

CGC  مركز حوكمة الشركات

Corporate Governance Center

Alfaisal University - College of Business

Corporate Governance Center services



جامعة الفيصل
Alfaisal University

Second Annual
Corporate Governance Conference
22nd of April, 2018

Outline

- **Corporate Governance Center –
Departments and Services**

- **مركز حوكمة الشركات
– الإدارات و الخدمات**

- **CGI Scoring System**

- **مؤشر حوكمة الشركات – نظام التقييم**

- **CG Individual Report**

- **التقرير المخصص لشركة**

- **CG Training Programs**

- **برامج التدريب المعتمدة**

مركز حوكمة الشركات
الإدارات و الخدمات

Corporate Governance Center
Departments & services

مركز حوكمة الشركات – الإدارات و الخدمات

Corporate Governance Center Departments

إدارة التقييم

Assessment Department

إدارة التدريب

Training Department

إدارة الأبحاث

Research Department

مركز حوكمة الشركات – الخدمات

Corporate Governance Center Services

مؤشر حوكمة الشركات

**Corporate Governance
Index (CGI)**

تقييم ومتابعة أداء الشركة

**Individual Assessment
Report**

برامج التدريب

Training programs

المساهمة في التعليم

Education

مركز حوكمة الشركات – المساهمة في التعليم

Corporate Governance Center - Education

برامج التدريب للطلاب

Internship program

التعرف على مبادئ حوكمة الشركات المطبقة محلياً و عالمياً
مراجعة أداء الشركات و -
مقارنتها بأفضل الممارسات

-CG principles by CMA, SAMA and OECD

-Engage the trainee on reviewing companies real practices and make

- comparison with CG best practices.

الخريجون و طلاب درجة الماجستير

Graduates

أوراق عمل بحثية و الإشراف على دراسات بحثية مستقلة

Research papers and Independent studies

طلاب البكالوريوس

Undergraduate

كورس حوكمة الشركات
Corporate Governance Course

متطلبات دراسة المادة

Prerequisite

✓ المحاسبة

Full year of Accounting
(Accounting 1 & Accounting 2)

✓ مبادئ المالية

Principles of Finance

✓ أخلاقيات العمل

Business Ethics

برامج التدريب المعتمده

Certified Training Programs

Two-Day Certificate Program

- **WHY and WHAT of Corporate Governance**
- **Corporate Governance in Practice:**
Case Studies Derived from the Work of CG Center at Alfaisal University
 - Board Of Directors and Best Practices
 - Shareholders Rights and Best Practices
 - Public Disclosure and Transparency and Best Practices
 - Stakeholders Rights and Integrated Reporting



October, 2018

2nd and 3rd

Tuesday and Wednesday

For Registration and more information: :

للتسجيل و لمزيد من المعلومات

http://cob.alfaisal.edu/training_programs

مؤشر حوكمة الشركات - نظام التقييم

Corporate Governance Index (CGI)

Scoring System

CGI Scoring System

مؤشر حوكمة الشركات - نظام التقييم

#	Firm Title	Sector	Authorized Name	Authorized Surname	E-Mail	Phone
5392	#10-4001 Abdullah Al Othaim Markets Co.	Food and staples retailing	Bandar S.	Albohiry	balbohiry@othaim.com	00966112541000
5398	#10-4006 Saudi Marketing Co.	Food and staples retailing	Mohammed	AlSayed	mohammed.ali@farm.com.sa	0138535700
5401	#10-4061 Anaam International Holding Group	Food and staples retailing	Salah	Elkhair	skhair@anaamgroup.com	0126357007
5377	#10-4160 National Agricultural Marketing Co.	Food and staples retailing	Managing Shareholders	-	thimarshareholders@thimar.com.sa	0114933141
5411	#11-2050 Savola Group	Food and beverages	Tarik	Ismail	tismail@savola.com	00966122687775
5412	#11-2100 Wafrah for Industry and Development Co.	Food and beverages	Osman	Mohammad	osmanaltom>wafrah.com	966114023456
5410	#11-2270 Saudia Dairy and Foodstuff Co.	Food and beverages	Ahmed	Gharbawi	ahmed.gharbawi@sadafco.com	0126293366
5409	#11-2280 Almarai Co.	Food and beverages	Mohammed	Alkhalidi	investor.relations@almarai.com	+966 11 4700005

DASHBOARD

USERS

CLIENTS

CORPORATE GOVERNANCE

Dashboard > Clients > Add / Update

Firm Information User Information

Firm Title: * #11-2050 Savola Group

Sector: * Food and beverages

Address: * Ashati District, Jeddah, Prince Faisal Bin Fahd Road,
Savola Group 2444 Taha Kusaifan-Ashati
Unit No. 15
Jeddah 23511-7333

Authorized Person
Name: * Tarik

Authorized Person
Surname: * Ismail

Phone: * 00966122687775

Fax: 00966122687828

E-Mail (Appendix): tismail@savola.com

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin -

Dashboard > Info Sets

Info Sets

Firm: * Company X

Form Type: * SAUDI DOCUMENTS AND INFORMATION KIT - 2018/1

1. Independent audit reports,
 - 1- Consolidated Financial Statements Y2016
(For the year ended December 31, 2016)

5505/#CompanyX Consolidated Financial Statements Y2016.pdf [X]
2. Annual reports,
 - 1- Annual Report Y2016
 - 2- Board of Directors Annual Report Y2016
 - 3- Sustainability Report Y2016

5505/#CompanyX Annual Report Y2016.pdf [X]
5505/#CompanyX Board of Directors Annual Report Y2016.pdf [X]
5505/#CompanyX Sustainability Report Y2016.pdf [X]
3. Articles of Association,
 - Bylaws document - Last update on Dec, 2015

5505/#CompanyX Bylaws.pdf [X]
4. General documents of shareholder meetings (list of participants, minutes, etc.).
 - 1- General Assembly Meeting Minutes (Ordinary)
 - 2- General Assembly Meeting Minutes (Extra-Ordinary)

5505/Meeting minute (GAM-ordinary).pdf [X]
5505/Meeting minute (GAM-extraordinary).pdf [X]

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin -

Dashboard > Info Sets

Info Sets

Firm: * Company X

Form Type: * SAUDI DOCUMENTS AND INFORMATION KIT - 2018/1

5. General documents of shareholder meetings (list of participants, minutes, etc.),

1- General Assembly Meeting 16 May 2016 (Ordinary)
2- General Assembly Meeting 07 Aug 2016 (Extra-Ordinary)

5505/#CompanyX Ordinary General Assembly Meeting 16 May 2016 (Invitation).pdf [X]
5505/#CompanyX Ordinary General Assembly Meeting 16 May 2016 (Results).pdf [X]
5505/#CompanyX Extra-Ordinary General Assembly Meeting 07 Aug 2016 (Results).pdf [X]
5505/#CompanyX Extra-Ordinary General Assembly Meeting 07 Aug 2016 (invitation).pdf [X]

6. Short CV's of top executives,

Reference: Corporate website www.compnayx.com/about/executives.html
Retrieved date 12 December, 2016

5505/#CompanyX website screen shot.pdf [X]

7. Information about environmental activities and social responsibility projects,

Reference: Corporate website www.compnayx.com/about/CSR.html
Retrieved date 12 December 2016

5505/#CompanyX CSR screen shot.pdf [X]

8. Other documents about corporate governance

Corproate Governance Code of the Company

5505/#CompanyX CG Code.pdf [X]

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin

Dashboard > Corporate Governance > Question Sets > Question Set Assignment

Assignment

Question Set: Saudi Arabia Corporate Governance (Companies)
✓ Saudi Arabia Corporate Governance BANKS
Saudi Arabia Corporate Governance INSURANCE

Year: 2018

Firms	Assigned Firms	2. Time Assigned Firms
#10-4001 Abdullah Al Othaim Markets Co. #10-4006 Saudi Marketing Co. #10-4061 Anaam International Holding Group #10-4160 National Agricultural Marketing Co. #11-2050 Savola Group #11-2100 Wafrah for Industry and Development Co. #11-2270 Saudia Dairy and Foodstuff Co. #11-2280 Almarai Co. #11-6001 Halwani Bros. Co. #11-6010 National Agricultural Development Co. #11-6020 Al Gassim Investment Holding Co. #11-6040 Tabuk Agricultural Development Co. #11-6050 Saudi Fisheries Co. #11-6060 Ash-Sharqiyah Development Co. #11-6070 Al-jouf Agricultural Development Co. #11-6090 Jazan Energy and Development Co.	#14-1010 Riyadh Bank #14-1020 Bank Aljazira #14-1030 Saudi Investment Bank #14-1040 Alawwal Bank #14-1050 Banque Saudi Fransi #14-1060 Saudi British Bank #14-1080 Arab National Bank #14-1090 Samba Financial Group #14-1120 Al Rajhi Bank #14-1140 Bank Albilad #14-1150 Alinma Bank #14-1180 National Commercial Bank	

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin

Dashboard > Question Sets

Question Sets

Firm: * Company X

Form Type: * Saudi Arabia Corporate Governance (Companies) - 2018/1

Answer Type: * Not Answered Answered All

Lock State: Unlocked

7. Has the Board of Directors developed a written policy that would regulates conflict of interest and remedy any possible cases of conflict by members of the board of directors, executive management and shareholders ?

Yes No Partial

<http://www.compnayx.com/Conflict-of-interest-policy.pdf>
Policy is attached

No file chosen

5505/Conflict-of-interest-policy.pdf [X]

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin -

Dashboard > Question Sets

Question Sets

Firm: *

Form Type: *

Answer Type: * Not Answered Answered All

Lock State: Unlocked

The form has been concluded on **07.04.2018 19:22:16**. To re-open

60. Were shareholders given the right to pose questions related to agenda items to members of the Board of Directors at the General Assembly?


Yes No Partial

Meeting Minute of Ordinary General Assembly Meeting, 16 May 2016.

Page #3

CGI Scoring System

مؤشر حوكمة الشركات - نظام التقييم

CGC  مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin

Dashboard > Question Sets

Question Sets

Firm: *

Form Type: *

Answer Type: * Not Answered Answered All

Lock State: Unlocked

The form has been concluded on **07.04.2018 19:22:16**. To re-open

22. During election of an independent member, is attention paid to not to choose a candidate with a controlling interest in the company or in any other group company?

Yes No Partial

Document: Annual report, page 51

<http://www.companyx.com/board-of-directors.html>

Notes:

The independent member (Mr. Abdulaziz bin Mohammed AIXXXX) is the brother of the board chairman (Dr. Nasser bin Mohammed AIXXXX / non-executive). However, the independent is a board member of XXXXX company, which is a major shareholder of the company with 8.27%.

CGC مركز حوكمة الشركات
Corporate Governance Center
Alfaisal University - College of Business

Saudi Admin -

Dashboard > Question Sets

Question Sets

Firm: *

Form Type: *

Answer Type: * Not Answered Answered All

Lock State: Unlocked

The form has been concluded on **07.04.2018 19:22:16**. To re-open

141. Does the annual report contain information on number of meetings of Committees established under the Board, dates of each meeting and attendance of committee members to these meetings in addition to other subjects that SAMA or another regulatory authority wants to be disclosed to public?

Yes No Partial

Annual report, page 57
The table

التقرير المخصص لشركة

CG Individual Report

التقرير المخصص لشركة CG Individual Report

<http://cob.alfaisal.edu/customized-cgr>



يحتوي التقرير المخصص على:

The report will include the following:

- **Full assessment** of the CG practices within four categories; board of directors, shareholders' rights, public disclosure and transparency, and stakeholders' rights.
- The **cumulative** CG score along with CG score **by four categories** will be provided and **comparative analysis** to reveal how the company performed compare to other companies.
- Detail **graphical analysis** of the company's CG performance
- Highlight both **strengths and weaknesses** of the company on the four categories.
- **key recommendations** on how to improve CG.
- An **onsite presentation** of the report by CGC representative/s.
- Corporate Governance Center **Certification**.
- **تحليل كامل و مفصل** لأداء الشركة في الحوكمة وذلك ضمن الجوانب الأربعة التالية: مجلس الإدارة، حقوق المساهمين، الإفصاح العام و الشفافية، حقوق أصحاب المصالح.
- **التقييم العام للشركة و موقعها في مؤشر الحوكمة** مقارنة مع الشركات الأخرى بنفس القطاع و كذلك مقارنة مع جميع الشركات المدرجة في كافة القطاعات. بالإضافة إلى مرتبتها في كل قسم.
 - **تحليل إحصائي تصويري بالرسومات البيانية**
- **تحديد جوانب القوة و الضعف** في ممارسة حوكمة الشركة ضمن الأقسام الأربعة.
 - **توصيات و إرشادات** لتطوير ممارسة الحوكمة الجيدة في الشركة.
 - **شرح التقرير** في مقر الشركه من قبل ممثل / ممثلي المركز
 - **شهادة توثيق التقييم.**

شكراً لكم

Thank You

Corporate Governance Center

Alfaisal University, College of Business
Alfaisal University

P.O. Box 11533, Riyadh, 50927

Tel: +966 11 215 7682

Email: cgi@alfaisal.edu

Website: <http://cob.alfaisal.edu/cgc>

Twitter: @AU_CGC

