

REPORT OF FACTUAL FINDINGS TO THE SHAREHOLDERS OF RAYSUT CEMENT COMPANY SAOG

We have performed the procedures prescribed in Capital Market Authority (CMA) Circular No. E/4/2015 dated 22 July 2015 with respect to the accompanying corporate governance report of Raysut Cement Company SAOG (“the Company”) as at and for the year ended 31 December 2020 and its application of corporate governance practices in accordance with amendments to CMA Code of Corporate Governance (‘the Code’) issued under circular No. E/10/2016 dated 01 December 2016. Our engagement was undertaken in accordance with the International Standards on Related Services applicable to agreed-upon procedures engagements. The procedures were performed solely to assist you in evaluating the extent of the Company’s compliance with the Code as issued by the CMA and are summarized as follows:

- 1) We obtained the corporate governance report (‘the report’) issued by the Board of Directors and checked that the report of the Company includes as a minimum, all items suggested by the CMA to be covered by the report as detailed in the Annexure 3 of the Code by comparing the report with such suggested content in Annexure 3; and
- 2) We obtained the details regarding areas of non-compliance with the Code identified by the Company’s Board of Directors for the year ended 31 December 2020.

We report our findings on the procedures performed in the following paragraph:

The Company has not complied with the provisions relating to requirement of holding minimum two meetings per annum for Nomination and Remuneration Committee as specified in Eleventh principle of the code.

Except for the items noted above, we have no other exceptions to report in respect of the procedures performed.

Because the above procedures do not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, we do not express any assurance on the accompanying Corporate Governance Report.

Had we performed additional procedures or had we performed an audit or a review of the corporate governance report in accordance with International Standards on Auditing or International Standards on Review Engagements, other matters might have come to our attention that would have been reported to you.





Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose. This report relates only to the Board of Directors' Corporate Governance Report included in the Company's annual report for the year ended 31 December 2020 and does not extend to any financial statements of Raysut Cement Company SAOG, taken as a whole.

CROWE MAK GHAZALI LLC

Davis Kallukaran
Managing Partner

Muscat, Sultanate of Oman
23 February 2021

