studying and reviewing the internal control, financial, and risk management systems in the Company.

- » Studying Internal Audit reports and monitoring the implementation of corrective actions for the observations included therein.
- » Supervising and overseeing the performance and activities of the Internal Audit Department in the Company to ensure the availability of the necessary resources and its effectiveness in performing the tasks and duties entrusted to it.
- » Ensuring the independence of Internal Audit Activity and enabling it to perform its work effectively.

External Auditor

- » Recommending to the Board the nomination, dismissal, and determination of fees of External Auditors, and evaluating their performance after verifying their independency, reviewing the scope of their work, and the terms of their engagement.
- » Verifying the independency, objectivity, and fairness of the External Auditors, and the effectiveness of the audit work, considering the relevant rules and standards.
- » Reviewing the Company’s audit plan and work, verifying that it does not provide technical or administrative work that falls outside the scope of the audit work, and expressing its views on this matter.

- » Responding to the inquiries of the Company's Auditors.
- » Studying the External Auditors' report and its observations on the financial statements and following up on what has been taken regarding them.

Compliance Assurance

- » Reviewing the results of the reports of the regulatory authorities and verifying that the Company has taken the necessary measures in this regard.
- » Ensuring the Company's compliance with the relevant regulations, bylaws, policies, and instructions.
- » Reviewing the contracts and transactions that the Company proposes to enter into with related parties and submitting its views on this matter to the Board.
- » Raising any issues that it deems necessary to take action on to the Board and making recommendations on the actions to be taken.

The Committee also ensured that there is a mechanism in place that allows employees of the Company to submit their observations on any irregularities in financial reports or else confidentially, and to verify the application of this mechanism by conducting an independent investigation that corresponds to the size of the error or irregularity and adopting appropriate follow-up procedures.

Meetings

According to the Company's Governance Manual and the Audit Committee Charter approved by the General Assembly of Shareholders, the Audit Committee holds its meetings at the invitation of its Chairman. The Committee held five meetings during 2023, as shown and detailed below.

Name	Audit committee membership status	Number of meetings in 2023: 5				
		28 Feb	17 May	31 Jul	1 Oct	1 Nov
Mr. Abdul Rahman Abdullah Saleh Al-Wabel	Chairman of the Committee	✓	✓	✓	✓	✓
Dr. Jassim Shaheen Hamad Al-Rumaihi	Vice Chairman of the Committee	✓	✓	✓	✓	✓
Mr. Abdulrahman Ibrahim Abdulrahman Al-Jalal	Member	✓	✓	✓	✓	✓
Mr. Mohammad Irfan Khokhar Abd Alghafoor	Member	✓	✓	✓	✓	✓

Annual Review of Internal Controls

The Board of Directors of Retail Urban Development Company is keen on continuously applying the best governance practices in accordance with the relevant regulations and bylaws issued, to ensure the preservation of the interests of Shareholders, Customers, Suppliers, Employees, and all parties dealing with the Company. This is done through the application of policies, procedures, mechanisms, and systems that support the application of those practices, the financial and accounting report with integrity, justice, and transparency, and the internal control environment in all its operations in its various departments and following up and verifying its efficiency and effectiveness with the need to improve it regularly as required according to the development of the Company's business and its size and change of emerging risks related to the Company's activity, to support the achievement of the Company's goals and strategy and maximize its revenues, which is reflected positively on the Company's profits and the profitability of its shares.

Among the most important efforts of the Board in this regard, for example, and not limited to, during the year 2023, recommending to the General Assembly the approval of the updated Charter of the Audit Committee, and approving the policies of the Compliance and Risk Management Departments.

The Board of Directors also oversees the Internal Audit Department through the Audit Committee, which submitted quarterly reports to the Board of Directors, including an assessment of the internal control system for the business processes that were reviewed according to the annual risk-based plan approved by the Board, and the recommendations of the Internal Audit Department, and the procedures that were agreed upon or taken by each department to deal with the audit observations, and clarifying the updates on the status of the implementation of those corrective actions and the extent of the departments' response in this regard.

An annual written report is also submitted to the Audit Committee and then endorsed to the Board of Directors, which clarifies the Internal Audit Activities that it carried out during the fiscal year compared to the approved plan and clarifies the reasons for any deviation from that plan, if any.

Based on what the Audit Committee has done and the duties and responsibilities mentioned above that the Committee has carried out during the year 2023, and its review of the reports of the Internal Audit Department, the Executive Management, and discussing the External Auditors on a quarterly and annual basis, it did not find any material def-

-iciencies or weaknesses in the internal control environment, or any observations that corrective actions were not taken and their implementation was not followed up in a timely manner. This enables the Committee to express its opinion that there is reasonable assurance about the adequacy and effectiveness of the Company's internal financial systems for the fiscal year ended December 31, 2023. It is important to note that there is no control system that can provide absolute assurance about the adequacy and effectiveness of internal control procedures. The Management is also emphasized on the need to continuously ensure the suitability of the Company's business processes policies and procedures and update them according to any developments in its strategy, business plan, operations, and emerging and changing risks according to the internal or external factors related to the Company's sector and activity.

Internal audit recommendations

There are no recommendations made by the Audit committee related to the internal audit.

Contradiction of recommendations

There was no conflict between the recommendations of the Audit Committee and the decisions of the Board of Directors.



Nominations & Remunerations Committee

The Board of Directors formed the Nominations and Remunerations Committee for Retail Urban Development Company on August 29, 2021, with a tenure identical to that of the Board of Directors. Subsequently, its regulations were approved by the General Assembly.

Remit and Responsibilities

Nominations

- Suggesting clear policies and criteria for membership to the Board of Directors and to Board Committees
- Recommending the nomination and re-nomination of members to the Board, in accordance with approved policies and standards
- Preparing a description of the capabilities and qualifications required for membership to the Board and Board Committees, and for filling Executive Management positions
- Annually reviewing the skills and experience of Board Members and the functions of Executive Management
- Annually verifying the independence of independent members
- Periodically reviewing the structure of the Board and Executive Management and making recommendations regarding changes, in line with the interests of the Company
- Identifying the strengths and weaknesses of the Board of Directors and proposing solutions to address them, in line with the interests of the Company

Governance

- Managing general supervision of the Company's governance system, monitoring its effectiveness, and amending it when needed
- Verifying that all internal policies and procedures that are consistent with both statutory requirements and best practices
- Developing and periodically reviewing rules of professional conduct to represent the Company's corporate values, and other virtues
- Keeping members informed and updated about international standards, best practices and developments

Meetings

In accordance with governance regulations and as approved by the General Assembly, the Nominations and Remunerations Committee holds its meetings at the invitation of its Chairman. The Committee convened one meeting during the year, as dated and detailed below.

Name	Membership status of the Nominations and Remuneration Committee	23 Feb	25 Oct
Hani Othman BaOthman Othman	Chairman	✓	✓
Fahed Abdul Rahman Al Mojil	Vice Chairman	✓	✓
Abdul Rahman Ibrahim Al Jalal	Member	✓	✓
Muhammad Abdulaziz Al-Aqeel	Member	✓	✓

Executive Committee

The Board of Directors formed the Executive Committee of Retail Urban Development Company on August 14, 2021 for a similar to the membership term of the Board of Directors. Subsequently, the regulations governing the Executive Committee were approved by the General Assembly.

Remit and Responsibilities

Strategy

- Actively participating in the development of the Company's strategic plans, and supervising proposals submitted by departments related to the Company's vision and mission, strategy, goals, and initiatives
- Reviewing the implementation of the Company's general strategy and assessing its effectiveness in achieving pre-defined objectives
- Overseeing the progress of strategic initiatives, addressing obstacles and resolving associated challenges
- Examining significant topics and strategic projects with substantial financial implications, and meeting with Executive Management to review them
- Establishing performance standards for Executive Management in line with the Company's investment goals

Governance

- Periodically reviewing and evaluating the performance indicators of Executive Management
- Ensuring that members of Executive Management operate in accordance with policies approved by the Board
- Reviewing and assessing various policies and procedures set out by Executive Management
- Evaluating current achievements in comparison to defined goals
- Recommending changes to the organizational structure of the Company and Executive Management

Meetings

In accordance with governance regulations and as approved by the General Assembly, the Executive Committee holds its meetings at the invitation of its Chairman. Throughout the year, the Committee held three meeting during the year, as dated and detailed below.

Name	Membership status of the Executive Committee	15 Mar	24 May
Abdullah Abdul Latif Al Fozan	Chairman	✓	✓
Abdullah Faisal Al- Braikan	Member	✓	✓
Abdul Rahman Ibrahim Abdul Rahman Al Jalal	Vice Chairman	✓	✓
Muhammad Abdulaziz Al-Aqeel	Member	✓	✓
Abdul Latif Ali Al Fozan	Member	✓	✓

Remunerations

Remuneration Policy

The remuneration of Board Members and Board Committee Members comprises two components:

- Fixed annual remuneration for all Board Members and Board Committee Members, excluding members of Executive Management
- Allowance for attending each session of Board or Board Committee meetings (excluding members of Executive Management), along with travel and accommodation allowance if the member's permanent residence is outside the city where the meeting is held

Board of Directors' Remunerations

	Fixed remunerations							Variable remunerations						End-of-service award	Total remuneration for executives in the board if any	Grand Total
	Specific amount (Yearly)	Allowance for attending Board meetings	Total Allowance for attending committee	In-kind benefits	Remunerations for technical, managerial and consultative work	Remunerations of the chairman, Managing Director or Secretary, if a member	Total	Percentage of the profits	Periodic remunerations	Short-term incentive plans	Long-term incentive plans	Granted shares (insert the value)	Total			
<i>(1) Independent Directors</i>																
1 Majid Ayed Al- Nafi'i	200	12	-	-	-	-	212	-	-	-	-	-	-	-	212	-
2 Hani Othman BaOthman Said Othman	260	12	6	-	-	-	278	-	-	-	-	-	-	-	278	-
3 Abdul Rahman Abdullah Saleh Al-Wabel	260	12	15	-	-	-	287	-	-	-	-	-	-	-	287	-
<i>Total</i>	720	48	21	-	-	-	777	-	-	-	-	-	-	-	777	-
<i>(2) Non-Executive Directors</i>																
1 Abdullah Abdul Latif Ahmed Al Fozan	260	12	6	-	-	-	278	-	-	-	-	-	-	-	278	-
2 Ali Abdul Latif Ahmed Al Fozan	200	12	-	-	-	-	212	-	-	-	-	-	-	-	212	-
3 Fozan Muhammad Ahmad Al Fozan	200	12	-	-	-	-	212	-	-	-	-	-	-	-	212	-
4 Fahed Abdul Rahman Muhammad Al Mojil	260	12	6	-	-	-	278	-	-	-	-	-	-	-	278	-
5 Abdul Rahman Ibrahim Abdul Rahman Al Jalal	380	12	27	-	-	-	419	-	-	-	-	-	-	-	419	-
<i>Total</i>	1,300	60	39	-	-	-	1,399	-	-	-	-	-	-	-	1,399	-
<i>(3) Executive Directors</i>																
1 Abdullah Faisal Abdulaziz Al- Braikan	-	-	-	-	1,296	-	1,296	-	-	-	-	-	-	-	1,296	-
<i>Total</i>	-	-	-	-	1,296	-	1,296	-	-	-	-	-	-	-	1,296	-

Executive Management' remunerations

	Fixed remunerations				Variable remunerations						End-of-service award	Total remunerations for Board executive, if any	Grand Total			
	Salaries	Allowances	In-kind benefits	Total	Periodic remunerations	Profits	Short-term incentive plans	Long-term incentive plans	Granted shares (insert the value)	Total						
<i>SAR 000s</i>																
Company's Senior Executives	3,270	1,144	-	4,414	-	-	-	-	-	-	-	291	2,991	7,696		
<i>Total</i>	3,270	1,144	-	4,414	-	-	-	-	-	-	-	291	2,991	7,696		

Committee Members' Remunerations

		Fixed remuneration (excluding session Attendance)	Allowances for Attending Sessions	Total
<i>(1) Audit Committee</i>				
1	Abdul Rahman Abdullah Saleh Al-Wabel	60,000	15,000	75,000
2	Abdul Rahman Ibrahim Abdul Rahman Al Jalal	60,000	15,000	75,000
3	Dr. Jassim Shaheen Hamad Al-Rumaihi	80,000	15,000	95,000
4	Muhammad Irfan Khokhar Abd Alghafoor	80,000	15,000	95,000
	<i>Total</i>	280,000	60,000	340,000
<i>(2) NRC</i>				
1	Hani Othman BaOthman Said Othman	60,000	6,000	66,000
2	Fahed Abdul Rahman Muhammad Al Mojil	60,000	6,000	66,000
3	Abdul Rahman Ibrahim Abdul Rahman Al Jalal	60,000	6,000	66,000
4	Muhammad Abdulaziz Muhammad Al-Aqeel	80,000	6,000	86,000
	<i>Total</i>	260,000	24,000	284,000
<i>(3) Executive Committee</i>				
1	Abdullah Abdul Latif Ahmed Al Fozan	60,000	6,000	66,000
2	Abdul Rahman Ibrahim Abdul Rahman Al Jalal	60,000	6,000	66,000
3	Muhammad Abdulaziz Muhammad Al-Aqeel	80,000	6,000	86,000
4	Abdul Latif Ali Al Fozan	80,000	6,000	86,000
	<i>Total</i>	280,000	24,000	304,000

Waiver of remuneration

Neither the Board Members, Board Committee Members or members of Executive Management waived any remuneration during the fiscal year ended on December 31, 2023.

Transactions and Contracts with *Related Parties**

Ordinary work without preferential conditions or benefits

#	Related Party	Relationship with the Company	Transaction Type	Transaction Term	Transaction Value	Related Parties
<i>Contracts</i>						
1	United Homeware Company (Nice)	Affiliate	Contract costs and services/expenses charged	6 years	3,850,000	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan Executive Committee Member / Abdullatif Al Fozan
2	Ajwad Charitable Company	Affiliate	Contract costs and services/expenses charged	Yearly	1,125,960	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan Mr. Khalid Al Fozan
3	Remal Al Khobar Real Estate Company	Associate 50% Ownership	Contract costs and services/expenses charged	Yearly	2,827,569	Member / Abdullah Al Fozan Member / Abdullah Al-Braikan -
4	Coffee Taste Company	Affiliate	Contract costs and services/expenses charged	Yearly	571,133	Executive Committee Member / Abdullatif Al Fozan Member / Ali Al Fozan -
5	Business Park Fund (Riyadh)	Associate 18.82% Ownership	Contract costs and services/expenses charged	Yearly	338,409	Member / Abdullah Abdullatif Al Fozan Member / Ali Abdullatif Al Fozan Member / Fozan Al Fozan
6	Ewan Tharwa Fund	Affiliate	Contract costs and services/expenses charged	Yearly	9,618,813	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan CFO / Ammar Al Ghoul
7	Alpha Capital Saudi Real Estate Development Fund 1	Associate 30% Ownership	Contract costs and services/expenses charged	Yearly	7,341,477	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan Executive Committee Member / Abdullatif Al Fozan
8	Al Fozan Holding Company	Affiliate	Contract costs and services/expenses charged	Yearly	803,700	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan
9	Development works at a private villa	Affiliate	Contract costs and services/expenses charged	Yearly	165,000	Mr. Khalid Al Fozan
10	Mr. Abdullatif Ali Al Fozan Commission for renting Remal Al-Khobar beach house.	Affiliate	Contract costs and services/expenses charged	Yearly	77,500	Executive Committee Member / Abdullatif Al Fozan
11	Nesaj Residential Compound	Affiliate	Contract costs and services/expenses charged	Yearly	139,714	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan Member / Abdullah Al-Braikan Member / Abdulrhman Al Jalal Executive Committee Member / Abdullatif Al Fozan
12	Al Khobar Lakes Real Estate Development	Affiliate	Contract costs and services/expenses charged	Yearly	59,799	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan
13	BCC	Subsidiary	Contract costs and services/expenses charged	Yearly	437,703,308	Member / Abdullah Al-Braikan Member / Abdul Rahman Al Jalal CFO/ Ammar Al Ghoulw
14	Binaa for Ready-mix Products Company	Affiliate	Contract costs and services/expenses charged	Yearly	2,541,770	Member / Abdullah Al Fozan Member / Fozan Al Fozan Executive Committee & NRC Member/ Muhammad Al- Aqeel
15	Bawan Metal Industries Company	Affiliate	Contract costs and services/expenses charged	Yearly	11,018,913	Member / Abdullah Al Fozan Member / Fozan Al Fozan Executive Committee & NRC Member/ Muhammad Al- Aqeel
16	Madar Building Materials Company	Affiliate	Contract costs and services/expenses charged	Yearly	57,694,171	Member / Abdullah Al Fozan Member / Ali Al Fozan

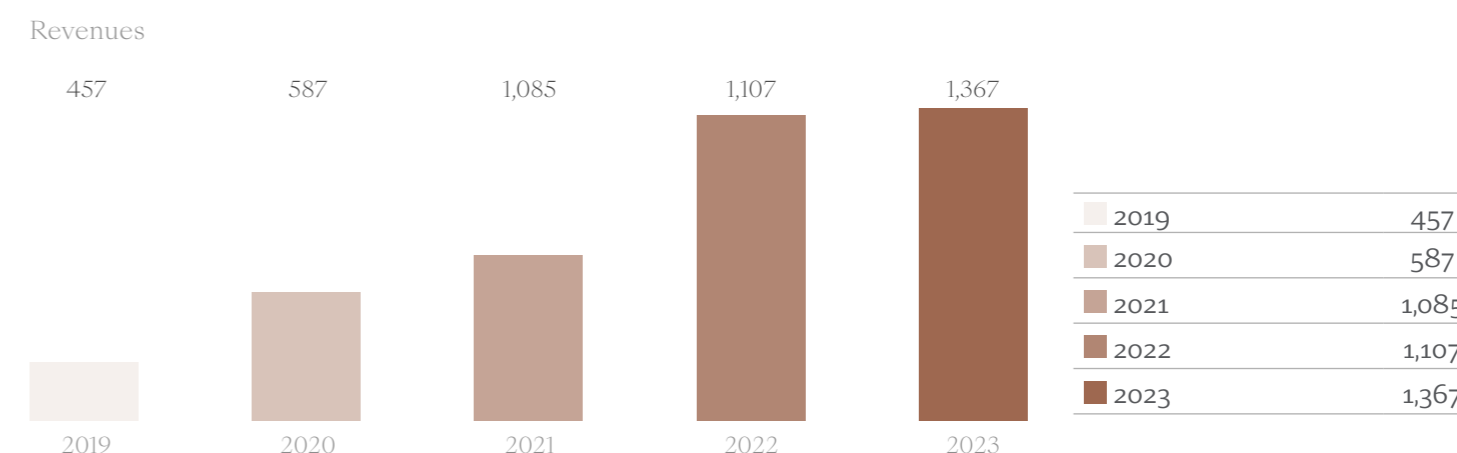
#	Related Party	Relationship with the Company	Transaction Type	Transaction Term	Transaction Value	Related Parties
<i>Contracts</i>						
17	ARAC Engineering Consultants	Affiliate	Contract costs and services/expenses charged	Yearly	1,535,957	Member / Abdullah Al-Braikan -
18	Madar Electrical Materials Company	Affiliate	Contract costs and services/expenses charged	Yearly	8,218,660	Member / Abdullah Al Fozan Member / Fozan Al Fozan
19	Saudi Industrial Machinery Co. Ltd. (SIMCO)	Affiliate	Contract costs and services/expenses charged	Yearly	317,848	Member / Abdullah Al Fozan Member / Ali Al Fozan Executive Committee Member / Abdullatif Al Fozan Executive Committee & NRC Member/ Muhammad Al- Aqeel
20	United Glass Industries Company	Affiliate	Contract costs and services/expenses charged	Yearly	2,488,583	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan
21	Madar Hardware Company	Affiliate	Contract costs and services/expenses charged	Yearly	3,489,069	Member / Abdullah Al Fozan Member / Fozan Al Fozan Member / Ali Al Fozan
22	Mimar Emirate and ARAC Engineering Consultancy Company	Associate 25% Ownership	Contract costs and services/expenses charged	Yearly	2,287,043	Member / Abdullah Al-Braikan -
23	United Steel Industries Company	Affiliate	Contract costs and services/expenses charged	Yearly	983,605	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan
24	Bina Company for Advanced Cement Products	Affiliate	Contract costs and services/expenses charged	Yearly	21,704,629	Member / Abdullah Al Fozan Member / Ali Al Fozan Executive Committee & NRC Member/ Muhammad Al- Aqeel
25	United Electronics Company - (Extra)	Affiliate	Contract costs and services/expenses charged	Yearly	600,625	Member / Abdullah Al Fozan Member / Ali Al Fozan Member / Fozan Al Fozan Executive Committee Member / Abdullatif Al Fozan
26	Saudi Tharwa Co	Associate 39% Ownership	Contract costs and services/expenses charged	Yearly	328,220	Member / Abdullah Al Fozan Member / Fahed Al-Mojil Member / Abdullah Al-Braikan
27	Norkoom Designing Company	Associate 50% Ownership	Contract costs and services/expenses charged	Yearly	573,560	Chief Operation Officer / Yousif AlHamoudi Chief Financial Officer / Ammar AlGhoul
28	Remal Park Fund	Associate 50% Ownership	Contract costs and services/expenses charged	Yearly	71,876,995	Member / Abdullah Al Fozan Member / Abdullah Al-Braikan
<i>Transactions with Related Parties</i>						
29	Al Ahsa Real Estate Fund	Associate 22.51% Ownership	Land purchased from associate	One time	185,894,243.00	Retal owns 22.51%
30	Individuals	CEO of BCC	Sale of Subsidiary shares	One time	9,968,772	BCC CEO / Omar Ibrahim Al Jalal
31	Individuals	Associate 22.51% Ownership	Sale of Subsidiary shares	One time	9,968,772	Member / Abdul Rahman Ibrahim Al Jalal

Board Members' Affiliation with Competitive Entities

	Name of Company	Company Activities	Nature of Relationship
Member - Abdullah Abdulatif Al Fozan			
1	Ajdan Real Estate Development Company	Land acquisition, construction, real estate development, and management.	BOD Member
2	Shomoul Holding Company	Land acquisition, construction, real estate development, and management.	BOD Member
3	Madar Al-Aseel Company Limited	Comission-based real estate management	13% Ownership
4	Gulf Elixir Contracting Company	General construction of residential and non-residential buildings	Manager
5	Shomoul Commercial Complex Company	Management and leasing of owned and leased real estate	Manager
6	Rafa Gulf Company Limited	General construction of residential and non-residential buildings	Manager
7	Khobar Lakes Real Estate Development	Management and leasing of owned and leased real estate	Manager
8	Central Jeddah Development Company	Comprehensive real estate activities	BOD Member
Member - Ali Abdulatif Al Fozan			
1	Madar Al-Aseel Company Limited	Comission-based real estate management	13% Ownership
Member - Fozan Mohammed Al Fozan			
1	Madar Al-Aseel Company Limited	Comission-based real estate management	10% Ownership
2	Amjal Property Development Company	Buying land and real estate with the purpose of developing it	Manager
3	Durrat Al Wusta Real Estate Development Company	Residential real estate development utilizing modern building methods	Manager
Member - Abdullah Faisal Al- Braikan			
1	Jeddah Central Development Company	Comprehensive real estate activities	BOD Member
2	Saudi Tharwa Real Estate Company	Comprehensive real estate activities	BOD Member
3	Nesaj Residential Complex Real Estate Company	Comprehensive real estate activities	BOD Member
Member - Abdulrahman Ibrahim Al Jalal			
1	Nesaj Residential Complex Real Estate Company	Comprehensive real estate activities	BOD Member
Member - Mr. Fahed bin Abdulrahman Al-Mojil			
1	Saudi Tharwa Company	Real estate development	BOD Member & 7% Ownership
2	Saudi Real Estate Company	Real estate development	BOD Member
3	Roaa Al Madina Holding Company	Real estate development	BOD Member

Financial Statement

The following charts outline the Company's assets, liabilities, and results of the last five fiscal years.



Business Results

Comparison of business results (SAR thousand)

	2023	2022	2021	2020	2019
Revenues	1,367,125	1,106,830	1,085,321	587,451	456,536
Revenues Costs	(987,839)	(803,598)	(839,860)	(463,142)	(379,134)
Total Profit	379,286	303,232	245,461	124,309	77,402
Net Profit	207,940	245,743	179,399	98,634	59,692
Return to Shareholders	202,349	245,743	193,335	98,634	59,692

Assets & Liabilities

Comparison of assets and liabilities (SAR thousand)

	2023	2022	2021	2020	2019
Current Assets	2,156,722	1,364,175	1,168,727	608,476	319,961
Non-current Assets	1,475,393	1,056,958	675,238	560,142	355,796
Total Assets	3,632,115	2,421,133	1,843,965	1,168,618	675,757
Current Liabilities	1,778,722	1,192,779	1,039,001	572,610	307,558
Non-current Liabilities	1,103,542	493,944	236,194	77,221	22,032
Total Liabilities & Shareholders' Equity	3,632,115	2,421,133	1,843,965	1,168,618	675,757

Operational Results

The following table outlines any material differences in the operational results compared to those in the previous year (SAR thousand)

	2023	2022	Changes (+) (-)	Change
Sales/ Revenues	1,367,125	1,106,830	+	24%
Sales/ Revenues Costs	(987,839)	(803,598)	+	23%
Total Profit	379,286	303,232	+	25%
Other Operational Revenues	-	-	n/a	n/a
Other Operational Expenses	(134,218)	(78,924)	+	70%
Operational Profit (Loss)	245,068	224,308	+	9%

*Balance at the end of the period includes accrued interest

Statement of Bank Payments

Statement of Bank Facilities Position and Movements During FY 2023

Creditor Name	Loan amount	Starting Balance	Loan movement during the FY2023		Ending Balance	Indebtedness at the end of the year 2023 (thousands)*		
	(thousands)	Total	Amount Added	Amount Settled	Total	Short-term	Long-term (current)	Long-term (non-current)
Al Bilad Bank	805,000	163,339	193,822	138,339	219,394	-	25,028	194,366
ANB Bank	617,000	235,000	259,904	180,000	318,810	42,779	75,108	200,922
First Abu Dhabi Bank	100,000	-	96,605	-	96,726	96,726	-	-
GIB Bank	250,000	-	353,721	297,743	55,777	55,777	-	-
Jazira Bank	250,000	-	60,000	60,000	-	-	-	-
Alrajhi Bank	657,940	316,734	284,553	50,431	554,688	1,056	-	553,631
Riyadh Bank	262,000	97,500	345,675	315,800	128,392	90,590	-	37,801
Al Oula	90,000	-	90,000	12,000	78,000	-	36,000	42,000
Total	3,031,940	812,574	1,684,280	1,054,314	1,451,786	286,929	136,136	1,028,721

Statement of Legal Payments

Information regarding any paid and outstanding fees associated with the regulatory provisions of the Saudi Zakat, Tax and Customs Authority (ZATCA) by end of the annual financial period.

Description	2023 (SAR)		Brief description	Reasons
	Paid amount	Outstanding amount at the end of the annual Financial period		
Zakat	6,682,264	10,203,590	The amount due is estimated zakat for the year that is due before 4/30/2024	
VAT	29,616,964	9,455,754	Represents December 2023 returns due before 1/31/2024	
Withholding tax	1,312,345	80,084	Represents December 2023 returns due before 2/10/2024	
REIT	8,143,002	2,371,021	amounts paid or accrued for transfer deeds	
GOSI	9,245,557	2,053,436	Amounts paid or accrued for GOSI	
Gov Expenses	11,842,563	2,678,772	Amounts paid or accrued for Iqama fees and Visa	

Revenues by Geography - The Company and its affiliates

SAR 000s	Eastern Province	Western Province	Central Province	Northern Province	Total Revenue	Revenue Percentage
Retal Urban Development Company	266,792	24,885	1,036,321	-	1,327,999	97.1%
BCC	289	-	-	-	289	0.0%
Nesaj Company	6,705	-	574	-	7,279	0.5%
Tadbeir Limited Company	2,707	2,584	12,398	8,902	26,591	1.9%
Tadbeir Environment Comapny	-	-	668	-	668	0.0%
Tabier Real Estate Company	4,298	-	-	-	4,298	0.3%
Total	280,791	27,470	1,049,961	8,902	1,367,125	100.0%

Declarations

Accounting Standards

The Company's financial records have been meticulously prepared in accordance with the accounting standards issued by the Saudi Organization for Certified Public Accountants (SOCPA). Notably, there exist no disparities from the relevant accounting standards as stipulated by the (SOCPA).

Recommendations to Change External Auditor

The Board of Directors has not put forth any recommendation for the replacement of the external auditor prior to the completion of their appointed term..

External Auditor Reservations

The auditors' report for the fiscal year 2023 AD did not contain any reservations or material observations pertaining to the Company's financial statements.

Transferable Debt Instruments

The company has neither issued transferrable debt instruments, nor entered into contracts based securities, convertible warrants, or similar rights issued or granted by the Company. Furthermore, no related refunds, purchases or compensation were made during the fiscal year ended on December 31, 2023.

Shares and Debt Instruments of Subsidiaries Companies

There are no shares or debt instruments issued by any of the Company's subsidiaries.

Interest in Entitled-to-vote Shares

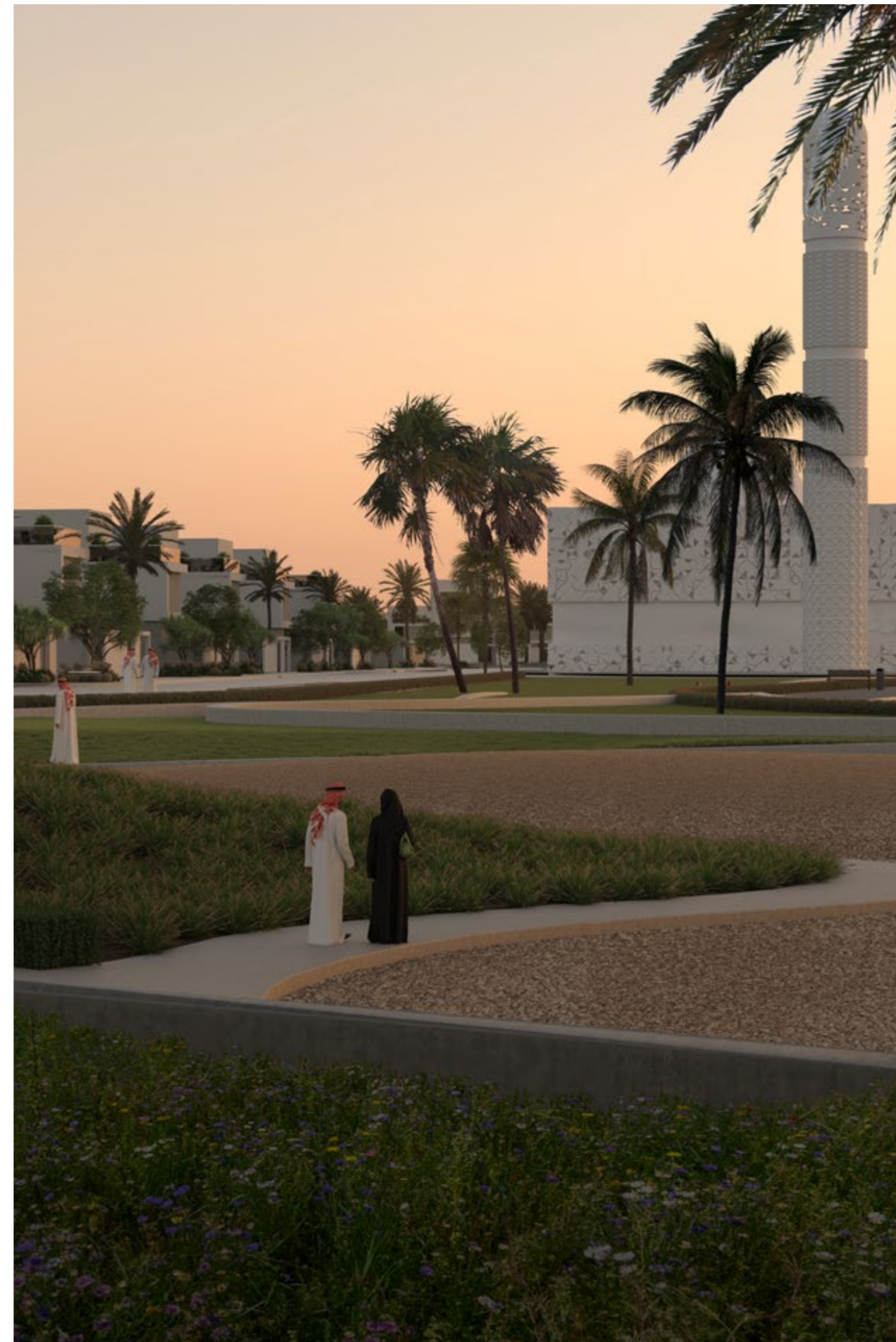
No person, apart from members of the Board of Directors, senior executives, and their relatives, holds an interest in shares with the right to vote. These individuals have adhered to the disclosure requirements set forth in Article 85 of the Rules on the Offer of Securities and Continuing Obligations, reporting their holdings and any changes in such interests throughout the latest fiscal year.

Investments or Reserves to Benefit Employees

No other investments or reserves were created for the exclusive benefit of the Company's employees.

Penalties or Restrictions by Authorities

Throughout the fiscal year ended on December 31, 2023, neither the Capital Markets Authority (CMA) nor any other supervisory, regulatory or judicial body imposed any penalties, retributions, precautionary measures or restrictions on the Company.



Board of Directors' Acknowledgements

The Board of Directors of Retal Urban Development Company affirms the following:

- That the financial accounts and reports have been prepared properly
- That the internal control system was prepared on sound robust foundations and implemented effectively
- That there are no reservations regarding the Company's ability to continue its activities

Closing Statement

The Board of Directors extends its sincere appreciation to the Executive Management, all company personnel, and relevant departments for their unwavering dedication to Retal's success, while upholding and enhancing governance standards within the organization. Special recognition is given for their positive interactions with the Company's shareholders and engagement with governmental and private sector entities. The Board looks forward to the Company's continued success and achievements in the forthcoming years.

Communication Mechanism with Shareholders

Based on the keenness of Retal Urban Development Company and its Board of Directors to prioritize the rights of its valued shareholders and to open multiple new channels of communication with them on an ongoing basis, the company has established a dedicated Investor Relations (IR) department to follow up the affairs of shareholders and stakeholders to facilitate continuous communication with them, respond to all questions and inquiries and follow up on any potential issues that shareholders may face regarding profit distribution and other operational matters. You can contact the Investor Relations Department through the following means:

Phone 0138013777

Fax 0138013778

Email ir@retal.com.sa

Website www.retal.com.sa

BUILD
FOR
Generations

800 3030 888

info@retal.com.sa
retal.com.sa

