



To the Board of Directors  
Bank Albilad

***Independent limited assurance report over the schedule of information prepared in connection with the Implementing Regulations of the New Companies Law for Listed Joint Stock Companies relating to the proposed buy-back of shares***

We have undertaken a limited assurance engagement in respect of the accompanying schedule of proposed buy-back of shares (the "Schedule") of Bank Albilad (the "Bank") as at 30 January 2023, prepared in accordance with the applicable Criteria mentioned below.

***Subject matter***

The subject matter for our limited assurance engagement is the Schedule prepared by the management of the Bank as attached to this report and submitted to us.

***Criteria***

The criteria are the applicable requirements of Part six, Chapter one, Article 17.3 of the Implementing Regulations of the New Companies Law for Listed Joint Stock Companies issued by the Capital Market Authority ("CMA") of the Kingdom of Saudi Arabia dated 18 January 2023 (as amended) ("the Implementing Regulations", the "Criteria").

***Management's responsibility***

The Bank's management is responsible for:

- the preparation of the Schedule in accordance with the Criteria and ensuring its completeness and accuracy;
- the design, implementation and maintenance of internal control relevant to the preparation of the Schedule that is free from material misstatement, whether due to fraud or error; and
- the calculation of capital requirements and working capital sufficiency in accordance with the Criteria.

***Our independence and quality control***

We have complied with the independence requirements of the code of professional conduct and ethics, endorsed in the Kingdom of Saudi Arabia, and the ethical requirements that are relevant to our limited assurance engagement in the Kingdom of Saudi Arabia which includes independence and other requirements founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The firm applies International Standard on Quality Management 1 (ISQM 1) as endorsed in the Kingdom of Saudi Arabia, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements

***Our responsibility***

Our responsibility is to express a limited assurance conclusion on the Schedule based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), 'Assurance Engagements Other Than Audits or Reviews of Historical Financial Information', as endorsed in the Kingdom of Saudi Arabia. This standard requires that we plan and perform this engagement to obtain limited assurance about whether anything has come to our attention that causes us to believe that the Schedule is not prepared, in all material respects, in accordance with the applicable requirements of the Implementing Regulations relating to the proposed buy-back of shares.



### ***Our responsibility (continued)***

The procedures selected depend on our judgment, including the assessment of risks such as failure of systems and controls, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Bank's compliance with the requirements of the Implementing Regulations issued by CMA in the preparation of the Schedule. Our procedures included examining, on a test basis, evidence supporting systems and controls in respect of the preparation of the Schedule in accordance with the requirements of the Implementing Regulations.

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

### ***Summary of work performed***

We planned and performed the following procedures to obtain limited assurance over the Bank's compliance with the requirements of the Rules issued by CMA in the preparation of the Schedule.

- Reviewing minutes of the meeting of the Board of Directors' of the Bank held on 12 December 2022, in which the resolution relevant to the proposed shares buy-back was approved.
- Obtaining the Schedule as at 30 January 2023 which details the Bank's workings and calculations that support the requirements specified in the Implementing Regulations relating to the proposed shares buy-back.
- Comparing the proposed number of shares for buy-back by the Bank as set out in the Schedule with the number of shares approved in the resolution passed in the meeting of the Board of Directors of the Bank held on 12 December 2022.
- Obtaining the market price per share of the Bank prevailing on the Date of the Schedule from Tadawul and agreeing it with the relevant calculations made in the Schedule to compute the estimated purchase cost of the proposed shares buy-back transaction.
- Agreeing the arithmetical accuracy of the working capital calculation of excess of assets over the liabilities (including contingent liabilities as per Glossary of Defined Terms used in the Regulations and Rules of the Capital Market Authority) appearing in the Schedule, Part A, maturing over the next twelve months from 31 December 2022, with the details underlying the unaudited financial information of the Bank as at 31 December 2022 prepared by the management.
- Agreeing the arithmetical accuracy of the working capital calculation of excess of assets over the liabilities (including contingent liabilities as per Glossary of Defined Terms used in the Regulations and Rules of the Capital Market Authority) appearing in the Schedule, Part A, maturing more than 1 year to 5 years from 31 December 2022, with the details underlying the unaudited financial information of the Bank as at 31 December 2022 prepared by the management.
- Agreeing the total of assets, liabilities and contingent liabilities as at 30 September 2022, as disclosed in the Schedule, Part B, to the Bank's interim condensed reviewed financial statements for the nine months period ended 30 September 2022.
- Checking the arithmetical accuracy of the computation of the surplus assets as at 30 September 2022 as reported in the Schedule, Part B, (i.e. being the amount of total assets remaining after the deduction of total liabilities, contingent liabilities and the estimated purchase cost of the shares to be bought back by the Bank).
- Agreeing the amount of the Bank's retained earnings as at 30 September 2022 as disclosed in the Schedule, Part C with the Bank's interim condensed reviewed financial statements for the nine months period ended 30 September 2022.
- Checking the arithmetical accuracy of the computation of excess of retained earnings as at 30 September 2022 (i.e. being the excess of retained earnings after deduction of the treasury shares to be held by the Bank after the proposed shares buy-back) as detailed in the Schedule, Part C.



### ***Inherent limitations***

Our procedures regarding systems and controls relating to the preparation of the Schedule in accordance with the requirements of the Implementing Regulations are subject to inherent limitations and, accordingly, errors or irregularities may occur and not be detected.

Furthermore, such procedures may not be relied upon as evidence of the effectiveness of the systems and controls against fraudulent collusion, especially on the part of those holding positions of authority or trust.

Moreover, given the announcement requirements by the CMA, our report is issued well before the expected date of the proposed shares buy-back. As a result, the share price of the Bank on the actual date of execution of the proposed share buy-back transaction may be substantially different from the share price used in arriving at the estimated purchase cost of the proposed shares buy-back transaction in the Schedule as at the date prepared by the management and accompanying our report. Further, the working capital following the proposed share buy-back transaction may also differ significantly from the calculation made by management and reflected in the Schedule.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement under ISAE 3000 (Revised), as endorsed in the Kingdom of Saudi Arabia. Consequently, the nature, timing and extent of the procedures outlined above for gathering sufficient appropriate evidence were deliberately limited relative to a limited assurance engagement, and therefore less assurance is obtained with a limited assurance engagement than for a reasonable assurance engagement.

Our procedures did not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, as endorsed in the Kingdom of Saudi Arabia and accordingly we do not express an audit opinion or a review conclusion in relation to the adequacy of systems and controls. Furthermore, our procedures did not include testing or assessing any forward-looking statements or other information.

This conclusion relates only to the Schedule as at 30 January 2023 and should not be seen as providing assurance as to any future dates or periods, as changes to systems or controls may alter the validity of our conclusion.

### ***Emphasis of a matter***

We draw attention to Part A of the Schedule which states that the working capital amount presented in the Schedule is calculated based on the unaudited financial information of the Bank as at 31 December 2022. Our conclusion is not modified in respect of this matter.

### ***Limited assurance conclusion***

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the accompanying Schedule as at 30 January 2023 is not prepared, in all material respects, in accordance with the applicable requirements of the Implementing Regulations relating to the proposed buy-back of shares.



***Restriction of use***

This report, including our conclusion, has been prepared solely upon the request of the management of the Bank, to assist the Bank in fulfilling its reporting obligations to the CMA in accordance with the Implementing Regulations. The report should not be used for any other purpose or published except as permitted under the terms of our agreement. To the fullest extent permitted by law, we do not accept or assume responsibility to any third party.

**PricewaterhouseCoopers**

A handwritten signature in blue ink, appearing to read 'Mufaddal Ali', written over a horizontal line.

---

Mufaddal Ali  
License Number 447