



شركة الشرق الأوسط للرعاية الصحية (ميكو)

Middle East Healthcare Company (MEAHCO)

الستشفى السعودي الألماني  
Saudi German Hospitals

## **The agenda of the Ordinary general assembly meeting First meeting.**



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## **Items for the extraordinary general meeting of the first meeting**

1. To Vote on the Board of Directors' report for the fiscal year ending on 12/31/2021 G.
2. To vote on the company's auditor's report for the fiscal year ending 12/31/2021G.
3. To Vote on the financial statements for the fiscal year ending 12/31/2021G.
4. To Vote for to appoint the company's auditor from among the candidates based on the recommendation of the audit committee to examine, review and audit the financial statements for the second, third and annual quarters of 2022 and the first quarter of 2023, and determine their fees.
5. To Vote on payment (1,400,000 SAR) as remunerations and compensations to the Board of Directors for the fiscal year ending 12/31/2021G.
6. To Vote on releasing the Board of Directors members from their responsibilities for the fiscal year ending 12/31/2021.
7. To Vote on the recommendation of the Board of Directors not to distribute dividends to shareholders for the fiscal year 2021 G.
8. To vote on authorizing the Board of Directors with the authority of the Ordinary Assembly with the license mentioned in paragraph (1) of an article (71) of the Companies Law for a period of one year effective from the date of approval of the Ordinary General Assembly or until the end of the delegated Board of Directors Terms, whichever is earlier, according to the terms mentioned in the Regulatory Rules and Procedures issued according to the Companies Law relating to Listed Joint Stock Companies.



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9. To vote on the business and contracts that will be concluded between the company and the Emirates Health Care and Development Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and the Vice Chairman of the Board Dr. Makarem Subhi Batterjee have an indirect interest in it. The nature of Transaction is administrative supervision agreement for the Saudi German Hospital in Dubai in exchange for the Middle East Healthcare Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, the transaction amounted to (8,778,641 SAR) during the year 2021 G. This contract was made without conditions or preferential benefits (attached).

10. To vote on the business and contracts that will be concluded between the company and the Saudi Yemeni Health Care Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee, the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it. The nature of the Transaction is an administrative supervision agreement for the Saudi German Hospital in the Sana Republic of Yemen in exchange for the Middle East Healthcare Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, and there are no amounts for the year 2021 G and this contract was made without conditions or preferential benefits. (attached).

11. To vote on the business and contracts that will be concluded between the company and the Egyptian Saudi Company for Health Care, in which the Chairman of the Board Eng. Sobhi Abdel Jalil Batterjee, Vice Chairman Dr. Makarem Sobhi Batterjee, and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee have indirect interest in it, The nature of Transaction is Administrative supervision agreement for the Saudi German Hospital in Cairo-Egypt in exchange for the Middle East Healthcare Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, the transaction amounted to (4,114,720 SAR) during the year 2021 G. This contract was made without conditions or preferential benefits (attached).

12. To vote on the business and contracts that will be concluded between the company and the Humania capital North Africa Holding Company Ltd., in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee, the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee and a member of the



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Board of Directors Dr. Khaled Abdul-Jalil Batterjee and member of the Board of Directors Mr. Sultan Sobhi Abdul-Jalil Batterjee have an indirect interest in it, which is an alternative administrative supervision agreement to the administrative supervision agreement previously signed with the Egyptian Saudi Healthcare Company and the Bait Al-Batterjee Medical Company to supervise the Saudi German Hospital in Cairo, Egypt, in return for the Middle East Healthcare Company getting 10% of Net profit before tax deduction and zakat for ten years and administrative supervision of the Batterjee Medical City in the city of Alexandria, Egypt in return for the Middle East Health Care Company obtaining a percentage (10%) of the net profit before tax deduction and zakat for ten years and there are no amounts for the year 2021G. This contract was made without conditions or preferential benefits (attached).

**13.** To vote on the business and contracts that will be concluded between the company and the Hail National Company for Health Services, in which the Chairman of the Board Eng. Sobhi Abdul Jalil Batterjee, the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee have indirect interest in it. On the administrative supervision agreement on the Saudi German Hospital in Hail in return for the Middle East Healthcare Company obtaining (10%) of the net profit before tax deduction and zakat for ten years, and there are no amounts during the year 2021 AD, and this contract was made without conditions or preferential benefits. (Attached).

**14.** To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Medical Company, which the Chairman of the Board of Directors Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it, The nature of Transaction is an ongoing contract to provide consultations related to the management of new projects and the implementation of administrative supervision agreements that is carried out by the Middle East Healthcare Company with other hospitals for ten years, and the transaction amounted to (6,300,895 SAR) during the year 2021G, and this contract was made without conditions or preferential benefits (attached).

**15.** To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Company for Education and Training, which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a



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member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it, the nature of Transaction is a continuous contract that is renewed annually through which the Bait Al-Batterjee Company for Education and Training. It provides services for developing skills, training and qualifying national cadres and is considered a source for employing Saudis in the Middle East Healthcare Company and there are no amounts during the year 2021G, and this contract was concluded without preferential conditions or benefits. (Attached).

16. To vote on the business and contracts that will be concluded between the company and the Abdul Jalil Khaled Batterjee Company for the maintenance of medical devices (SYANAH) in which a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee has indirect interest in it. The nature of Transaction is a continuous contract that is renewed annually through which (SYANAH) is a renewal, repair, and maintenance of surgical instruments for the company's hospitals, the transaction amounted to (1,292,106 SAR) during the year 2021 G, and this contract was made without conditions or preferential benefits (attached).

17. To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Company for Pharmaceutical Industries (Bab Pharma), in which the Chairman of the Board Eng. Subhi Abdul-Jalil Batterjee has indirect interest in it. The nature of the Transaction is a continuous contract that is renewed annually through which taking into consideration the specialized competence of BAB pharma to procure and supply non-stock and selected Medicines with payments based on the actual purchase price of MEAHCO from third party suppliers. the transaction amounted to (14,416,747 SAR) during the year 2021, and this contract was made without conditions or preferential benefits. (Attached).

18. To vote on the business and contracts that will be concluded between the company and the Gulf Youth Investment and Real Estate Development Company (Janpro), which the Vice Chairman of the Board of Directors Dr. Makarem Subhi Abdul Jalil Batterjee has indirect interest in, and it is a continuous contract that is renewed annually through which (JanPro Company) performs cleaning work And preserving the safety of the environment in the company's hospitals, and the transaction amounted to



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(19,789,628 SAR) during the year 2021, and this contract was made without conditions or preferential benefits. (Attached).

19. To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee College of Medical Sciences and Technology Company, which is the Chairman of the Board of Directors, Eng. Sobhi Abdul-Jalil Batterjee, a member of the Board of Directors, Dr. Khaled Abdul-Jalil Batterjee, Vice-Chairman of the Board of Directors Dr. Makarem Subhi Abdul-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul Jalil Batterjee have indirect interest in it, it is a continuous contract that is renewed annually through which the Middle East Healthcare Company provides training for students of medical specialties and others for the employees of the Batterjee Medical College. The volume of dealings for the year 2021G amounted to (542,278 SAR) and this contract was made without Preferential terms or benefits. (Attached).

20. To vote on the business and contracts to be concluded between the company and (MEGAMIND Company), which is the Chairman of the Board of Directors, Eng. Sobhi Abdel-Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee And a member of the Board of Directors, Mr. Sultan Subhi Abdul Jalil Batterjee, have an indirect interest in it, The nature of Transaction is the digital transformation project for the company's hospitals, at an amount of 264,683,026 SAR for three years The volume of dealings for the year 2021G amounted to (9,292,272 SAR). This contract was made without conditions or preferential benefits. (Attached).

21. To vote on the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul-Jalil Batterjee have indirect interest in it, The nature of Transaction is the contract of restoration and the renewal of the company's hospitals at an amount of 346,526,924 SAR for three years and the amount of (23,380,556 SAR) was dealt during the year 2021G, and this contract was made without conditions or preferential benefits. (Attached).



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22. To vote on the business and contracts that will be concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul-Jalil Batterjee have indirect interest in it. The nature of the Transaction is the contract for the construction of the medical tower at the Saudi German Hospital in Aseer, where the project was completed, and the total contract value was (53,060,552 SAR) to be repaid over five years until the year 2021G, as accordingly, and there are no amounts during the year 2021G, and this contract was made without conditions or Preferential benefits (attached).

23. To vote on the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdel Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul Jalil Batterjee have indirect interest in it. The nature of the Transaction is the construction of the Saudi German Hospital in Makkah, with a capacity of 300 beds, at an amount of (388,911,533 SAR) for 36 months, and the amount of dealing was (87,893,412 SAR) during the year 2021G. This contract was made without conditions or preferential benefits. (Attached).

24. To vote on the business and contracts that will be concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul-Jalil Batterjee have indirect interest in it, The nature of Transaction is the construction Staff housing at SGH Makkah which amount (113,732,085 SAR) for 36 months, and the amount of dealing was (36,997,107 SAR) during the year 2021G. This contract was made without conditions or preferential benefits. (Attached).

25. To vote on the business and contracts that will be concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul-Jalil Batterjee have indirect interest in it,



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The nature of Transaction is the construction Staff housing at SGH Dammam for the amount of (98,100,745 SAR) for 36 months and the amount of dealings was (35,505,886 SAR) during the year 2021 G, This contract was made without conditions or preferential benefits. (Attached).

26. To vote on the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Subhi Abdul Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul Jalil Batterjee have indirect interest in it, The nature of Transaction is the construction Outpatient Tower at the Saudi German Hospital in Riyadh for the amount of (132,621,449 SAR) for 36 months, and the amount of dealings was (48,641,265 SAR) during the year 2021 G. This contract was made without conditions or preferential benefits. (Attached).

27. To vote on the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Subhi Abdul Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Subhi Abdul Jalil Batterjee have indirect interest in it. The nature of the Transaction is the construction of Inpatient Beds Expansion at the Saudi German Hospital in Riyadh, at an amount of (61,040,987 SAR) for 36 months, the transaction amount was (12,560,951 SAR) during the year 2021G. This contract was concluded without conditions or preferential benefits. (Attached).

28. To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Fitness Company, in which the Vice-Chairman Dr. Makarem Subhi Abdul-Jalil Batterjee has indirect interest in it. The nature of Transaction is the annual contract to provide medical services to Bait Al-Batterjee Fitness Company employees by the company's hospitals. and there are no amounts during the year 2021 G, and this contract was concluded without conditions or preferential benefits (Attached).

29. To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Medical Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a member of the



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Board of Directors Dr. Khaled Abdel-Jalil Batterjee have indirect interest in it, The nature of Transaction is the agreement for administrative supervision of the Batterjee Medical City project in the city of Alexandria in Egypt (Alex West) in return for the company obtaining a percentage (10%) of the net profits before deduction of taxes and zakat, and there are no amounts during the year 2021 G, the duration of the agreement is ten years from the date of signing. This contract was made without conditions or preferential benefits (attached).

**30.** To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Medical Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee have in direct interest in it, the nature of Transaction is the administrative supervision agreements of Sharjah Hospital and Ajman Hospital for ten years. The company Obtaining a percentage (10%) of the net profit before tax and zakat deduction. There are no amounts during the year 2021 G, and this contract was made without preferential conditions or benefits. (Attached).

**31.** To vote on the business and contracts that will be concluded between the company and the Bait Al-Batterjee Medical Company, which the Chairman of the Board of Directors Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it, the nature of the Transaction is the administrative supervision agreements on four hospitals in Pakistan. The company Obtaining a percentage of (10%) of the net profit before tax and zakat deduction, and these agreements will be valid for ten years from the date of their signing, and there are no amounts during the year 2021 G, and this contract was made without preferential conditions or benefits. (Attached).

**32.** To vote on the participation of the Middle East Healthcare Company in the capital of Sobhi Abdul Jalil Batterjee Hospital (Al Sobh New Medical Company) in the amount of (70,000,000 riyals), which is for the Chairman of the Board of Directors, Eng. Batterjee and a member of the Board of Directors, Dr. Khaled Abdel Jalil Batterjee, and a member of the Board of Directors, Mr. Sultan Sobhi Abdel Jalil Batterjee, have an indirect interest in it.



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## PROXY FORM



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## PROXY FORM

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Dear Shareholder,

The proxy form is not available, as the Extraordinary General Assembly meeting will only be conducted via modern technology.

In the event of an inquiry, we hope to contact the Shareholders Relations Department by phone number 0122606000, ext. 3129 or 3128, or by e-mail: [President4@sghgroup.net](mailto:President4@sghgroup.net) and e-mail [President5@sghgroup.net](mailto:President5@sghgroup.net).

Thank you.



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## The annual report of the audit committee for the year 2021



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Date: 21 April 2021

Dear Shareholders

### **Subject: Audit Committee Annual Report 2021**

Greetings,

Please find below itemized audit committee's annual report for 2021, that shows the performance details for the committee's responsibilities and duties as stated in the approved regulations of the committee's charter, including its recommendations and opinion regarding adequacy of the Company's internal and financial control systems, based on the committee's meetings and deliberations during 2021.

#### **First: Financial reports:**

The Committee has studied the preliminary and annual consolidated financial statements for year 2021, verified accounting estimates of core matters, and it has reviewed the Company's accounting policies and examined the issues raised by the external auditor to the Company's Chief Executive Officer (CEO) and finance department, and the committee considers that the financial statements and adopted accounting estimates and policies do not conflict with international accounting standards and are consistent with the nature of the Company's activities and are commensurate with its operations.

#### **Second: Internal audit:**

The implementation of internal control systems and controls is the responsibility of the executive management of the Company, under the supervision of the committee through study of those systems and the effectiveness of its procedures and overseeing the performance of the internal audit department of the Company, in addition to reviewing the internal audit reports and following up the corrective and improvement procedures that are implemented by the executive management or which will be implemented based on recommendations related to observations of the internal audit department in order to comply with the internal control and control systems and enhance their effectiveness and focus on improving and developing them.

The Committee also submits its decisions and recommendations to the Board of Directors through the minutes of the committee meetings, in addition to what the Chairman of the Committee presents during the board meetings.



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The Committee did not find any observations with a substantial impact on the normal functioning of the company under the current control system.

### **Third: The external auditor:**

The Committee recommended by selecting the external auditor to the Board of Directors for the fiscal year 2021, and to ascertain its independence and determine its fees. Furthermore; the committee reviewed the external audit plan for the fiscal year 2021, and followed the execution of the auditor's fieldwork and discussed its observations regarding the financial statements and follow-up its implementation with the executive management of the Company.

### **General revealed results of the audit committee:**

The Committee reviewed the external auditor's observations during examination and audit of the financial statements for year 2021. Furthermore; supervising of the internal audit department activities in accordance with its tasks and duties and discussing reports that submitted to the executive management and BOD "as appropriate", which included observations and recommendations. The executive management is working continuously to document, strengthen and improve internal control system, policies, procedures, organizational structures, information technology systems, business automation and continuous follow-up via the Committee; it can be said that the internal control system has been prepared and implemented on acceptable bases.

**Audit Committee Chairman**

**Amr Mohamed Khashoggi**



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## **Attachment regarding item # 9 to 32**

**Limited examination report and the notification of the chairman of the board to the shareholders about the business and contracts that the members of the board have any direct or indirect interest in.**



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Ernst & Young Professional Services (Professional LLC)  
Paid-up capital (SR 5,500,000 – Five million five hundred thousand Saudi Riyal)  
King's Road Tower, 13<sup>th</sup> Floor  
King Abdul Aziz Road (Malek Road)  
P.O. Box 1994  
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Kingdom of Saudi Arabia  
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## **INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT TO THE SHAREHOLDERS OF THE MIDDLE EAST HEALTHCARE COMPANY (A SAUDI JOINT STOCK COMPANY)**

### **Scope**

We have been engaged by Middle East Healthcare Company (the "Company") to perform a 'limited assurance engagement,' as defined by International Standards on Assurance Engagements endorsed in the Kingdom of Saudi Arabia, here after referred to as the engagement, to report on the declaration as attached in (Appendix 1), which was prepared by the Chairman of the Board of Directors (the "BOD") of the Company to be submitted to the Ordinary General Assembly Meeting, in respect of the transactions and contracts in which any of the members of the BOD of the Company has a direct or indirect personal interest, occurred during the period from 1 January 2021 to 31 December 2021 ("**Subject Matter**"), in order to comply with the requirements of Article (71) of the Companies' Law issued by Ministry of Commerce ("MOC") (1437H -2015).

### **Criteria applied by the Company**

In preparing the Subject Matter, the Company applied the following criteria ("Criteria"). Such Criteria were specifically designed in order to comply with the requirements of Article (71) of the Companies' Law; As a result, the subject matter information may not be suitable for another purpose.

1. Article (71) of the Companies' Law issued by Ministry of Commerce ("MOC") (1437H - 2015).
2. Declaration submitted by the Chairman of the BOD to the Ordinary General Assembly Meeting (Appendix 1).
3. The declarations submitted by the members of the Company's BOD in respect to the transactions and contracts in which any of the members of the Company's BOD has a direct or indirect personal interest.
4. The Company's accounting records for the period from 1 January 2021 to 31 December 2021.

### **Management's responsibilities**

The Company's management is responsible for selecting the Criteria, and for presenting the Subject Matter in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records and making estimates that are relevant to the preparation of the Subject Matter, such that it is free from material misstatement, whether due to fraud or error.

### **EY's responsibilities**

Our responsibility is to express a conclusion on the presentation of the Subject Matter based on the evidence we have obtained.



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**INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT  
TO THE SHAREHOLDERS OF THE MIDDLE EAST HEALTHCARE COMPANY  
(A SAUDI JOINT STOCK COMPANY) (continued)**

**EY's responsibilities (continued)**

We conducted our engagement in accordance with the International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ('ISAE 3000 (Revised)') endorsed in the Kingdom of Saudi Arabia, and the terms of reference for this engagement as agreed with the Company on 28 April 2022. Those standards require that we plan and perform our engagement to express a conclusion on whether we are aware of any material modifications that need to be made to the Subject Matter in order for it to be in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

**Our Independence and Quality Control**

We have maintained our independence and confirm that we have met the requirements of the professional code of conduct and ethics that are endorsed on Kingdom of Saudi Arabia, and have the required competencies and experience to conduct this assurance engagement.

EY also applies International Standard on Quality Control 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Description of procedures performed**

Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.



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**INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT  
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**Description of procedures performed (continued)**

A limited assurance engagement consists of making enquiries, primarily of persons responsible for preparing the subject matter and related information, and applying analytical and other appropriate procedures.

Our procedures included:

- Obtaining the BOD Chairman's declaration that includes the financial information about the transactions and contracts in which any of the members of the Company's BOD has a direct or indirect personal interest, occurred during the period from 1 January 2021 to 31 December 2021, according to the requirements of Article (71) of the Companies Law (Appendix 1).
- Reviewing the BOD resolution that indicate the BOD member's notification to the BOD in the transactions and contracts for the period from 1 January 2021 to 31 December 2021.
- Obtaining the declarations submitted by the Company's BOD in respect to the transactions and contracts in which any of the members of the Company's BOD has a direct or indirect personal interest.
- Comparing the financial information in Appendix 1 to the Company's accounting records for the period from 1 January 2021 to 31 December 2021.

We also performed such other procedures as we considered necessary in the circumstances.

**Other Matters**

The attached (Appendix 1) has been stamped by us for identification purposes only.

**Conclusion**

Based on our procedures and the evidence obtained, we are not aware of any material modifications that need to be made to the Subject Matter for the period from 1 January 2021 to 31 December 2021, in order for it to be in accordance with the Criteria.

for Ernst & Young Professional Services

Ahmed I. Reda  
Certified Public Accountant  
License No. (356)

Jeddah: 11 Shawwal 1443H  
12 May 2022





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Middle East Healthcare Company (MEAHCO)  
SAUDI GERMAN HOSPITAL

Saudi Joint Stock Company

Capital S.R. 920.400.000 . C.R.Number 4030149460



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المستشفى السعودي الألماني

شركة مساهمة سعودية

رأس المال ٩٢٠,٤٠٠,٠٠٠ ر.س سجل تجاري ٤٠٣٠١٤٩٤٦٠

Date: 19/09/1443

Corresponding: 20/04/2022

Shareholders of Middle East Healthcare Company (Saudi-German Hospital)

### Peace be upon you and God's mercy and blessings;

Based on the requirements of article (71) of the corporate system relating to the reporting of the General Assembly when it is held about the works and contracts made for the company and any member of the Board of Directors of the company has a direct or indirect interest in it, the Board of Directors informs your esteemed association that the members of the Board of Directors who They have a direct or indirect interest in these actions and contracts and have informed the Board of Directors of this for 2021 and the Board has approved these works and contracts without participating in the vote on their decisions and recommending that they be submitted to your esteemed association as follows:

Figure	The name of the relevant party	The nature of the transaction	Amount of transaction		Terms of dealing.	Duration
			Due from	due to		
1.	UAE HealthCare and Development Company (Sobhi Abdul-Jalil Batterjee, Khaled Abdul-Jalil Batterjee, Makarem Sobhi Batterjee own stakes in the company and are members of its board of directors)	Management fees	8,778,641	-	Ordinary business without any conditions or preferential benefits	10 years from 3/6/2015, renewed annually
2.	Beit Al-Batterjee College of Medical Sciences and Technology (Sobhi Abdul-Jalil Batterjee, Khaled Abdel-Jalil Batterjee, Makarem Sobhi Batterjee and Sultan Sobhi Batterjee own stakes in the company and are members of its board of directors)	Training fees	542,278	-	Ordinary business without any conditions or preferential benefits	One year.
3.	Beit Al-Batterjee Medical Company (main shareholder in MEAHCO Sobhi Abdul Jalil Batterjee and Khaled Abdul Jalil Batterjee own stakes in the company and are members of its board of directors)	Consulting fees	-	6,300,895	Ordinary business without any conditions or preferential benefits	10 years from 24 May 2015, renewed annually
4.	Beit Al-Batraji Education and Training Company (Sobhi Abdul-Jalil Batterjee and Khaled Abdel-Jalil Batterjee own stakes in the company)	Training fees	-	-	Ordinary business without any conditions or preferential benefits	One year.





شركة الشرق الأوسط للرعاية الصحية (ميكو)

Middle East Healthcare Company (MEAHCO)

المستشفى السعودي الألماني  
Saudi German Hospitals

Middle East Healthcare Company (MEAHCO)  
SAUDI GERMAN HOSPITAL

Saudi Joint Stock Company

Capital S.R. 920.400.000 . C.R.Number 4030149460



شركة الشرق الأوسط للرعاية الصحية (ميكو)

المستشفى السعودي الألماني

شركة مساهمة سعودية

رأس المال ٩٢٠,٤٠٠,٠٠٠ ر.س سجل تجاري ٤٠٣٠١٤٩٤٦٠

15.	Saudi-German Hospital Ajman (Sobhi Abdul Jalil Batterjee and Khalid Abdul Jalil Batterjee as partners in Ajman Health Care and Development Company)	Medical services	-	-	Ordinary business without any conditions or preferential benefits	10 years from 24 May 2015, renewed annually
16.	MEGAMIND Company (Sobhi Abdul Jalil Batterjee and Makarem Sobhi Batterjee partners in a company participating in the company)	IT Services	-	9,292,272	Ordinary business without any conditions or preferential benefits	3 years
17.	Humania capital North Africa Holding Company Ltd. (Sobhi Abdul-Jalil Batterjee, Makarem Sobhi Batterjee as partners in Humania capital North Africa Holding Company Ltd. and are members of its board of directors)	Management fees	-	-	Ordinary business without any conditions or preferential benefits	10 Years

We attach to this report the special report of the Company's Auditor, Ernst & Young Co. (Professional LLC) (EY) on these transactions in accordance with the regular requirements and the Board proposes to your esteemed association to approve these transactions and license their renewal for the coming year.

And please accept my sincere greetings and appreciation;



Eng. Sobhi Abdul Jalil Batterjee

Chairman