



Yaqeen Gold Fund

Public Open-end commodity fund compliant with Sharia standards

Terms and Conditions of the Fund

Name of Fund

Yaqeen Gold Fund

Public open-end investment fund

Fund Manager

Yaqeen Capital Company

Yaqeen Gold Fund has been certified as being Shari'ah compliant by the Shari'ah Board appointed for the Investment Fund.

The Fund Manager acknowledges that these terms and conditions and other Fund documents are subject to the provisions of the Investment Fund Regulations and the Investment Funds Regulations issued by the Capital Market Authority. The Fund Manager further acknowledges that the terms and conditions of the Fund and other documents include fair, correct and non-misleading disclosure of all material information and facts relevant to the Fund.

"Potential investors who may receive these Terms and Conditions should read the Terms and Conditions, the Memorandum of Information and other documents carefully, review the risks associated with the investment and take advice from their advisors. Moreover, they should take into account legal requirements before making any decision on investing in any of the Fund units by signing and accepting them when participating in any of the units of the Fund"

Date of issuance of these terms and conditions

04/02/2020 AD

The Last update for the T&C

28/07/2022

Date of approval by the Authority for the establishment of the Fund and the issuance of its units

04/02/2020 AD

This amended version of the terms and conditions of the Yaqeen Gold Fund, which reflects the following change, change of the fund auditor, according to our letter sent to the Capital Market Authority on 28/07/2022 AD



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Glossary	
CML	the Capital Market Law issued by Royal Decree No. M/30 dated 2/6/1424H.
Capital Market Authority	Means the Capital Market Authority in the Kingdom of Saudi Arabia is inclusive of any committee, sub-committee, employee, or agent who can be delegated to perform any of the authority's functions.
Value Added TAX System	The Value Added Tax System "VAT" issued by Royal Decree No. (M / 113) on 2/11/1438 AH, which was issued with the Executive Regulations of the General Authority for Zakat and Income ("GAZI"). VAT has been implemented as of January 1, 2018. ("Effective Date"), which is an indirect tax imposed on all goods and services that are bought and sold by enterprises.
Capital Market Institutions Regulations	the Capital Market Institutions Regulations issued by the Board of the Capital Market Authority
Investment Fund Regulation	Means the regulations under the same name issued by the Board of the Capital Market Authority pursuant to Resolution No. 1-219-2006 dated 03/12/1427 AH corresponding to 24/12/2006 AD based on the Capital Market Law issued by Royal Decree No. M / 30 on 6/2/ 1424 AH as amended by Resolution of the Capital Market Authority Board No. 1-61-2016 dated 8/16/1437 AH corresponding to 5/23/2016 AD.
Person	Means any natural or legal person approved by the laws of the Kingdom of Saudi Arabia.
Authorized person	a person authorized by the Authority to carry out securities business..
Yaqeen Capital or Fund Manager	Means Yaqeen Capital Co. a Saudi closed joint shareholder company licensed by the Capital Market Authority under License No 060-20-37 dated 29/14/1427 to carry out the services of dealing as an agent and a principal and underwriter, management of Investment Funds and portfolios. As well as arranging, advising, and custody .
Gold commodity provider	Means EFG bank Switzerland is a Swiss bank licensed by the Swiss Financial Market Supervisory Authority under license number CHE-245.681.319 to carry out banking services, custody and asset management services.
Financial Market (Tadawul)	Means the Saudi Stock Exchange (Tadawul).
Custodian	Means Yaqeen Capital Co. a Saudi closed joint shareholder company licensed by the Capital Market Authority under License No 060-20-37 dated 29/14/1427 to carry out the services of dealing as an agent and a principal and underwriter underwriter, management of Investment Funds and portfolios. As well as arranging, advising, and custody.
Sub- Custodian	Means EFG bank Switzerland is a Swiss bank licensed by the Swiss Financial Market Supervisory Authority under license number CHE-245.681.319 to carry out banking services, custody and asset management services.
Shariah Board	Means the Sharia board that supervises all Yaqeen Capital products and its operations.
Shariah Standards	Means the standards set by the Sharia Board for the Fund's investments.

Fund Board of Directors	Means Yaqeen Gold Fund board of directors that appointed by the fund manager in accordance with the investment funds regulations to monitor the fund manager's activities
Independent Board Member	Means an independent fund member who enjoys complete independence by way of example, the following shall constitute an infringement of such independence: 1) an independent a fund member who; is not an employee of the fund manager or any of its affiliates, or any sub-manager or custodian for a fund on whose fund board the director serves; or have a material business, or contractual relationship with the fund manager or any sub-manager or custodian for such fund. 2) he, during the preceding two years, has been a senior executive of the fund manager or any of its group 3) he is a first-degree relative of any board member or any senior executives of the fund manager or of any other company within that group. 4) holds control over the fund manager or any of its group.
Compliance Officer	Compliance Officer at Yaqeen Capital, who is appointed in accordance with the Authorized Persons Regulations.
Fund	Means the Yaqeen Gold Fund, managed by Yaqeen Capital.
Open Investment Fund	Means an investment fund with a variable capital, its units increase by issuing new units.
Fund Capital	The total value of units at the beginning of each period (Dealing Day).
Terms and Conditions	Means the terms and conditions of Yaqeen Gold Fund that contracts to contain those disclosures and provisions required by Article (32) of the Investment Funds Regulations and signed between the fund manager and the unit holder
Fund Management Fee:	The remuneration, expenses, and fees paid to the fund manager to manage the fund.
Subscription Application Form	The form used to apply for participation in the fund and any documents required according to the regulations of the Capital Market Authority, AML/CFT rules, and any attached information signed by the investor for the purpose of subscribing to the fund units, subject to the approval of the fund manager.
Unit	Means the interest of the holders in an investment fund consisting of units (including fractions of a unit), and each unit shall be treated as representing one undivided interest in the assets of an investment fund.
Unit holder /subscriber/ investor/client	Synonymous terms, used to refer to the person who owns units in the fund with the intention of investing.
Legal investor	A group of persons aiming to achieve a specific purpose, for which the law recognizes the legal personality to the extent necessary to complete that purpose.
NAV	Means Net Asset Value, which is the total value of the Fund Assets minus the value of liabilities and expenses, then the result is divided by the total number of units outstanding on the valuation date.

Valuation Day	Means the day when the Net Asset Value will be calculated for subscriptions and redemptions.
Dealing Day	Means the day on which the redemption or subscription requests is executed.
Investments	The securities and/or investment financial instruments in which the fund invests that are compatible with Sharia provisions and standards.
Credit rating	A grade that shows the borrower's ability to pay off his debts, as it is rated by credit rating agencies such as Standard & Poor's, Fitch, and Moody's. According to Standard & Poor's, the AAA grade represents the highest credit rating, meaning that the borrower has a strong ability to repay. In contrast, the D grade represents the lowest credit rating, and it means that the borrower is in bankruptcy and is not likely to repay.
Investment credit rating	The grades are BBB- and higher according to Standard & Poor's and Moody's, and Baa3 and higher according to Moody's, as the borrower obtaining an investment credit rating indicates that the risk of not being able to repay their outstanding loans is low.
Securities	Means any of the following; shares, debt instruments, warrants, certificates, units, options, futures, contracts for differences, long term insurance contracts, and any right to or interest in anything specified previously.
Similar investment funds	It refers to investment funds licensed by the Authority and publicly offered, which mainly correspond to the fund's same strategies.
Money Market Fund	Means an investment fund the sole objective of which is to invest in short-term securities and money market transactions in accordance with the Investment Funds Regulations.
Fundamental changes	It means any of the following cases: 1. A significant change in the objectives or nature of the fund. 2. A change that has a negative and substantial impact on unit owners or their rights in relation to the fund. 3. A change that has an impact on the risk position of the fund. 4. The voluntary withdrawal of the fund manager from his position as the fund manager. 5. Any other cases that the Authority deems to be a fundamental change and is reported to the fund manager.
Material changes	It means any change that is not considered one of the fundamental changes that: 1. It usually leads to unitholders reconsidering their participation in the fund. 2. It leads to an increase in payments from the fund's assets to the fund manager or any member of the fund's board of directors. 3. It provides a new type of payment to be paid from the fund's assets. 4. substantially increases other types of payments made from the fund's assets. 5. 5) Any other cases decided by the Authority from time to time and reported to the fund manager.
Notifiable changes	It is any change that does not fall within the fundamental changes and important changes.

Passive management	It is a management approach in which the fund manager simulates the fund index's performance before fees and expenses.
Dollar	Means the US dollar, the official currency of the United States of America.
Fiscal year	Means the calendar year and the time period at the beginning, of which all the fund's financial operations are documented and recorded. At the end of which, the financial statements and the balance sheet are prepared, consisting of 12 calendar months.
Quarter	A period of three months from each fiscal year ends on the last day of the months (March / June / September / December) of each year, and the first quarter will be the quarter in which the fund start date is.
Business Day	Means an official working day for banks in the Kingdom
Day	Means a working day in the Kingdom according to the official working days at the Capital Market Authority
Exceptional circumstances	Means the economic, political, and regulatory factors such as economic crises, local and foreign political changes, or regulatory and legislative decisions that result in a negative impact on the fund's investments.
Fund Index / Gold Currency Index / Index	The index by which the performance of the investment fund can be measured. Here, it is the price of the gold currency against the dollar, XAU/USD.
Bloomberg platform	The Bloomberg platform is a computer system that allows investors to access financial data in real time as it provides users with prices and news.
Gold commodity currency XAU/USD	(Spot contract of gold in US dollars) is an index extracted from Bloomberg that reflects the price of spot gold in US dollars per ounce of gold commodity.
Gold ounce	A unit of measurement for the weight of a commodity, where an ounce of gold equals 31.103 grams of gold.
The purity of the gold commodity	Means the percentage of pure gold in the gold bar and the purity is expressed as parts per thousand (1000). 999.9 gold means there are 999.9 parts of pure gold for every 1000 parts.
Correlation coefficient	It is an indicator that measures the strength of the relationship and the correlation between two variables and their direction with each other, where the correlation coefficient ranges between -1 and +1.
Stock Market	A system whereby sellers and buyers are brought together for a certain type of securities or for a specific financial asset, whereby investors can buy and sell a number of shares and bonds within the market either through brokers or companies operating in this field.

1. General Information		
A	Fund Manager	Yaqeen Capital Co.
B	Head office address of the Fund Manager	Address of Fund Manager: Head Office – Olaya Road PO Box 884 Riyadh 11421 Phone: 8004298888 Fax + 966 (11) 2054831
C	Website of the Fund Manager	www.yaqeen.sa
D	Custodian	Yaqeen Capital Co, a Saudi closed joint shareholder company licensed by the Capital Market Authority under License No 060-20-37 dated 29/14/1427 to carry out the services of dealing as an agent and a principal and underwriter , management of Investment Funds and portfolios. As well as arranging, advising and custody.
E	Website of Custodian	www.yaqeen.sa
2. Governing Law		
Yaqeen Gold Fund and the Fund Manager shall be subject to the Capital Market Law and its executive regulations and other applicable laws and regulations applicable in the Kingdom of Saudi Arabia.		
3. Objectives of the Investment Fund		
A	Objectives of the Investment Fund	It is an open public investment fund compliant with Sharia standards. It invests passively in the commodity of gold, as it seeks to achieve long-term capital growth and gains by simulating the performance of the XAU/USD gold commodity currency index (spot contracts for gold in US dollars) before fees and expenses. No profits are distributed to the unitholders. Instead, all realized profits are reinvested in the same fund. All fund investments are outside the Kingdom of Saudi Arabia. The fund may invest up to 10% of the fund's total assets in gold commodity funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. To provide liquidity, the fund maintains cash liquidity that may reach 10% of the total assets of the fund as a maximum. The fund may also invest up to 10% in money market instruments funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.

<p>B</p>	<p>Investment Policies and practices</p>	<p>The fund invests mainly in the currency of the gold commodity, with a minimum of 90% of the fund's total assets and a maximum of 100% of the fund's total assets. In addition, the fund invests with a maximum of 10% of the fund's total assets in Sharia-Compliant money market instruments funds and invests with a maximum of 10% of the fund's total assets in Sharia-Compliant gold commodity funds that publicly offering and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. The fund maintains cash liquidity that may reach 10% of the fund's total assets as a maximum.</p> <p><u>Investment policy and practices:</u></p> <ul style="list-style-type: none"> - The fund is managed in an inactive manner of management when investing in the gold commodity to achieve the fund objectives. It invests directly in the gold commodity, and no financial derivatives are used. - The fund does not provide any diversification in assets and does not change the percentage of its investment in gold commodity based on expectations of the gold commodity price. If the price of the gold commodity increases or decreases, the Fund will simulate this increase or decrease in the price of the gold commodity. The trading currency in the gold commodity market is the US dollar, while the trading unit for the gold commodity is an ounce of gold with a purity of 999.9, any change in the price of the gold commodity reflects the change in the value of an ounce of gold with a purity of 999.9 in US dollars. - The fund seeks to simulate the performance of the index by keeping the standard deviation from the maximum of 1%. Standard deviation is measured as the standard deviation of the difference between the weekly return of the fund compared to the weekly return of the index. The Fund Index is the gold commodity currency "USD/XAU," and it is an index that is extracted from Bloomberg. It reflects the price of spot gold in US dollars per ounce of gold commodity with a purity of 999.9 - The fund seeks to achieve a minimum correlation coefficient of 0.85 with the index on an annual basis. - The fund manager maintains a cash percentage of up to 10% of the total assets of the fund to meet the redemption requests. - The fund invests in gold commodity with a purity of 999,9 only through the specified gold provider (EFG bank Switzerland - "Subject to approve"). Moreover, the fund invests in Sharia-Compliant gold commodity funds that offered in a public offering and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. - The mechanism for selecting gold commodity funds: - The fund that will be preferred in which its expenses are low compared to the fund's net assets, Sharia-compliant, its investments are outside the Kingdom of Saudi Arabia, and follows an passive approach when investing in the currency of the commodity gold USD/XAU and that the invested fund does not invest in companies of Gold mining or companies that trade in gold. Also, the fund must be managed by a fund manager licensed by a supervisory authority that has standards and regulatory requirements similar to those applied by the Capital Market
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		<p>Authority in the Kingdom of Saudi Arabia and has a good reputation, sound financial position and low risks, according to the classification and internal evaluation of the fund manager.</p> <ul style="list-style-type: none"> - The fund manager will not distribute any profits to the unitholders, and any profit from the fund's investments in gold commodity, gold commodity funds, or money market instruments funds will be reinvested in the fund. - All the fund investments will be outside the Kingdom of Saudi Arabia.
4. Duration of the Investment Fund		
Yaqeen Gold Fund is a public open-end investment fund and there will be no specific term nor a maturity date for the Fund.		
5. Investment Limitations and restrictions		
During the Fund's management period, the Fund Manager shall abide by the limitations and restrictions imposed by the investment funds regulations, the fund's terms and conditions, and the information memorandum.		
6. Fund Currency		
The fund's currency is US dollar. If investors wish to subscribe with other currencies rather than (US dollars), the subscription value is converted into the fund's currency according to the prevailing exchange rates at the time of transferring.		
7. Fees, charges and expenses		
	A	<ul style="list-style-type: none"> - <u>Management Fees</u>: 0.5% of the net asset value per annum calculated on each calendar day as a percentage of net asset value and paid to the Fund Manager every quarter. No fees will be deducted except for actual fees - <u>Custody Fees</u>: The custodian does not charge the fund any fees while the sub-custodian's fees charge 0.10% of the total value of the assets under custody. The total custodian's fee becomes 0.10% of the total value of the fund's assets under custody and is paid quarterly to the sub-custodian. - <u>External auditor fees</u>: US \$ 8,000 per year. The fees are due on a daily basis and are paid semi-annually. - <u>Board members' fees</u>: \$ 800 for each independent member for each meeting, with a maximum of \$ 1,600 per year for each independent member (the total fees for independent members will not exceed \$ 3,200 per year). The fees are due on a daily basis and are paid at the end of the year. - <u>Regulatory fees</u>: \$ 2,000 (7,500 Saudi riyals) paid to the Capital Market Authority annually and deducted on a daily basis. No fees will be deducted except for the actual fees. - <u>Subscription fee</u>: None. - <u>Dealing expenses</u>: recorded at the cost and any costs related to gold trading the fund will bear as well as the fund will bear the costs of brokerage when investing in money market instruments funds and gold funds - <u>Financing expenses</u>: The fund bears the actual and direct financing costs according to the prevailing market price

		<ul style="list-style-type: none"> - <u>publishing on Tadawul site fees</u>: \$1,333.33 (5,000 Saudi riyals), due daily and paid annually. - <u>Value-Added Tax "VAT"</u> - The VAT will be applied in accordance with the regulations issued by the General Authority for Zakat and Income on all fees, expenses and costs. - All fees and charges mentioned in these Terms and Conditions do not include VAT unless otherwise stated. 						
A	<p>Details of all fees charged to the Fund</p>	<ul style="list-style-type: none"> - No fees are imposed on the case of subscription and cash redemption. - Redemption fees will be imposed only upon the investor's request for physical redemption, as it is deducted by the fund manager and paid in full to the sub-custodian, as follows: <table border="1" data-bbox="456 611 1546 1696"> <thead> <tr> <th data-bbox="456 611 505 667"></th> <th data-bbox="505 611 846 667">Physical</th> <th data-bbox="846 611 1546 667">Calculation methodology</th> </tr> </thead> <tbody> <tr> <td data-bbox="456 667 505 1696">1</td> <td data-bbox="505 667 846 1696">transportation fees of the redemption gold</td> <td data-bbox="846 667 1546 1696"> <p>There's none. The client will bear any expenses if he requests the transfer of gold within Switzerland</p> <ul style="list-style-type: none"> - Total Physical Redemption Value in US Dollars = the price of the gold commodity in US dollars per ounce at the valuation point that following the redemption day multiplied by the total quantity of gold commodity in ounce - Net physical redemption value in US dollars = total redemption value in US dollars - Fees and expenses of physical redemption in US dollars. - The net amount of gold commodity redemption in ounce = the net physical redemption value in US dollars' / gold commodity price in US dollars per ounce at the valuation point. - The net redemption quantity of the gold commodity per ounce must be not less than 32.15 ounce, which is equivalent to 1 kilogram of the gold commodity. - Transportation fees are deducted in physical redemption from the total physical redemption value in US dollars physical redemption Transportation fees are deducted from the total of physical refund amount in US dollars. - The quantity of gold commodity in an ounce = the quantity of the gold commodity in kilograms * 32.15 - The Requester of physical refund received the net refund quantity of the gold commodity in form of gold bars, where one bar of the gold commodity contains 1 kilogram of the gold commodity. </td> </tr> </tbody> </table>		Physical	Calculation methodology	1	transportation fees of the redemption gold	<p>There's none. The client will bear any expenses if he requests the transfer of gold within Switzerland</p> <ul style="list-style-type: none"> - Total Physical Redemption Value in US Dollars = the price of the gold commodity in US dollars per ounce at the valuation point that following the redemption day multiplied by the total quantity of gold commodity in ounce - Net physical redemption value in US dollars = total redemption value in US dollars - Fees and expenses of physical redemption in US dollars. - The net amount of gold commodity redemption in ounce = the net physical redemption value in US dollars' / gold commodity price in US dollars per ounce at the valuation point. - The net redemption quantity of the gold commodity per ounce must be not less than 32.15 ounce, which is equivalent to 1 kilogram of the gold commodity. - Transportation fees are deducted in physical redemption from the total physical redemption value in US dollars physical redemption Transportation fees are deducted from the total of physical refund amount in US dollars. - The quantity of gold commodity in an ounce = the quantity of the gold commodity in kilograms * 32.15 - The Requester of physical refund received the net refund quantity of the gold commodity in form of gold bars, where one bar of the gold commodity contains 1 kilogram of the gold commodity.
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			<ul style="list-style-type: none"> - In case that the net refund quantity of the gold commodity in kilograms (the quantity of the gold commodity in an ounce / 32.15) contains fractions (it is not sufficient to refund the value of the gold commodity / one gold bar), then the value of the fractions will be paid in cash to the requester physical according to the price of the gold commodity in US dollars per ounce in valuation point. The amount paid in cash to the refund requester physical is calculated as follows: Fractions in the net refund quantity of the gold commodity in kilograms * 32.15 * The price of the gold commodity in US dollars per ounce at the valuation point.
	2	Physical custody fees	<ul style="list-style-type: none"> - 0.5% of the total physical redemption value in US dollars is calculated for each calendar day from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank to receive the quantities of the gold commodity owed to the requester physical, where the value of physical custody fees is deducted from the total value of physical redemption in US dollars. - Physical custody fees are calculated for the period from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank as follows: The total value of physical redemption in US dollars * 0.5% * (the number of calendar days from the calendar day to the day determined by the fund manager to receive the quantities of the gold commodity due to the physical redemption requester / 365) - Any day on which the physical redemption requesters delays receiving the net quantity of the gold commodity owed to them on the redemption day specified by the fund manager, they will bear 0.5% of the total redemption value in US dollars calculated for each calendar day and paid by the physical redemption requester in cash. The fund manager is obligated to pay unitholders the physical redemption returns before the closing date of the business on the 30th day following the valuation point at which the redemption price was

			<p>determined as a maximum. This is in case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days.</p> <ul style="list-style-type: none"> - Physical custody fees are calculated during the delay of the redemption requester physical from receiving the quantities of the gold commodity due to him as follows: Total Physical Refund in USD * 0.5% * (number of calendar days' delay / 365)
		3	<p>Dealing fees</p> <ul style="list-style-type: none"> - It may reach 0.5% of the total physical redemption value in US dollars, depending on market conditions, as it is deducted from the total physical redemption value in US dollars.
			<ul style="list-style-type: none"> - Value-added tax will be applied according to the instructions of the executive regulations issued by the General Authority for Zakat& Income on all fees, charges and costs.

8. Valuation and Pricing

A	Valuation of Fund assets	<p>The fund is evaluated by valuating all the fund's assets, regardless of the type and nature of assets, minus it is liabilities.</p> <p>The fund's assets are evaluated by the following methods:</p> <ul style="list-style-type: none"> - Gold commodity: Gold commodity will be evaluated at the valuation point (twice a week, Tuesday, and Thursday at 10:00 am). According to the closing price of gold on the day before the valuation point (the specified gold provider - EFG bank Switzerland "Subject to approve"- provides the fund manager with the closing price of gold twice a week (Monday and Wednesday). The trading currency in the gold market is the US dollar, while the trading unit is an ounce of gold with a purity of 999.9, as the price of gold reflects the value of an ounce of gold commodity with the purity of 999.9 in US dollars.
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		<ul style="list-style-type: none"> - In the case of investment in money market instrument funds or gold commodity funds, they will be evaluated by the declared net unit value of the invested fund, and if the valuation days differ for the invested fund, the last announced price will be approved on the valuation day.
B	Number and Frequency of valuation Points	The fund manager evaluates the fund twice a week, (Tuesday and Thursday) at 10:00 am.
C	Actions to be taken in case of mis-valuation or mis pricing	<ul style="list-style-type: none"> - If a fund asset is incorrectly valued or the unit price is incorrectly calculated, the Fund Manager shall document the error directly and promptly report the error in the valuation or pricing which constitutes 0.5% or more of the unit price to the Authority. This is immediately disclosed on the Fund Manager's website, on the Market's website and in the Fund's reports. - The Fund Manager will reimburse all affected unit holders (including former unit holders) for all errors in the valuation or pricing without delay.
D	Method of calculating unit price.	<ul style="list-style-type: none"> - The fund manager calculates the fund's investments on each valuation day, and the evaluation is determined based on all the assets in the portfolio minus the dues of the investment fund at that time. The net asset value per unit is calculated according to the following equation: (Total assets - fixed expenses - variable expenses) / number of outstanding units at the time of evaluation - The assets of the fund shall be inclusive of all assets regardless of its type and nature, as the method of their evaluation is explained in paragraph (6 / a) of the information memorandum, in addition to cash or any other dues to the fund. - The fund's obligations shall be comprehensive of all liabilities, including but not limited to all loans and payables.
E	Place and time to post unit price	- The unit price is published twice a week, on Sunday (Thursday dealing day) and Wednesday (Tuesday trading day) before 3 pm in Saudi Arabia time, and it will be available to the investors free of charge through the fund manager's website www.yaqeen.sa and the Saudi Stock Exchange website "Tadawul" www.tadawul.com.sa
9. Transactions		
A	Responsibilities of the Fund Manager regarding Subscription and Redemption Requests	Subscription and redemption requests are accepted every business day in the Saudi Arabia. Requests are executed on the trading days of the fund (Tuesday and Thursday) until the end of the business day at Yaqeen Capital (4:30 pm), and the executed will be according to the unit price on the valuation day following the subscription or redemption day.

B	<p>The maximum period between receipt of the redemption request and payment of redemption proceeds to the unit holders</p>	<p>In cash redemption, the redemption returns are paid to the unitholders before the closing date of the business on the fifth day following the valuation point at which the redemption price is determined as maximum.</p> <ul style="list-style-type: none"> - In the physical redemption of units, the fund manager pays the unitholders the physical redemption returns before the closing date of the business on the thirtieth day following the valuation point at which the redemption price was set as a maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days
C	<p>Restrictions on dealing in the Fund's units</p>	<p>There are no dealing restrictions</p>
D	<p>Cases where units trading is postponed or suspended and procedures followed in those cases</p>	<p><u>Postponement of redemption requests:</u></p> <ul style="list-style-type: none"> - The execution of any redemption request may be postponed until the next trading day if the total percentage of all redemption requests for unit owners on any transaction day reaches 10% or more of the fund's net asset value. - Fair and equitable procedures will be followed when choosing the redemption requests to be postponed, as the postponed requests will be executed by delivering cash and physical redemption requests in order according to precedence in submitting the refund request. <p><u>Cases in which the subscription or redemption of fund units is suspended</u></p> <ul style="list-style-type: none"> - If requested by the Authority - If the Fund Manager considers that the suspension serves the interests of the unit holders. <p>The fund manager may suspend subscription or redemption if the dealing is suspended in the main market in which the trading in securities or other assets owned by the fund manager is suspended, in general with respect to the assets of the fund that the fund manager reasonably thinks are essential to the net asset value of the public fund <u>Procedures followed in case of any suspension imposed by the fund manager:</u></p> <ul style="list-style-type: none"> - Ensure that no suspension continues except for the necessary and justified period, taking into account the interests of the unit holders. - Review the suspension regularly and consult with the fund board of directors and the custodian about it on a regular basis. - - Notifying the Authority and the unit holders immediately of any suspension with an explanation of the reasons for the suspension, and notifying them upon the end of the

		suspension in the same way used in the notification of the suspension and disclosing it on the fund manager website and Saudi Stock Exchange "Tadawul" website.
E	Procedures under which redemption requests to be postponed will be selected	If the total amounts of the submitted redemption requests reach 10% or more of the fund net asset value, the fund manager will extend the schedule for transferring the proceeds up to 21 working days, calculated from the day following the valuation day. In the physical redemption, the fund manager shall fulfill the request within 30 working days, This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days as indicated in paragraph (7 / c) of the information memorandum. The fund manager will take fair and equitable action when selecting the redemption requests to be postponed. Redemption requests in cash and physical will be submitted in order of priority in the submission of the refund request.
F	Transferring ownership of units to other investors	The transformation is not allowed by the fund manager
G	The ability of the fund manager to invest in the fund	Yaqeen Capital, as a fund manager, may subscribe to the fund starting from its public offering, and it can gradually reduce the value of its subscription in the fund to the appropriate level. Details of the fund manager's investments in the fund units will also be disclosed quarterly through the fund manager website and the Tadawul website, as well as the reports prepared by the fund manager.
H	The dates and deadlines for submitting subscription and redemption requests	<p><u>Days for accepting subscription requests:</u></p> <p>Subscription can be made on each business day no later than the end of a working day (4:30 pm) on Monday for the Tuesday valuation and on Wednesday for the Thursday valuation, where the subscription is executed at the valuation price calculated on Tuesday and Thursday of each week "dealing days." If the dealing day is not a business day, the execution will take place on the next working day. If the subscription application or the subscription amount is received after the specified date and time, its procedures will be carried out based on the next valuation day.</p> <p><u>Days for accepting redemption requests:</u></p> <p>Redemption can be made on every business day no later than the end of a working day (4:30 pm) on Monday for the Tuesday valuation and on Wednesday for the Thursday valuation, where the redemption is executed at the valuation price calculated on Tuesday and Thursday of each week "dealing days." If the dealing day is not a business day, the execution will take place on the next working day.</p>

I	Procedures for submitting applications for subscription or redemption	<p><u>Subscription and redemption procedures:</u></p> <p>Subscription procedures:</p> <p><u>1- Procedures for cash subscription in units:</u></p> <ul style="list-style-type: none"> - Units can be purchased in cash only, as no physical subscriptions are accepted. If units are purchased in a currency rather than the fund's currency (US dollars), the currency will be converted into the fund's currency by the fund manager according to the prevailing exchange rates at the time of transferring the amount. The process of purchasing units will be based on the value of the amount in dollars after the conversion. - Those who want to buy units in the fund must fill out the subscription application form, sign it, sign the fund's terms and conditions and the information memorandum, and deliver it to any branch of Yaqeen Capital within any business day. Or they can fill out the subscription application and agree to the fund's terms and conditions through the Yaqeen electronic services system, and deposit The amount of subscription in the account designated for that, with the obligation for individual investors to present the valid national identity card (for Saudis), the national card/passport for (Gulf nationals) and the valid residency for (residents). Concerning the legal investor, must submit a letter approved by the company/institution in addition to a copy of the commercial registry. - The fund manager may, based on the reports of combating money laundering and “know your customer” or any instructions issued by any governmental supervisory authority, reject the subscription requests, and the fund manager may reject any subscription request that he thinks may violate the Capital Market Authority's system. In this case, the subscription amount will be refunded without deducting any fees or discounts within a period of 5 working days from the date of rejection. - The fund manager processes all subscription requests without any delay. Priority in subscription is given to requests received by the fund manager first. <p><u>2- Cash redemption procedures:</u></p> <ul style="list-style-type: none"> - The unit holder fills out the redemption application form, signs it and submits it to the fund manager through its branches every business day, with individual investors presenting the valid national identity card (for Saudis) and the national card/passport (for Gulf citizens) and valid residency (for residents), and with regard to the legal investor, must Submitting a certified letter from the company/institution in addition to a copy of the commercial register), or filling out the redemption application and submitting it through the Yaqeen electronic services system. Redemption requests are processed twice a week every Tuesday (for requests received until the end of work on Mondays) and Thursdays (For orders received until the close of business on Wednesday) until the end of the business day (4:30 PM).
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- In the event of cash redemption, the redemption returns shall be paid to the unit holders before the closing date of the business on the 5th day following the valuation point at which the redemption price was determined as a maximum.

3- Physical redemption procedures:

- In the event of the physical redemption of units, the fund manager pays the unit owners the physical redemption proceeds before the closing date of the business on the 30 days following the valuation point at which the redemption price was set as the maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days
- During this period, the sub-custodian is notified of the physical redemption request. After the review process and acceptance of the request, the sub-custodian is obligated to provide the quantity of the redeemed gold commodity at the headquarters of the sub-custodian (Geneva, Switzerland, 1211)
- The redemption requester will be notified of the specific day in which the quantities of the gold commodity due to him are deposited.
- The sub-custodian is obligated to provide a quantity of gold commodity with a purity of 999.9 equal to the amount of gold commodity required for redemption by the requester.
- The physical gold redemption will be deposited in the event that the request is accepted by the sub-custodian located outside the kingdom, in Switzerland, through a special account opened for the client in the event of his request for a physical redemption.
- Physical redemption fees will be imposed only upon the investor's request for physical redemption, as it is deducted by the fund manager and paid in full to the sub-custodian, as follows:

1- Transportation fees of the redemption gold:

There's None. The client will bear any expenses if he requests the transfer of gold within Switzerland.

whereas:

- Total Physical Redemption Value in US Dollars = the price of the gold commodity in US dollars per ounce at the valuation point that following the redemption day multiplied by the total quantity of gold commodity in ounce
- Net physical redemption value in US dollars = total redemption value in US dollars - Fees and expenses of physical redemption in US dollars.

- The net amount of gold commodity redemption in ounce = the net physical redemption value in US dollars' / gold commodity price in US dollars per ounce at the valuation point.
- The net redemption quantity of the gold commodity per ounce must be not less than 32.15 ounce, which is equivalent to 1 kilogram of the gold commodity.
- Transportation fees are deducted in physical redemption from the total physical redemption value in US dollars
- redemption Transportation fees are deducted from the total of physical redemption amount in US dollars.
- The quantity of gold commodity in an ounce = the quantity of the gold commodity in kilograms * 32.15
- The Requester of physical redemption received the net refund quantity of the gold commodity in form of gold bars, where one bar of the gold commodity contains 1 kilogram of the gold commodity.
- In case that the net refund quantity of the gold commodity in kilograms (the quantity of the gold commodity in an ounce / 32.15) contains fractions (it is not sufficient to refund the value of the gold commodity / one gold bar), then the value of the fractions will be paid in cash to the requester physical according to the price of the gold commodity in US dollars per ounce in valuation point.
- The amount paid in cash to the refund requester physical is calculated as follows:
- Fractions in the net refund quantity of the gold commodity in kilograms * 32.15 * The price of the gold commodity in US dollars per ounce at the valuation point.

2- Physical custody fees:

- 0.5% of the total physical redemption value in US dollars is calculated for each calendar day from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank to receive the quantities of the gold commodity owed to the requester physical , where the value of physical custody fees is deducted from the total value of physical redemption in US dollars.
- Physical custody fees are calculated for the period from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank as follows:
The total value of physical redemption in US dollars * 0.5% * (the number of calendar days from the calendar day to the day in which the client opens an account in the bank to receive the quantities of the gold commodity due to the physical redemption requester / 365)
- Any day on which the physical redemption requesters delays receiving the net quantity of the gold commodity owed to them on the redemption day specified by the fund manager, they will bear 0.5% of the total redemption value in US dollars calculated for each calendar day and paid by the physical redemption requester in cash. The fund manager is obligated to pay unit holders the physical redemption returns before the closing date of the business on the 30th day following the valuation point at which the redemption price was determined as a maximum. This is in the case of the initial acceptance by the bank of the requirements of

"Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days

- Physical custody fees are calculated during the delay of the physical redemption requester from receiving the quantities of the gold commodity due to him as follows:
Total Physical Redemption in USD * 0.5% * (number of calendar days delay / 365)

3- Dealing Fees:

- It may reach 0.5% of the total physical redemption value in US dollars, depending on market conditions, as it is deducted from the total physical redemption value in US dollars.
- The minimum amount for physical redemption after deducting fees and expenses of physical redemption is 32.15 ounces, which is equivalent to 1 kilogram of the commodity of gold.
- The evaluation takes place twice a week, on Tuesday and Thursday, at 10:00 am, as the price of the gold commodity reflects the price of an ounce of gold with a purity of 999.9 in US dollars.

Fund Minimum subscription:

The minimum subscription is \$ 500, and the minimum additional subscription is \$ 500. In addition, unitholders may redeem all or part of their units. The minimum redemption in cash is \$ 500, and for physical redemption is 32.15 ounces of gold commodity (1 kilogram of gold commodity), after deducting fees and expenses of physical redemption. The minimum ownership balance must be equal to \$ 500.

The maximum period among receiving the redemption request and paying its returns to the unitholders:

- In cash redemption, the redemption returns shall be paid to the unit holders before the closing date of the business on the 5th day following the valuation point at which the redemption price was set as a maximum. In the physical redemption of units, the fund manager pays the unit owners the physical redemption returns before the closing date of the business on the 30-day following the valuation point at which the redemption price was set as a maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days.

J	Minimum subscription or redemption	The minimum subscription is \$ 500, and the minimum additional subscription is \$ 500. In addition, unitholders may redeem all or part of their units. The minimum redemption in cash is \$ 500, and for physical redemption is 32.15 ounces of gold commodity (1 kilogram of gold commodity), after deducting fees and expenses of physical redemption. The minimum ownership balance must be equal to \$ 500.
K	The minimum amount that the fund manager intends to raise	The minimum amount that the fund manager intends to raise to start the fund operation is \$ 3,000,000. If the minimum amount is not collected during the initial offering period, the fund manager will return the subscription amounts and any returns resulting from their investment to the unit owners without any deduction.
L	Corrective actions needed to ensure that the requirement of 10 million Saudi riyals (equivalent to 2,666,667 US dollars) is met as a minimum net asset value of the fund	Based on the Circular issued by the Capital Market Authority No. 1/6/7733/18 dated 03/21/1440 AH (corresponding to 11/29/2018), public fund managers have been exempted from the minimum assets size of funds.

10. Distribution policy

The fund manager will not distribute dividends to unit holders.

11. Reporting to unit holders

A	<ul style="list-style-type: none"> - Yaqeen prepares interim financial reports every half year within 35 days of the end of the period examined by the Fund's External Auditor. These reports shall contain preliminary financial statements, information on the Fund Manager and any other information on the Fund's activities during the period. - As well as an audited annual report, covering the financial statements prepared in accordance with the financial laws and regulations applicable in the Kingdom of Saudi Arabia within 70 days after the end of the Fund's financial year, including details of the financial position and performance of the Fund. In addition to information on the Fund Manager and Custodian as at the end of the financial year.
B	<ul style="list-style-type: none"> - Reports are delivered upon request through the fund manager offices without any fees. Besides, all reports will be published on the fund manager's website and the Tadawul website. - Any other financial information that is required to be published, including unit prices, or the announcement of any comment to evaluate the units, will be available to the investors on the fund manager's website or Tadawul website and through the fund manager's offices without any fees. - The fund manager will send notifications to the investors according to their addresses registered in the unit holders register.
C	<ul style="list-style-type: none"> - The fund manager provides the unit holders with data about the net asset value of the units it owns and the record of his deal in the fund units within (15) days of every deal in the fund units that the unit owner makes. The Fund manager sends annual financial statements and yearly reports to the unitholder summarizing his deals in the public fund units throughout the fiscal year, within (30) days from the end of the fiscal year.

12. Unitholder's register

The fund manager prepares and updates a register for unitholders and keeps it in the Kingdom of Saudi Arabia.

13. Meeting of unit holders

A	Conditions in which unit holders are called for a meeting	<ul style="list-style-type: none">- The Fund Manager may call for a meeting of unit owners on his own initiative.- The Fund Manager shall call for a meeting of unit owners within (10) days of receiving a written request from the Custodian.- The Fund Manager shall call for a meeting of the unit owners within (10) days of receiving a written request from one or more of the unit holders who together or individually own at least 25% of the value of the units of the Fund.
B	Procedures for convening a meeting of unit holders	<ul style="list-style-type: none">- The call for the unit holders' meeting shall be announced on the website of the Fund Manager and on the Market website, and by written notice to all Unit Holders and Custodian:<ul style="list-style-type: none">o (10) Days prior to the meeting;o Not later than (21) days prior to the meeting. The notification will include the date, place, time and decisions proposed.- The meeting of the unit holders is not valid unless attended by a number of unit holders who together hold at least 25% of the value of the units of the Fund.- If the quorum mentioned in the preceding paragraph is not met, the Fund Manager shall call for a second meeting by posting on the website of the Fund Manager and the Market website and by sending written notice to all Unit holders and Custodian prior to the second meeting of not less than (5) days. The second meeting is valid regardless of the percentage of units represented at the meeting.- Each unit owner may appoint a representative to represent him at the meeting of unit holders.
C	Voting rights of unit holders	Each unit owner may make one vote at the meeting of unit holders for each unit held by the meeting time.

14. Rights of unit holders

- Obtain an Information Memorandum and a summary of the main information in Arabic for free from the Fund Manager.
- Obtain a summary of key information prepared by the Fund Manager in a concise and simple manner, including information on the characteristics of the Fund.
- Obtain a summary of the unit holders' register (this summary should show all information related to the applicant owner only) for free upon request.
- Exercise all rights related to units including but not limited to the right to vote in meetings of unit holders.
- Receive notification from the Fund Manager of details of the Fund's fundamental changes. (10) Days after the change takes effect.
- Redeem units (in the public open-end fund) before any key change takes effect without any redemption fees (if any).
- Receive written notice from the Fund Manager of any significant changes proposed before (21) days after the change takes effect.
- Redemption of units (in the public open-end fund) before any significant change takes effect without any redemption fees (if any).
- Receive written notice from the Fund Manager of any necessary change in the public Fund (8) days before the change takes effect.

- Receive immediate notification from the Fund Manager when he imposes a suspension or recovery of subscription of the Fund's units and explains the reasons for the suspension.
- Receive immediate notification from the Fund Manager when he terminates the suspension or recovery of subscription of Fund Units.
- Owners of affected units shall have the right to receive compensation from the Fund Manager for all valuation or pricing errors.
- Issuing a special decision to dismiss any member of the Board of Directors of the Fund. This request shall be directed to the Fund Manager.
- Issuing a special decision to request the dismissal of any member of the Board of Directors of the Fund.
- The Fund Manager shall comply with all requirements of the unit holders' meetings in accordance with Article (70) of the Investment Funds Regulations.
- The Fund Manager shall comply with all requirements of reporting to the unit holders in accordance with Article (71) of the Investment Funds Regulations.
- In the event of merger of funds, the Fund Manager shall comply with all requirements of Part 7 of the Investment Funds Regulations.
- Receive an immediate written notice from the Fund Manager when he deposes the Custodian appointed by him.
- Receive notification from the Fund Manager of termination of the public Fund.
- In addition to any other rights mentioned in the investment funds regulations.

15. Responsibilities of unit holders

The responsibility of unitholders is limited to bearing the loss of their investment in the fund or part of it, and they not responsible for the fund's debts and obligations.

16. Characteristics of units:

Units of the Fund are of the same kind and have the same value, privileges and rights. The Fund's units do not represent a relative ownership in the Fund's shares, but represent a proportionate share of the Fund.

17. Changes in the Fund terms and conditions

A This Fund shall be subject to all provisions governing the change in the terms and conditions of the Public Investment Funds and the approvals and notices set forth in the Investment Funds Regulations.

B

- By owning units in the Fund, the Participant agrees that the terms and conditions of the Fund in this Brochure, the terms of the Subscription Application or any other means related to the Fund shall govern the relationship between him and the Fund Manager.
- The Participant shall further agree that from time to time, the Fund Manager may, in accordance with the applicable regulatory requirements and regulations, amend these Terms and Conditions or any other documents after obtaining the approval of the Unit Holders and then the Capital Market Authority's approval of the Fundamental Changes in the Terms and Conditions of the Fund. In such a case, the Fund's owners shall notify all units and disclose the details of the fundamental changes in their website to the market within ten (10) days of the validity of the change.
- The Fund Manager shall notify the CMA and the unit holders in writing of any significant changes proposed in the terms and conditions of the Fund. In such case, the Fund Manager shall notify the unit holders of the significant changes within 21 days from the date of the change. The Fund Manager will also disclose the details of the important changes on its website and the Market website within ten (10) days from the date of the change.

	<ul style="list-style-type: none"> - The Fund Manager shall notify the Capital Market Authority and the unit holders in writing of any changes (8) days before the change takes effect. The Fund Manager will also disclose the details of the changes to be notified on its website and the website of the Market (21) days before the change takes effect.
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18. Fund Termination

Cases in which the fund must be terminated:

- If the fund manager wants to terminate the fund, he must notify the Authority and the unitholders in writing at least twenty-one (21) days before the specific date for terminating the fund without prejudice to the terms and conditions and the information memorandum of the fund.
- The fund manager must start the procedures for liquidating the fund immediately upon its completion, without prejudice to the terms and conditions and the fund information memorandum.
- The fund manager must announce on his website and the Saudi Stock Exchange (Tadawul) about the fund termination and liquidation.

19. Fund Manager

		<p>1) Working for the benefit of unit owners in accordance with the provisions of the Investment Funds Regulations, the Capital Market Institutions Regulations, the Fund's Terms and Conditions and the Information Memorandum, in relation to the Fund.</p> <p>2) It is the responsibility of the fund manager to abide by all the principles and duties stipulated in the Capital Market Institutions Regulations, including the duty of trust towards unit owners, which includes acting in a way that achieves their interests and exerts reasonable care.</p> <p>3) The fund manager is responsible for the following:</p> <ul style="list-style-type: none"> - Fund management. - Fund operations, including administrative services provided to the fund. - Offering the fund units <p>Ensure that the terms and conditions of the fund (and the information note) are accurate, complete, complete, clear, correct and not misleading.</p> <p>4) The fund manager is responsible for complying with the provisions of the Investment Funds Regulations, whether he directly performs his responsibilities and duties or entrusts them to an external party in accordance with the provisions of the Investment Funds Regulations and the Capital Market Institutions Regulations, and the fund manager is responsible towards the unit owners for the fund's losses resulting from fraud or negligence. Or malpractice or willful default.</p> <p>5) The fund manager is responsible for developing policies and procedures to monitor risks that affect the fund's investments, and to ensure prompt handling. Provided that these policies and procedures include carrying out the risk assessment process at least annually.</p>
	Functions, duties and responsibilities of the Fund Manager	

		<p>6) The fund manager is responsible for complying with what is stated in Appendix No. (11) of the Investment Funds Regulations when submitting approval requests or notifications to the Authority.</p> <p>7) Implementing the compliance and compliance monitoring program for the investment fund, and providing the Authority with the implementation results upon request.</p>
B	The right of the Fund Manager to appoint a Sub-Fund Manager	The Fund Manager has the right to appoint a Sub-Fund Manager
C	provisions governing the removal or replacement of the Fund Manager	<p>A) The Authority shall have the right to dismiss the Fund Manager and take any action it deems appropriate to appoint an alternative fund manager for the Fund or to take any other measure it deems appropriate in case of any of the following cases:</p> <p style="padding-left: 40px;">If the Fund Manager ceases to exercise management activity without notice to the Authority in accordance with Capital Market Institutions regulations.</p> <ol style="list-style-type: none"> 1. In the case of revocation of the license of the Fund Manager to exercise management activity or its withdrawal or suspension by the Authority 2. In the case of a request to the Authority from the Fund Manager to cancel his license to exercise management activity 3. If the Authority considers that the Fund Manager has violated – as the Authority deems material – the obligation of the law or its executive regulations. 4. In the case of the death, deficit or resignation of the investment portfolio manager who manages the fund's assets, with no other person registered with the fund manager able to manage the assets of the funds managed by the portfolio manager. 5. Any other case that the Authority considers – on reasonable grounds – that it is of fundamental importance. <p>B) The fund manager must notify the Capital Market Authority of any of the cases mentioned in Paragraph 5 of Paragraph (a) above.</p> <p>C) In the event that the Capital Market Authority exercises any of its powers in accordance with Paragraph (a), the fund manager must cooperate fully in order to help facilitate the smooth transfer of responsibilities to the alternative fund manager within the first 60 days of the appointment of the replacement fund manager. The dismissed person may transfer, wherever necessary and appropriate and according to the sole discretion of the Capital Market Authority, to the substitute fund manager all contracts related to the fund.</p>
20. The Custodian		
A	Functions, duties and responsibilities of the Custodian	<p><u>Main roles and responsibilities of the custodian:</u></p> <ul style="list-style-type: none"> - Opening a local bank account and depositing all cash sums obtained from offering the fund units and subscriptions to clients.

		<ul style="list-style-type: none"> - Supervising the Sub-custodian to ensure that he performs his roles in accordance with the agreement signed with him and the tasks assigned to him. <p><u>Primary roles and responsibilities of a sub-custodian:</u></p> <ul style="list-style-type: none"> - Keeping the fund's assets separately from any securities or other assets belonging to the sub-custodian or fund manager. - Maintaining all records related to asset preservation. - Carrying out all necessary administrative procedures regarding asset preservation.
B	The right of the custodian to appoint a sub-custodian	The custodian has the right to appoint a sub-custodian.
C	Provisions regulating the removal or replacement of the custodian	<ul style="list-style-type: none"> - The Authority may dismiss the Custodian appointed by the Fund Manager and take any measure it deems appropriate in the event of any of the following cases: <ol style="list-style-type: none"> 1. If the custodian ceases to exercise custody activity without the Authority's consent to do so under the list of authorized persons. 2. If the custodian's license to practice of the custody activity is revoked, withdrawn or suspended by the Authority. 3. In the case of a request to the authority from the custodian to cancel his license to practice custody activity. 4. If the Authority considers that the Custodian has, in the manner that the Authority deems material, violated the obligation of the law or its executive regulations. 5. In any other case, the Authority believes – on reasonable grounds – that it is of fundamental importance. - In this case, the Fund Manager shall appoint an alternate custodian and transfer the custody responsibilities to the alternate custodian within 60 days of his appointment. - The Fund Manager may also dismiss the Custodian under written notice if he reasonably considers that the removal of the custodian is in the interest of the unit holders. In this case, the Fund Manager shall appoint an alternate custodian within 30 days after the Custodian receives the written notice. The appointment of a substitute custodian will be immediately disclosed on the website of the Fund Manager and the Market website.
21. Auditor		
A	Name of the Auditor	PricewaterhouseCoopers (pwc).

B	Functions, duties and responsibilities of the Auditor	The Auditor shall review the Fund's primary and annual financial statements.
C	Provisions governing the replacement of the chartered accountant	<p>If the Fund Manager wishes to appoint or change any alternative chartered accountant, it shall be approved by the Board of Directors of the Fund. Members of the Board of Directors shall have the right to refuse to appoint the Chartered Accountant or to direct the Fund Manager to change the appointed chartered accountant in any of the following cases:</p> <ul style="list-style-type: none"> - The existence of significant existing allegations about the professional misconduct of the Chartered accountant regarding the performance of his duties. - If the Fund's accountant is no longer independent. - If the Board of Directors of the Fund determines that the Chartered Accountant does not have sufficient qualifications and experience to perform the audit functions satisfactorily. - If the Authority has requested, at its sole discretion, change the designated accountant in respect of the Fund.

22. Fund Assets

A	All assets of the Fund are reserved by the Custodian specified in paragraph (20) of this Brochure in favor of the Investment Fund.
B	The custodian must separate the assets of each investment fund from its assets and the assets of its other customers
C	The assets of the Investment Fund are collectively owned by the owners of the units. The Fund Manager, the Sub-Fund Manager, the Custodian, the Sub-custodian, the Consultant or the Distributor may not have any interest in the Fund's assets or claims in respect of such assets, unless the Fund Manager, the Sub-Manager, the Custodian or Subcontractor, Consultant or Distributor is the owner of the Fund's units within the limits of his ownership. Or, if such claims are permitted under the provisions of the Investment Funds Regulations and disclosed in these Terms and Conditions or the Information Memorandum

23. Declaration of the unit holders

With the participation of the unit holder in the Fund, he acknowledges to review the terms and conditions of the Fund, the Information Memorandum and the summary of the Fund's main information, and also acknowledges his approval of the characteristics of the units in which he participated.

Information Memorandum

Name of investment fund

Yaqeen Gold Fund
"Public open-end fund"

Name of Fund Manager

Yaqeen CAPITAL COMPANY

Name of Custodian

Yaqeen CAPITAL COMPANY

Name of Sub-Custodian

EFG Bank Switzerland

Date of issuance of the information memorandum

04/02/2020 AD

Last update

28/07/2022 AD

The Information Memorandum of the Yaqeen Gold Fund and its contents shall be subject to the provisions of the Investment Funds Regulations issued by the Capital Market Authority

Important notice

The Information Memorandum was reviewed and approved by the Board of Directors of the Fund. The Fund Manager and the Board of Directors of the Fund shall be jointly and severally responsible for the accuracy and completeness of the information contained in the Information Memorandum. The members of the Board of Directors of the Fund and the Fund Manager shall acknowledge and confirm the accuracy and completeness of the information contained in the Information Memorandum, and acknowledge and confirm that the information and data contained in the Information Memorandum are not misleading.

The Capital Market Authority (CMA) has approved the establishment of the Investment Fund in addition to offer its units. The Authority shall assume no responsibility for the contents of the Information Memorandum, makes no representations regarding its accuracy or completeness. In addition, it shall expressly disclaim any liability whatsoever, any loss resulting from the Information Memorandum or reliance on any part thereof. Moreover, CMA shall not give any recommendation on the feasibility of investment in the Fund. Its consent to the establishment of the Fund does not mean its recommendation to invest in it or confirm the validity of the information contained in the terms and conditions and Information Memorandum. Moreover, it shall emphasize that the investment decision belongs to the investor or his representative.

Yaqeen Gold Fund has been certified as being Shari'ah compliant by the Shari'ah Board appointed for the Investment Fund.



1. The Investment Fund

A. Name of Investment Fund

Yaqeen Gold Fund.

B. Date of issuance of the Fund's terms and conditions

04/02/2020 AD

C. The date the Authority has approved to establish the investment fund and offer its units

04/02/2020 AD

D. Duration of the Investment Fund and maturity date

Yaqeen Gold Fund is an public open-end investment fund. There will not be a specific period for the fund's operation nor a date for the maturity of the fund.

E. Fund Currency

USD

2. Investment policies and practices

A. Investment objectives of the Investment Fund

It is an open public investment fund compliant with Sharia standards. It invests passively in the commodity of gold, as it seeks to achieve long-term capital growth and gains by simulating the performance of the USD/XAU gold commodity currency index (spot contracts for gold in US dollars) before fees and expenses. No profits are distributed to the unitholders. Instead, all realized profits are reinvested in the same fund. All fund investments are outside the Kingdom of Saudi Arabia. The fund may invest up to 10% of the fund's total assets in gold commodity funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. To provide liquidity, the fund maintains cash liquidity that may reach 10% of the total assets of the fund as a maximum. The fund may also invest up to 10% as a maximum in money market instruments funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.

B. Type (s) of securities in which the Fund will invest mainly

Asset Class	Minimum of the Total Fund Asset	Maximum of the Total Fund Asset
Currency of Gold Commodity (USD/XAU)	90%	100%



Money market instrument funds (Sharia-compliant) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.	0%	10%
Gold commodity funds (Sharia-compliant) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority	0%	10%
Cash	0%	10%

C. Any policy of Investment concentration policies in specific securities, industry, set of sectors, inside specific country or specific geographical area

The fund invests mainly in the currency of the gold commodity, with a minimum of 90% of the fund's total assets and a maximum of 100% of the fund's total assets. In addition, the fund invests with a maximum of 10% of the fund's total assets in Sharia-Compliant money market instruments funds and invests with a maximum of 10% of the fund's total assets in Sharia-Compliant gold commodity funds that publicly offering and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. The fund maintains cash liquidity that may reach 10% of the fund's total assets as a maximum. All of the funds investments are outside the kingdom of Saudia Arabia

D. The securities markets where the Fund is likely to buy and sell its investments

The fund invests in the Swiss gold commodity market, which is a financial market in which the gold commodity is bought and sold before the participants in it from central banks and commercial banks through communication and computer networks and is supervised by the Swiss Financial Market Supervisory Authority, where the fund invests in the gold commodity through (EFG bank Switzerland). It is licensed by the Supervisory Authority of the Swiss Financial Market. The fund does not invest in gold mining companies or companies that invest or trade in gold.

E. Deals, methods and tools that the Fund Manager may use for the purpose of making investment decisions for the Investment Fund

- The fund is managed in a passive manner of management when investing in the gold commodity to achieve the fund objectives. It invests directly in the gold commodity, and no financial derivatives are used.
- The fund does not provide any diversification in assets and does not change the percentage of its investment in gold commodity based on expectations of the gold commodity price. If the price of the gold commodity increases or decreases, the Fund will simulate this increase or decrease in the price of the gold commodity. The trading currency in the gold commodity market is the US dollar, while the trading unit for the gold commodity is an ounce of gold with a purity of 999.9, any change in the price of the gold commodity reflects the change in the value of an ounce of gold with a purity of 999.9 in US dollars.



- The fund seeks to simulate the performance of the index by keeping the standard deviation from the maximum of 1%. Standard deviation is measured as the standard deviation of the difference between the weekly return of the fund compared to the weekly return of the index. The Fund Index is the gold commodity currency "USD/XAU," and it is an index that is extracted from Bloomberg. It reflects the price of spot gold in US dollars per ounce of gold commodity with a purity of 999.9
- The fund seeks to achieve a minimum correlation coefficient of 0.85 with the index on an annual basis.
- The fund manager maintains a cash percentage of up to 10% of the total assets of the fund to meet the redemption requests.
- The fund invests in gold commodity with a purity of 999,9 only through the specified gold provider (EFG bank Switzerland). Moreover, the fund invests in Sharia-Compliant gold commodity funds that offered in a public offering and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority.
- The mechanism for selecting gold commodity funds: The fund that will be preferred in which its expenses are low compared to the fund's net assets, Sharia-compliant, its investments are outside the Kingdom of Saudi Arabia, and follows a passive approach when investing in the currency of the commodity gold USD/XAU and that the invested fund does not invest in companies of Gold mining or companies that trade in gold. Also, the fund must be managed by a fund manager licensed by a supervisory authority that has standards and regulatory requirements similar to those applied by the Capital Market Authority in the Kingdom of Saudi Arabia and has a good reputation, sound financial position and low risks, according to the classification and internal evaluation of the fund manager.
- The mechanism for selecting funds invested in money market instruments: The fund will be preferred in which its expenses are low compared to the net assets of the fund, Sharia-compliant, and its investments outside the Kingdom of Saudi Arabia. Also, the fund must be managed by a fund manager licensed by an authority that has standards and regulatory requirements similar to those applied by the Capital Market Authority, has a good reputation, sound financial position, and low risk, according to the classification and internal evaluation of the fund manager.
- The fund manager will not distribute any dividends to the unitholders, and any profit from the fund's investments in gold commodity, gold commodity funds, or money market instruments funds will be reinvested in the fund.
- All the fund investments will be outside the Kingdom of Saudi Arabia.

F. Types of securities that cannot be included in the Fund's investments

The Fund shall not invest in securities other than those mentioned earlier in paragraph (2/c).

G. Any other restriction on the type (s) of securities or other assets to which the Fund may invest

Not Applicable



H. The extent to which the assets of the Fund may be invested in units of a fund or investment funds managed by that manager or other managers

The maximum that the fund's assets can be invested in other fund managers' funds is 10% of the total assets of the Yaqeen Gold Fund, and not exceeding 25% of the net assets of the Yaqeen Gold Fund, as no additional fees will be imposed by the fund manager (Yaqeen Capital) when His investment in any fund managed by another fund manager. The YAQEEEN Gold Fund will not invest in any fund managed by the Fund Manager (Yaqeen Capital).

I. The powers of the Fund in the assumption and the policy of the Fund Manager regarding the exercise of borrowing powers and its policy statement regarding the pledge of the Fund's assets.

The fund can borrow a maximum of 10% of the fund's net asset value, as the borrowing will be done without mortgage any of the fund's assets. This loan will be fully utilized for liquidity management and will not be used as a vehicle to enhance returns. In the case of resorting to borrowing to manage liquidity, the loan period will not exceed 12 months.

J. Disclosure of the upper limit for dealing with any counterparty.

Given that the fund can invest up to 10% of the fund's total assets value only in other gold commodity funds and money market instrument funds that are in compliance with Sharia standards, the upper limit for dealing with any counterparty is 10% of the total assets of the Yaqeen Gold Fund and not exceeding 25% Of the net assets of the Yaqeen Gold Fund

K. Fund Manager's Risk Management Policy.

- Investing in the fund is considered a high-risk investment category. The fund manager does not guarantee the success of the strategies followed in facing the potential risks, as the fund's investments are subject to many risks as mentioned in paragraph (3) ("the main risks of investing in the fund"). However, the fund manager will take all possible measures to deal with the risks to which the fund is exposed and mitigate their effects in the interest of unitholders. The following is a review of the strategy followed in dealing with risks:
- Before choosing a gold commodity provider and custodian, the fund manager will take the necessary care to ensure that the gold commodity provider or custodian is licensed by a recognized regulatory authority and its systems comply with the regulations of the Capital Market Authority in the Kingdom of Saudi Arabia and has a good reputation, sound financial position, and low risk which is according to the classification and internal evaluation of the fund manager.
- The fund manager's commitment to the Capital Market Law and its Implementing Regulations, the Investment Funds Regulations issued by the Board of the Capital Market Authority, and other relevant laws and regulations in force in the Kingdom of Saudi Arabia.
- Adhere to the investment restrictions mentioned in the investment funds regulations, terms and conditions, and the fund information memorandum.
- Adherence to the fund's investment decision-making mechanism, and strive to obtain the largest amount of information related to any investment the fund decides to enter into.



- Monitoring the fund activities by the compliance department and the fund manager's commitment to its investment limits and duties towards the client.
- As for the unpredictable risks, Yaqeen Capital will make an effort to try to study these risks before making an investment decision.
- The fund manager's policy for managing risks at the fund level:

The Investment Committee will work to ensure that the fund adheres to the regulations and guidelines for the investment policy, and to implement the strategy and procedures, and to review performance, particularly in achieving the fund's goal of simulating the indicator.

- The fund manager's policy for managing risks at the fund level:

The Investment Committee will work to ensure that the fund adheres to the regulations and guidelines for the investment policy, and to implement the strategy and procedures, and to review performance, particularly in achieving the fund's goal of simulating the indicator.

- Fund Manager's Policy for Credit Risk Management:

The department of Supervision and Risk Management in Yaqeen Capital is responsible for approving the gold commodity provider. The department will make a valuation of the credit risk of the gold commodity provider prior to its selection, and the valuation will be updated annually. The Company's Supervision and Risk Management Department will approve and review the counterparties with which the fund may invest through money market instrument funds or in other gold commodity funds. The department will impose risk limits and guidelines, value various risks and inform the fund's position based on valuated risks, and continue to monitor and provide feedback.

- Fund Manager's Policy for Liquidity Risk Management:

In order to provide liquidity, the fund will allocate up to 10% as a maximum of the total assets of the fund in money market instruments funds (Sharia-compliant) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.

- Fund manager's policy for managing other risks:

Additionally, to provide diversification, the fund manager can also invest in other approved gold commodity funds.

L. Benchmark "indicative index" the provider of index, followed principles and methodology for the account of benchmark

Index	Index Provider	Calculation method
Gold commodity currency price against the dollar XAU / USD	Bloomberg	This Index is calculated based on the average buy and sell quotes provided by central banks and global commercial banks, as Bloomberg collects this data and calculates the average price of the commodity currency



	<p>of gold. XAU / USD is the currency of the gold commodity "XAU / USD" is an index that reflects the spot price of the commodity gold in US dollars per ounce of gold commodity. The trading currency in the gold market is the US dollar, while the trading unit for gold in the gold market is an ounce of gold with a purity of 999.9, as the price extracted from the index provider (Bloomberg) reflects the value of an ounce of gold commodity with purity of 999.9 in US dollars.</p>
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M. The objective of using of derivatives contracts

Not applicable

N. Any exemptions approved by the Capital Market Authority for any restrictions or limits on investment

None.

3. The main risks of investing in the Fund:

- A) An investment in the fund is considered a high risk investment category, given its investment in buying and selling gold, and the fund is likely to be exposed to fluctuations in gold prices due to the nature of the fund's investments trading.
- B) The previous performance of the investment fund, or the previous performance of the index, does not indicate the future performance of the fund or index.
- C) The Fund does not guarantee to unit holders that the performance of the Fund (or its performance compared to the Index) will be repeated or similar to previous performance in the future.
- D) Investment in the Fund is not a deposit with any local bank that markets or sells securities or follows the Investment Fund.
- E) Investors in the Fund may be exposed to the risk of partial or total financial losses arising from their investments in the Fund's units.
- F) Investors should consider the investment risks listed below (but not limited to) that are associated with investments in the Yaqeen Gold Fund, which may be exposed thereto and may affect their investment in the Fund. The risks of investing in the Fund include but are not limited to the following:
 - Risks of decreasing investment value:
If the price of the gold commodity decreases substantially and the gold commodity does not recover to its previous prices, then the net asset value of the fund will decrease according to the decrease in the price of the gold commodity.
 - Demand risk for gold:
The gold commodity market, like any other commodity market, passes through periods of increasing demand and passes through recessions. The supply and demand for the gold commodity is affected by several factors, including the forward sale of gold by mines and gold commodity producers, the



purchase and sale of central banks of gold, the production factors of gold mines, including the cost of energy and wages, and all economic and political conditions in the primary gold producing countries. When the demand for or the supply of the commodity of gold decreases, this will lead to a decrease in the price of the commodity of gold and thus the decrease in the value of the fund's assets.

- Currency risk:

The fund's currency is the US dollar, and all of the fund's investments are in US dollars. When the investor subscribes in a currency other than the fund currency, it will be converted into the US dollar currency. The price of the commodity currency XAU / USD is affected by the changes in the currency exchange rates, which negatively affects the value of the fund's investments and the unit price. For a subscriber who does not consider the US dollar as his base currency, fluctuations in the exchange rate of the US dollar against its base currency negatively affect the value of his investments in the fund in its base currency.

- Sharia risks:

These risks are represented in the fact that the fund invests in gold commodity and investment funds that are compatible with Sharia standards compared to traditional investment funds, and if one of the funds in which the fund invests does not comply with some of the Sharia standards, the fund disposes of it by redeeming it, which will result in losses if sold at a price. Lower than the subscription price.

Systemic risks:

Systemic risks arise as a result of the issuance of new regulations, legislation or laws, or changes in legislation or current laws in the countries of the gold commodity providers or the countries of the funds in which the fund invests in, which negatively affects the fund's investments.

- Liquidity risk:

Liquidity refers to the speed and ease with which an asset can be sold and converted into cash without losses in its fair market value. For markets with high volatility, such as fluctuations in periods of political instability or sudden changes in interest rates and prices, this leads to difficulty in selling gold commodities or investments at a fair price, which results in a loss or decrease in the return of the fund.

- Risks of not being able to redeem:

It is possible that the fund manager will not be able to fulfill all redemption requests if the total value of those requests reaches 10% or more of the fund's net assets value or if he is unable to liquidate some of its investments as a result of weakness or lack of trading in the markets designated for those investments. Redemption negatively affects the size and viability of the fund.

- Market risk:

Market risk is the risk of investing in the financial and gold commodity markets where gold commodity prices rise/fall or the market value of fund investments due to developments in gold commodity markets or markets invested in by other funds, general market conditions, interest rates, and exchange rates. Also, the market value changes due to a change in economic and financial conditions. When economic conditions occur that lead to a decrease in the price of the gold commodity, this will negatively affect the value of the fund's assets.

- Counterparty risk:



Risks related to the possibility that any of the financial institutions contracted with may not fulfill its contractual obligations with the fund manager in accordance with the terms agreed upon, and these risks apply to the fund during investment in money market instrument funds or the purchase and sale of a gold commodity. Any failure by the parties that the fund deals with negatively affects the investments and performance of the fund.

- Risks of the quality of the gold commodity:

The fund manager is not a specialist in dealing with gold commodities and since the gold commodity bullion varies in terms of purity (percentage of impurities). The gold commodity provider (EFG bank Switzerland) will be relied upon to provide bullions from the gold commodity (based on the specifications of the gold commodity specified from the index) with a purity of 999,9. Noting that the non-commitment of the supplier of the gold commodity or his failure to deliver the quantity of the gold commodity with a purity of 999,9, which is equal to the net quantity of the recovered gold commodity and owed to the requesters of physical redemption will result in claims by the unitholders.

- Preservation and storage risks:

Risks that result because of the bullion of the gold commodity that the Sub-custodian hold on behalf of the fund may be damaged as a result of natural events (such as an earthquake) or as a result of human actions (such as a terrorist attack or theft). Any of these events will have a negative impact on the Fund's investments and the value of its units.

- Natural disaster risks:

Volcanoes, earthquakes, hurricanes, floods, and other natural phenomena cause property damage and cannot be controlled, which negatively affects the economic sectors, the gold commodity market, and the fund's performance.

- Gold commodity provider risk:

Risks related to the possibility that the gold commodity provider contracted with him will not fulfill his contractual obligations with the fund manager in accordance with the terms agreed upon between them, as his failure to comply will have a negative impact on the fund's investments.

- Tax and zakat risks:

Tax and zakat risk is represented in the possibility that the fund will pay or account for an incorrect amount of tax or zakat, in addition to the risk of changing the rules and regulations relating to the calculation of taxes or zakat, which leads to losses on the fund due to the increase in the value of taxes or zakat higher than expected.

- Risks of Physical Redemption:

The gold commodity provider (EFG Switzerland) will be relied upon when physical requests for redemption in providing gold commodity bullion. In the event of the inability to deliver gold commodity bullions as a result of gold commodity market conditions or the non-fulfillment or failure of the gold commodity provider, which negatively affects the reputation of the fund and its continuity.

- Risks of investing in other investment funds:

In the event that the fund invests in other investment funds, all the previously mentioned risks will also apply to those funds.



4. General information

A. Targeted category for investment in the Fund

The fund is mainly targeted by individuals, institutions, government entities and others, who are interested in investing in gold commodity.

B. Profit Distribution Policy

The fund manager will not distribute any dividends to the unit holders as mentioned in Paragraph E/2.

C. Previous performance of investment fund

Not applicable

D. Rights of unit holders

- Obtain an Information Memorandum and a summary of the key information in Arabic for free from the Fund Manager.
- Obtain a summary of key information prepared by the Fund Manager in a concise and simple manner, including information on the characteristics of the Fund.
- Obtain a summary of the unit holders' register (this summary should show all information related to the applicant owner only) for free upon request.
- Exercise all rights related to units including but not limited to the right to vote in meetings of unit holders.
- Receive notification from the Fund Manager of details of the Fund's fundamental changes. (10) Days after the change takes effect.
- Redeem units (in the public open-end fund) before any key change takes effect without any redemption fees (if any).
- Receive written notice from the Fund Manager of any significant changes proposed before (21) days after the change takes effect.
- Redemption of units (in the public open-end fund) before any significant change takes effect without any redemption fees (if any).
- Receive written notice from the Fund Manager of any necessary change in the public Fund (8) days before the change takes effect.
- Receive immediate notification from the Fund Manager when he imposes a suspension or recovery of subscription of the Fund's units and explains the reasons for the suspension.



- Receive immediate notification from the Fund Manager when he terminates the suspension or redemption of subscription of Fund Units.
- Owners of affected units shall have the right to receive compensation from the Fund Manager for all valuation or pricing errors.
- Issuing a special decision to dismiss any member of the Board of Directors of the Fund. This request shall be directed to the Fund Manager.
-
- The Fund Manager shall comply with all requirements of the unit holders' meetings in accordance with Article (70) of the Investment Funds Regulations.
- The Fund Manager shall comply with all requirements of reporting to the unit holders in accordance with Article (71) of the Investment Funds Regulations.
- .
- Receive an immediate written notice from the Fund Manager when he deposes the Custodian appointed by him.
- Receive notification from the Fund Manager of termination of the public Fund. before (21) days after the change takes effect.
-
- In addition to any other rights mentioned in the investment funds regulations

E. Responsibilities of unitholders

The responsibility of unit holders is limited to bearing the loss of their investment in the fund or part of it, and they are not responsible for the fund's debts and obligations unless they are caused by intentional fraud, negligence, misconduct by the fund manager

F. Cases requiring termination of the investment fund and procedures for termination:

Investment Fund Termination

- If the fund manager wants to terminate the fund, he must notify the Authority and the unitholders in writing at least twenty-one (21) days before the specific date for terminating the fund without prejudice to the terms and conditions and the information memorandum of the fund.
- The fund manager must start the procedures for liquidating the fund immediately upon its completion, without prejudice to the terms and conditions and the fund information memorandum.
- The fund manager must announce on his website and the Saudi Stock Exchange (Tadawul) about the fund termination and liquidation.



Procedures for terminating the fund:

- If the fund is terminated, the fund's assets are liquidated, and the debts and obligations related to the liabilities are paid off. As for the fund's remaining assets from the liquidation, they are distributed to the participants in the proportion that their units represent in relation to the total units, and the fund manager issues a confirmation. If the fund liquidation begins, no distributions will be made to the investors unless all the fund assets are liquidated and the liquidation proceeds received by the fund manager.

G. The Fund Manager periodically assesses the risks of the Fund in accordance with an internal risk assessment mechanism related to the Fund's assets.

5. Fees, charges and expenses

A. All types of payments from the assets of the investment fund

- Management Fees: 0.5% of the net asset value per annum calculated on each calendar day as a percentage of net asset value and paid to the Fund Manager every quarter. No fees will be deducted except for actual fees
- Custody Fees: The custodian does not charge the fund any fees while the sub-custodian's fees charge 0.10% of the total value of the assets under custody. The total custodian's fee becomes 0.10% of the total value of the fund's assets under custody and is paid quarterly to the sub-custodian.
- External auditor fees: US \$ 8,000 per year. The fees are due on a daily basis and are paid semi-annually.
- Board members' fees: \$ 800 for each independent member for each meeting, with a maximum of \$ 1,600 per year for each independent member (the total fees for independent members will not exceed \$ 3,200 per year). The fees are due on a daily basis and are paid at the end of the year.
- Regulatory fees: \$ 2,000 (7,500 Saudi riyals) paid to the Capital Market Authority annually and deducted on a daily basis. No fees will be deducted except for the actual fees.
- Subscription fee: None.
- Dealing expenses: recorded at the cost and any costs related to gold trading the fund will bear as well as the fund will bear the costs of brokerage when investing in money market instruments funds and gold funds
- Financing expenses: The fund bears the actual and direct financing costs according to the prevailing market price
- publishing on Tadawul site fees: \$1,333.33 (5,000 Saudi riyals), due daily and paid annually.
- Value-Added Tax "VAT"
- The VAT will be applied in accordance with the regulations issued by the General Authority for Zakat and Income on all fees, expenses and costs.
- All fees and charges mentioned in these Terms and Conditions do not include VAT unless otherwise stated.

B. Fees for the deals that may be imposed on unit holders

- No fees are imposed on the case of subscription and cash redemption.



- Redemption fees will be imposed only upon the investor's request for physical redemption, as it is deducted by the fund manager and paid in full to the sub-custodian, as follows:

		calculation methods
1	Transportation fees of the redemption gold	<p>There's none. The client will bear any expenses if he requests the transfer of gold within Switzerland whereas:</p> <ul style="list-style-type: none"> - Total Physical Redemption Value in US Dollars = the price of the gold commodity in US dollars per ounce at the valuation point that following the redemption day multiplied by the total quantity of gold commodity in ounce - Net physical redemption value in US dollars = total redemption value in US dollars - Fees and expenses of physical redemption in US dollars. - - The net amount of gold commodity redemption in ounce = the net physical redemption value in US dollars' / gold commodity price in US dollars per ounce at the valuation point. - The net redemption quantity of the gold commodity per ounce must be not less than 32.15 ounce, which is equivalent to 1 kilogram of the gold commodity. - redemption Insurance and transportation fees are deducted from the total of physical redemption amount in US dollars. - The quantity of gold commodity in an ounce = the quantity of the gold commodity in kilograms * 32.15 - Transportation fees are deducted in physical redemption from the total physical redemption value in US dollars - The Requester of physical redemption received the net refund quantity of the gold commodity in form of gold bars, where one bar of the gold commodity contains 1 kilogram of the gold commodity. - In case that the net refund quantity of the gold commodity in kilograms (the quantity of the gold commodity in an ounce / 32.15) contains fractions (it is not sufficient to refund the value of the gold commodity / one gold bar), then the value of the fractions will be paid in cash to the requester

		<p>physical according to the price of the gold commodity in US dollars per ounce in valuation point.</p> <p>The amount paid in cash to the refund requester physical is calculated as follows:</p> <p>Fractions in the net refund quantity of the gold commodity in kilograms * 32.15 * The price of the gold commodity in US dollars per ounce at the valuation point.</p>
2	Physical custody fees	<ul style="list-style-type: none"> - 0.5% of the total physical redemption value in US dollars is calculated for each calendar day from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank to receive the quantities of the gold commodity owed to the requester physical , where the value of physical custody fees is deducted from the total value of physical redemption in US dollars. - Physical custody fees are calculated for the period from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank as follows: The total value of physical redemption in US dollars * 0.5% * (the number of calendar days from the calendar day to the day determined by the fund manager to receive the quantities of the gold commodity due to the physical redemption requester / 365) - Any day on which the physical redemption requesters delays receiving the net quantity of the gold commodity owed to them on the redemption day specified by the fund manager, they will bear 0.5% of the total redemption value in US dollars calculated for each calendar day and paid by the physical redemption requester in cash. The fund manager is obligated to pay unitholders the physical redemption returns before the closing date of the business on the 30th day following the valuation point at which the redemption price was determined as a maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for

		<p>reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days</p> <p>- Physical custody fees are calculated during the delay of the redemption requester physical from receiving the quantities of the gold commodity due to him as follows: Total Physical redemption in USD * 0.5% * (number of calendar days delay / 365)</p>
3	Dealing fees	It may reach 0.5% of the total physical redemption value in US dollars, depending on market conditions, as it is deducted from the total physical redemption value in US dollars.

The following is a hypothetical example of physical redemption fees and expenses calculated on the basis that the price of the gold commodity in dollars per ounce on the valuation day following the physical redemption request is \$ 1,500. The number of calendar days from the valuation day to the day that was determined to receive the net recovered gold commodity is 25 days, and total quantity of the recovered gold commodity is 600 ounce:

The first step: The net redemption value physical is calculated in US dollars:

The total value of physical redemption is in US dollars	900,000.00
Fees and expenses of physical redemption in US dollars:	
Physical custody fees	(308.219)
Dealing fees	(4,500.000)
Transport and insurance fees	(279.938)
	(5,088.157)
Total redemption fees and expenses physical)	
The net redemption value physical is in US dollars	894,911.843



The second step: the quantity of the gold commodity that will be delivered to the physical redemption requester is calculated in kilograms and the amount of fractions that will be paid to the physical redemption requester in cash in case there are fractions in the net recovered quantity in kilograms:

The net amount of the gold commodity redemption in ounce	596.608
The net amount of gold commodity redemption in kilo	18.557
The quantity that will be delivered to the redemption applicant physical , in kilo (number of gold bars)	18
Fractions	0.557
The amount of fractions that will be paid to the physical requester in cash, in USD	26,862

*The numbers mentioned in the hypothetical example have been rounded to the nearest thousands, except for the amount of fractions that will be paid to the redemption applicant in cash in US dollars, as they have been rounded to the nearest whole number.

C. Any special commission to be concluded by the Fund Manager

N/A

D. The following is a hypothetical example of the fund's fees and expenses calculated on the basis of the unit holder's participation in the amount of \$ 50,000 for a year and the total value of the fund's assets of \$ 10 million. Assuming that the return of the fund in this hypothetical year is 10.00

	Fund	Unit holder
Total asset value of the fund at the beginning of the year	\$ 10,000,000	\$ 50,000
Minus:		
Subscription fee	-	-
Management Fee	\$ (50,000)	\$ (250)
Board members 'fees	\$ (3,200)	\$ (16)
Sub-Custodian Fees	\$ (10,000)	\$ (50)
External auditor fees	\$ (8000)	\$ (40)
Regulatory fees	\$ (2,000)	\$ (10)
publishing on Tadawul site fees	\$ (1,333.33)	\$ (6.67)
Dealing expenses	-	-
Total fees and expenses at the end of the year	\$ (74,533.33)	\$ (372.67)
The default yield 10% + Capital	\$ 11,000,000.00	\$ 55,000.00
The fund's net asset value at the end of the year	\$ 10,925,466.67	\$ 54,627.33



6. Valuation and Pricing

The fund is evaluated by valuating all the fund's assets, regardless of the type and nature of assets, minus its liabilities.

The fund's assets are evaluated by the following methods:

- Gold commodity: Gold commodity will be evaluated at the valuation point (twice a week, Tuesday, and Thursday at 10:00 am). According to the closing price of gold on the day before the valuation point (the specified gold provider - EFG bank Switzerland - provides the fund manager with the closing price of gold twice a week (Monday and Wednesday)..
- In the case of investment in money market instrument funds or gold commodity funds, they will be evaluated by the declared net unit value of the invested fund, and if the valuation days differ for the invested fund, the last announced price will be approved on the valuation day.

A. Number and Frequency of Valuation Points

The fund manager evaluates the fund twice a week, (Tuesday and Thursday) at 10:00 am.

B. Actions to be taken in case of mis valuation or mis pricing

- If a fund asset is incorrectly valued or the unit price is incorrectly calculated, the Fund Manager shall document the error directly and promptly report the error in the valuation or pricing which constitutes 0.5% or more of the unit price to the Authority. This is immediately disclosed on the Fund Manager's website, on the Market's website and in the Fund's reports.
- The Fund Manager will reimburse all affected unit holders (including former unit holders) for all errors in the valuation or pricing without delay.

C. Method of calculating unit price for the purposes of execution of applications for subscription and redemption

- The fund manager calculates the fund's investments on each valuation day, and the evaluation is determined based on all the assets in the portfolio minus the dues of the investment fund at that time. The net asset value per unit is calculated according to the following equation:
(Total assets - fixed expenses - variable expenses) / number of outstanding units at the time of evaluation
- The assets of the fund shall be inclusive of all assets regardless of its type and nature, as the method of their evaluation is explained in paragraph (6 / a) of the information memorandum, in addition to cash or any other dues to the fund.
- The fund's obligations shall be comprehensive for all liabilities of whatever nature and nature, including but not limited to all loans and payables, all expenses and fees due or accruing to the fund, which were explained in paragraph (5/b) of this memorandum.



D. Place and time to post unit price

The unit price is published twice a week, on Sunday (Thursday dealing day) and Wednesday (Tuesday trading day) before 3 pm in Saudi Arabia time, and it will be available to the investors free of charge through the fund manager's website www.Yaqeen.com.sa and the Saudi Stock Exchange website "Tadawul" www.tadawul.com.sa

7. Dealing

A. Initial offering.

Yaqeen Gold Fund offering will start from 16/2/2020 till 31/3/2020, the period will be 45 days. If the minimum, which is \$ 3,000,000, is not collected during the initial offering period, the fund manager will return the subscription amounts and any returns from its investment to the unit owners without any deduction. If the minimum amount is collected before the end of the offering period, the fund manager will close the offering period and start the fund's operation.

Initial Unit Price: \$ 1

B. The deadline for submitting subscription and redemption requests on any trading day

Days for accepting subscription applications:

subscription can be made on each business day no later than the end of a working day (4:30 pm) on Monday for the Tuesday valuation and on Wednesday for the Thursday valuation, where the subscription is executed at the valuation price calculated on Tuesday and Thursday of each week "dealing days." If the dealing day is not a business day, the execution will take place on the next working day. If the subscription application or the subscription amount is received after the specified date and time, its procedures will be carried out based on the next valuation day.

Days for accepting redemption requests:

Redemption can be made on every business day no later than the end of a working day (4:30 pm) on Monday for the Tuesday valuation and on Wednesday for the Thursday valuation, where the redemption is executed at the valuation price calculated on Tuesday and Thursday of each week "dealing days." If the dealing day is not a business day, the execution will take place on the next working day.

Subscription and redemption procedures:

Subscription procedures:

1- Procedures for cash subscription in units:

- Units can be purchased in cash only, as no physical subscriptions are accepted. If units are purchased in a currency rather than the fund's currency (US dollars), the currency will be converted into the fund's currency by the fund manager according to the prevailing exchange rates at the time of transferring the amount. The process of purchasing units will be based on the value of the amount in dollars after the conversion.

- Those who want to buy units in the fund must fill out the subscription application form, sign it, sign the fund's terms and conditions and the information memorandum, and deliver it to any branch of Yaqeen Capital within any business day. Or they can fill out the subscription application and agree to



the fund's terms and conditions through the Yaqeen electronic services system, and deposit The amount of subscription in the account designated for that, with the obligation for individual investors to present the valid national identity card (for Saudis), the national card/passport for (Gulf nationals) and the valid residency for (residents). Concerning the legal investor, must submit a letter approved by the company/institution in addition to a copy of the commercial registry.

- The fund manager may, based on the reports of combating money laundering and "know your customer" or any instructions issued by any governmental supervisory authority, reject the subscription requests, and the fund manager may reject any subscription request that he thinks may violate the Capital Market Authority's system. In this case, the subscription amount will be refunded without deducting any fees or discounts within a period of 5 working days from the date of rejection.
- The fund manager processes all subscription requests without any delay. Priority in subscription is given to requests received by the fund manager first.

2- Cash redemption procedures:

- The unit holder fills out the redemption application form, signs it and submits it to the fund manager through its branches every business day, with individual investors presenting the valid national identity card (for Saudis) and the national card/passport (for Gulf citizens) and valid residency (for residents), and with regard to the legal investor, must Submitting a certified letter from the company/institution in addition to a copy of the commercial register), or filling out the redemption application and submitting it through the Yaqeen electronic services system. Redemption requests are processed twice a week every Tuesday (for requests received until the end of work on Mondays) and Thursdays (For orders received until the close of business on Wednesday) until the end of the business day (4:30 PM).
- In the event of cash redemption, the redemption returns shall be paid to the unit holders before the closing date of the business on the 5th day following the valuation point at which the redemption price was determined as a maximum.

3- Physical redemption procedures:

- In the event of the physical redemption of units, the fund manager pays the unit owners the physical redemption proceeds before the closing date of the business on the 30 days following the valuation point at which the redemption price was set as the maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days
 - During this period, the sub-custodian is notified of the physical redemption request . After the review process and acceptance of the request, the sub-custodian is obligated to provide the quantity of the redeemed gold commodity at the headquarters of the sub-custodian (Geneva, Switzerland, 1211).
 - The redemption requester will be notified of the specific day in which the quantities of the gold commodity due to him are deposited
 - The sub-custodian is obligated to provide a quantity of gold commodity with a purity of 999.9 equal to the amount of gold commodity required for redemption by the requester.



- The physical gold redemption will be deposited in the event that the request is accepted by the sub-custodian located outside the kingdom, in Switzerland, through a special account opened for the client in the event of his request for a physical redemption.

- Physical redemption fees will be imposed only upon the investor's request for physical redemption, as it is deducted by the fund manager and paid in full to the sub-custodian, as follows:

1- Transportation fees of the gold redemption:

There's none. The client will bear any expenses if he requests the transfer of gold within Switzerland whereas:

- Total Physical Redemption Value in US Dollars = the price of the gold commodity in US dollars per ounce at the valuation point that following the redemption day multiplied by the total quantity of gold commodity in ounce

- Net physical redemption value in US dollars = total redemption value in US dollars - Fees and expenses of physical redemption in US dollars.

- The net amount of gold commodity redemption in ounce = the net physical redemption value in US dollars' / gold commodity price in US dollars per ounce at the valuation point.

- The net redemption quantity of the gold commodity per ounce must be not less than 32.15 ounce, which is equivalent to 1 kilogram of the gold commodity.

- Transportation fees are deducted from the total of physical redemption amount in US dollars.

- The quantity of gold commodity in an ounce = the quantity of the gold commodity in kilograms * 32.15

- The Requester of physical redemption will receive the net redeemed quantity of the gold commodity in form of gold bars, where one bar of the gold commodity contains 1 kilogram of the gold commodity.

- In case that the net refund quantity of the gold commodity in kilograms (the quantity of the gold commodity in an ounce / 32.15) contains fractions (it is not sufficient to refund the value of the gold commodity / one gold bar), then the value of the fractions will be paid in cash to the requester physical according to the price of the gold commodity in US dollars per ounce in valuation point.

The amount paid in cash to the refund requester physical is calculated as follows:

Fractions in the net refund quantity of the gold commodity in kilograms * 32.15 * The price of the gold commodity in US dollars per ounce at the valuation point.

2- Physical custody fees

- 0.5% of the total physical redemption value in US dollars is calculated for each calendar day from the valuation day that follows the day of the physical redemption request to the day in which the client opens an account in the bank to receive the quantities of the gold commodity owed to the requester of physical redemption, where the value of physical custody fees is deducted from the total value of physical redemption in US dollars.

- Physical custody fees are calculated for the period from the valuation day that follows the day of the physical redemption request to the day which the client opens an account in the bank as follows:



- The total value of physical redemption in US dollars * 0.5% * (the number of calendar days from the calendar day to the day in which the client opens an account in the bank to receive the quantities of the gold commodity due to the physical redemption requester / 365)
- Any day on which the physical redemption requesters delays receiving the net quantity of the gold commodity owed to them on the redemption day specified by the fund manager, they will bear 0.5% of the total redemption value in US dollars calculated for each calendar day and paid by the physical redemption requester in cash. The fund manager is obligated to pay unit holders the physical redemption returns before the closing date of the business on the 30th day following the valuation point at which the redemption price was determined as a maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days
 - during the delay of the physical redemption custody fees are calculated as follows:
 - Total Physical redemption in USD * 0.5% * (number of calendar days delay / 365)

3- Dealing Fees:

- It may reach 0.5% of the total physical redemption value in US dollars, depending on market conditions, as it is deducted from the total physical redemption value in US dollars.
- The minimum amount for physical redemption after deducting fees and expenses of physical redemption is 32.15 ounces, which is equivalent to 1 kilogram of the commodity of gold.
- The evaluation takes place twice a week, on Tuesday and Thursday, at 10:00 am, as the price of the gold commodity reflects the price of an ounce of gold with a purity of 999.9 in US dollars.

Fund Minimum subscription:

The minimum subscription is \$ 500, and the minimum additional subscription is \$ 500. In addition, unitholders may redeem all or part of their units. The minimum redemption in cash is \$ 500, and for physical redemption is 32.15 ounces of gold commodity (1 kilogram of gold commodity), after deducting fees and expenses of physical redemption. The minimum ownership balance must be equal to \$ 500.

The maximum period among receiving the redemption request and paying its returns to the unitholders:

- In cash redemption, the redemption returns shall be paid to the unit holders before the closing date of the business on the 5th day following the valuation point at which the redemption price was set as a maximum. In the physical redemption of units, the fund manager pays the unit owners the physical redemption returns before the closing date of the business on the 30 day following the valuation point at which the redemption price was set as a maximum. This is in the case of the initial acceptance by the bank of the requirements of "Know your customer", which takes a maximum of five business days, and



in the event of rejection for reasons, including but not limited to, the customer's personal verifications are not valid or there is no compatibility between the net wealth and the source of the disclosed income or there is no compatibility Between the net income and the job information disclosed, the customer will be informed, and the refund will be limited to cash refund, which will be within five business days.

Unitholder's register The fund manager prepares a register of unit holders and maintains it in the Kingdom of Saudi Arabia, and this record is conclusive evidence of ownership of the units installed in it. The fund manager makes a summary of the unit holders 'register available to each unit owner (provided that this summary shows all the information related to the applicant owner only) free of charge upon request by writing to the fund manager directly or through one of the fund manager's offices.

C. The proceeds of subscriptions received during the initial public offering period of the Fund's units have been retained in cash or equivalent or in low risk investments such as cash market deals with a party regulated by SAMA or a similar regulatory body outside the Kingdom and in compliance with Shari'ah until the end of the initial offering period.

D. The minimum amount that the Fund Manager intends to collect and the extent of the impact of not reaching that minimum

The minimum amount that the fund manager intends to raise to start the fund operation is \$3,000,000. If the minimum amount is not collected during the initial offering period, the fund manager will return the subscription amounts and any returns resulting from their investment to the unit owners without any deduction.

E. Corrective actions necessary to ensure that the requirement of SR 10 million or its equivalent is met

Based on the Circular issued by the Capital Market Authority No. 1/6/7733/18 dated 03/21/1440 AH (corresponding to 11/29/2018), public fund managers have been exempted from the minimum assets size of funds.

F. Cases where units trading is postponed or suspended and procedures followed in those cases

Postponement of redemption requests:

- The execution of any redemption request may be postponed until the next trading day if the total percentage of all redemption requests for unit owners on any transaction day reaches 10% or more of the fund's net asset value.

- Fair and equitable procedures will be followed when choosing the redemption requests to be postponed, as the postponed requests will be executed by delivering cash and physical redemption requests in order according to precedence in submitting the redemption request.

Cases in which the subscription or redemption of fund units is suspended

- If requested by the Authority



- If the Fund Manager considers that the suspension serves the interests of the unit holders.
- The fund manager may suspend subscription or redemption if the dealing is suspended in the main market in which the trading in securities or other assets owned by the fund manager is suspended, in general with respect to the assets of the fund that the fund manager reasonably thinks are essential to the net asset value of the public fund.

Procedures followed in case of any suspension imposed by the fund manager:

- Ensure that no suspension continues except for the necessary and justified period, taking into account the interests of the unit holders.
- Review the suspension regularly and consult with the fund board of directors and the custodian about it on a regular basis.
- Notifying the Authority and the unit holders immediately of any suspension with an explanation of the reasons for the suspension, and notifying them upon the end of the suspension in the same way used in the notification of the suspension and disclosing it on the fund manager website and Tadawul website.

8. Characteristics of units:

Units of the Fund are of the same kind and have the same value, privileges and rights. The Fund's units do not represent a relative ownership in the Fund's shares, but represent a proportionate share of the Fund.

9. Reporting to unit holders

A. Financial Reports

- Yaqeen prepares interim financial reports every half year within 35 days of the end of the period examined by the Fund's External Auditor. These reports shall contain preliminary financial statements, information on the Fund Manager and any other information on the Fund's activities during the period.
- As well as an audited annual report, covering the financial statements within 70 days after the end of the Fund's financial year, including details of the financial position and performance of the Fund. In addition to information on the Fund Manager and Custodian as at the end of the financial year.

B. Place and means of making reports available

- These reports will be delivered through the Fund Manager's office at no charge and will be posted on the Fund Manager's website and on the market website.
- Any other financial information required to be published including unit prices or announcement of any suspension of the Units Valuation shall be posted on the Fund Manager's website or on the capital market website and shall be available to investors through the Fund Manager's offices at no charge. Any notices to investors sent by the Fund Manager to investors according to their addresses registered in the record of unit holders.

- A. The first Financial Year of the Fund ends on 31/12/2020 AD. The fund manager acknowledges also the availability of the Financial Statements for the First Financial year of the Fund and each successive year.**



B. The audited Financial Statements of the funds is available for free upon request.

10. Board of Directors of the Fund

A. Board Members:

The Board of Directors of the Fund consists of:

- 1) Mr. Moath bin Qasem Alkhasawneh (Board Chairman)**
- 3) Mr. Saleh bin Nasser Al-omair (Independent Member)**
- 4) Mr. Abdulkreem Bin Hammed Al-Njeedy (Independent Member)**
- 5) Mr. Mohammed Bin Msfer Al-Malky (Independent Member)**

B. Qualifications of the Board of Directors of the Fund:

▪ Mr. Moath bin Qasem Alkhasawneh (Board Chairman):

Mr. Moath Al-Khasawneh is the General Director of Yaqeen Capital . He has more than ten years of experience in the field of financial advisory and investment, during which he worked in a number of sectors, notably: banking, industry, real estate and health, as well as the retail sector. Before he took over the tasks of the General Director, he worked as Chairman of Investment Banking Group in Yaqeen Capital ; he has also worked as a consultant to senior management and members of the Board of Directors in many companies in Saudi Arabia. Mr. Moath has joined Yaqeen in 2008 after he worked as a consultant for Deloitte Canada, where he had the opportunity to deal with a number of leading companies through the provision of advisory services in risk management, corporate governance and financial advisory services. He also holds a bachelor's degree in both finance and banking as well as in information systems from St. Mary's University in Canada, in addition to the Master's degree in Business Administration from the Dalhousie University in Canada.

▪ Mr. Saleh Bin Nasser Al-Omair (Independent Member):

Mr. Saleh Al-Omair holds a master's degree in change management from Swansea University, Britain, in 2010, in addition to a bachelor's degree in business administration from the University of South Florida, United States, in 1981. He also has an American Medical Insurance Associate (HIA) certificate from the American Health Insurance Association in addition to a Certificate of Specialization in Managed Health Care (MHP) from the American Health Insurance Association and a Certificate in General Insurance from the Royal British Insurance Institute, London. Mr. Saleh has extensive experience of more than 38 years, and he is currently a member of the Board of Directors of Nayifat Finance Company.

▪ Mr. Abdulkreem Bin Hammed Al-Njeedy (Independent Member):

Mr. Abdulkreem Bin Hammed Al-Njeedy holds a master degree in Executive Management from King Fahad for Petroleum and Engineering in 2012 and holds a degree of doctor in languages



from Oklahoma States, United States in 2013 he has more than 32 years of experience in addition his board member and CEO of Maharah Human Resources

▪ **Mr. Mohammed Bin Msfer Al-Malky (Independent Member):**

Mr.Mohammad Bin Msfer Al-Malky holds a master degree in business administration from AlFaisal University – 2013, he has certificates as compliance approval from American Academy Management Finance – 2008, and he has experience more than 27 years in financial sector in financial markets and banking and supervises business and regulatory oversight, beside he is deputy director of finance in small and medium authority, board member of executive and audit committee indirect lending initiative in private sector, board member in Saudi venture capital in initiative private sector, board member in Kafalah program under credit guarantee, board member in Swan Trade Co, board member auditing in Arab Sea Information Technology.

C. Roles and Responsibilities of the Board of Directors of the Fund:

The responsibilities of Board members include, but are not limited to, the following:

1. Approve all contracts, resolutions and material reports to which the Fund is a party.
2. Adopt a written policy regarding voting rights relating to the Fund's assets.
3. Supervise and, if appropriate, approve any conflict of interest disclosed by the Fund Manager in accordance with the Investment Funds Regulations.
4. Meeting at least twice a year with the compliance and conformance (Compliance and Conformance Committee) officer with the Fund Manager, the money laundering and terrorist financing reporting officer to ensure that the Fund Manager complies with all applicable laws and regulations.
5. Approve any recommendation made by the liquidator in case of his appointment.
6. Ensure that the terms and conditions of the Fund, the Memorandum of Information and any other document of the Investment Funds Regulations are complied with.
7. Ensure that the Fund Manager carries out its responsibilities to the benefit of the unit holders in accordance with the terms and conditions of the Fund and the provisions of the Investment Funds Regulations.
8. Determine the chartered accountant and custodian of the fund.
9. Ensure that the fund manager discloses all necessary information and documents for unit holders and stakeholders.
10. Work honestly and for the benefit of the investment Fund and unit holders therein.
11. Record the minutes of the meetings that reflect all the proceedings of the meetings and the decisions taken by the Council.

D. Remuneration of Board Members:

\$800 for each independent member for each meeting, with a maximum of \$ 1,600 per year for each independent member (the total fees for independent members will not exceed \$ 3,200 per year), as the fees are due on a daily basis and are paid at the end of the year.



E. Conflicts of Interest:

Any Member shall disclose to the Board of Directors of the Fund about the existence of any conflict of interest in the event of voting on any decision taken by the Board of Directors of the Fund, in which the Board Member may have directly or indirectly a special interest.

F. All Fund boards in which the relevant member of the Board of Directors participates:

Members of the Board of Directors of the Fund are members of the Board of Directors of the following Funds:

- Yaqeen Saudi Equity Fund.
- Yaqeen SAR Murabaha Fund.
- Yaqeen IPO Fund.
- Yaqeen Saudi Equities - ETF 30
- Yaqeen Petrochemical ETF.
- Yaqeen Murabaha Financing Fund

11. Shari'ah Supervisory Committee:

A. Committee members and their qualifications:

The Shari'ah advisor to the Fund is the members of the legal board of Yaqeen Capital , which consists of the following scholars:

- **His Excellency Sheikh Abdullah bin Suleiman Al-Manea:**

Sheikh Abdullah Al-Manea is a member of the Council of Senior Scholars in the Kingdom of Saudi Arabia since its establishment, a consultant in the Royal Court, a member of the Shura Council and a former judge of the Court of Cassation in Makkah. Sheikh Al-Manea is the Vice Chairman of the Shari'ah Council of the Accounting and Auditing Organization for Islamic Financial Institutions and the Chairman and Member of several Shari'ah Committees in Saudi and Gulf Banks. He has many publications in Islamic banking.

- **Dr. Mohammed bin Ali Al-Qari:**

Dr. Mohammed Al-Qari holds a master's degree and a PhD in economics from the University of California. He is Professor of Islamic Economics at King Abdul Aziz University in Jeddah, and an expert of Fiqh Academy of the Muslim World League. Dr. Al-Qari is a member of many Shari'ah boards of Islamic banks in many banks around the world.

- **Dr. Abdulrahman bin Abdulaziz Al-Nafeesh:**



Master of Islamic Economics, more than ten years of experience in the field of Shari'ah supervision, Islamic financial transactions, a lecturer in cooperation at Imam Muhammad bin Saud Islamic University, He is a member of a number of Shari'ah boards in the Kingdom of Saudi Arabia. He participated in the research of SABIC Chair for Financial Market Studies and Islamic Economics magazine in King Abdulaziz University in Jeddah. He has a number of research papers, including Book of investment Funds (Shari'ah regulations and statutory provisions).

B. Roles and Responsibilities of the Shari'ah Supervisory Committee:

1. Study and review the Fund's investment objectives, policies, and the Fund's documents to ensure that they comply with Shari'ah standards.
2. Provide advice to the Fund Manager on matters related to Shari'ah compliance, if requested by the Fund Manager.
3. Provide advice in determining the Shari'ah criteria necessary for the selection of securities and companies or any other investments in the primary or secondary market in which the Fund is expected to invest.
4. Periodic monitoring of the conformity of the Fund's investments with Shari'ah standards.
5. Provide Shari'ah view on the extent to which the work of the Fund is in conformity with Shari'ah standards and to be included in the annual audited report of the Fund.

The Fund Manager shall abide by the standards and recommendations issued by the Shari'ah Supervisory Committee and shall ensure that they are applied to all investments of the Fund at all times.

C. Remunerations of Shari'ah Committee Members:

None.

D. The applicable standards (Sharia standards) to determine the legality of the assets prepared for investment, the periodic review, and the procedures followed in the event of non-compliance with the Sharia standards:

The following are the general Sharia controls approved by the Yaqeen Sharia Board for selecting the gold commodity:

- Selling gold with gold is permissible if they are equal in weight, whether new or old, and the exchange must be legally required.
- Selling gold for other than gold, silver, and cash is permissible at any price without requiring exchange, such as if gold is sold for a good, benefit, or service.
- It is not permissible for the contract to sell gold to be conditional on the fulfillment of an order or added to the future, just as the condition option is not valid.
- It is not permissible to sell gold contracts in which the substitutions are postponed, including what has been termed as “forward” or “futures” sales, because the legally required exchange is not fulfilled.
- The sale of gold bars with cash is conditional on the receipt of the two allowances in the contract place



- It is permissible to own gold on a common basis, whereby each partner owns a common share of a specified percentage in a specific total quantity that meets the conditions mentioned in the previous point.
- The owner of the common share may request the segregation of his share, if possible, without prejudice to the partners, and he may sell it to others as it is without being sorted.
- The bullion is stored in a specific store, if it is not distinguished by numbers, then by mixing it takes the rule of the common, and if it is distinguished by numbers, then it is owned by each owner.
- - The committee carries out periodic reviews, and in the event that any of the fund's assets do not comply with the Shari'a controls, the fund manager will liquidate this asset, taking into account not to harm unit holders as a result of liquidating the asset.

12. Fund Manager

A. Name of Fund Manager.

Yaqeen Capital

B. License No. issued by the Capital Market Authority.

. 06020-37 **Registered address and address of the Fund Manager.**

Yaqeen Capital Company

Al Olaya General Road

P.O. 884 Riyadh 11421

Phone: 8004298888

Fax + 966 (11) 4617268

C. The date of the license issued by the Capital Market Authority.

The date of the license was 29/4/1427 H corresponding to 27/05/2006.

D. Paid up capital for the Fund Manager.

SR 150,000,000.

E. Summary of the fund manager's financial information for the previous fiscal year in "thousands of riyals"

Term	The fiscal year ending in December 2018
Total operating profit	34,282
Total operating expenses	(50,774)
Non-operating profit	(14,011)
Zakat	(1,369)
Net profit	(15,380)



F. Members of the Board of Directors of the Fund Manager.

- **Abdulmehsen bin Mohammad Al Saleh (Chairman and independent member)**

holds several positions in many companies as below

- Board member and head of audit committee and member in remuneration committee of Malath Insurance.
- - chairman/Owner of Masader Holding

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- **Abdul Mohsen bin Abdul Rahman Al-Suwailem (Deputy Chairman of the Board)**

Mr. Abdul Mohsen Al-Swailem is the CEO and Managing Director of Nayifat Finance.

- **Mr. Moath bin Qasim Al-Khasawneh (Managing Director and CEO)**

Mr. Moath Al-Khasawneh is the Chief Executive Officer of Yaqeen Capital .

- **Mr. Fahed bin Ibrahim Al Mufarej (Board Member)**

Mr. Fahad Al Mufarej holds several positions in several companies as shown below:

- Member of the Board of Directors and Chairman of the Audit Committee - Samba Financial Group
- Member of the Board of Directors and member of the Audit Committee - Saudi Printing and Packaging Company.

- **Mohammad Ibrahim Abu Jabal (Board Member)**

Mr. Mohammad Ibrahim Abu Jabal is the Head of the Financial Department of FALCOM Holding.

- **Salman Bin Shehween (Dependent Member)**

Mr.Salman bin Shahween has more than 37 years of experience in various fields in several government sectors. He hold a bachelor's degree in Shariah sciences from Imam Mohammed bin Saud Islamic University in 1400AH. He also currently is:

A member of the board of directors of FALCOM Holding.

A member of the nominations and remuneration committee of FALCOM Holding.

G. Roles, Responsibilities and Duties of the Fund Manager.

- The fund manager shall manage the fund wisely and fairly to achieve the fund's investment objectives included in this memorandum.as well as takes into account, in all cases, the interests of unitholders within the framework of the fund's terms and conditions.



The fund manager responsibilities towards the fund include the following:

1. Fund management.
2. Fund operations, including administrative services provided to the fund.
3. Offering the fund units.

- The fund manager is bound by the standards mentioned in paragraph (2) ("investment policies and practices") of this memorandum, as well as with the relevant standards mentioned in Article (41) ("investment restrictions") contained in the investment funds regulations.

- The fund manager adheres to the Sharia standards for investment, and periodically checks that all the fund's investments comply with the Sharia standards approved by the Fund's Sharia Supervisory Board, and informs the Fund's Board of Directors in a timely manner of any material violations.

- As part of his duties, the fund manager ensures that sufficient liquidity is available to fulfill any potential redemption requests.

H. Tasks assigned to a third party by the Fund Manager in respect of the Fund.

None

I. Any other business activities or interests of the Fund Manager that are of Fundamental importance.

None

J. Provisions governing the removal or replacement of the Fund Manager.

- The Authority shall have the right to dismiss the Fund Manager and take any action it deems appropriate to appoint an alternative fund manager for the Fund or to take any other measure it deems appropriate in case of any of the following cases:

1. If the Fund Manager ceases to exercise management activity without notice to the Authority in accordance with the Capital Market Institutions Regulations.
2. In the case of revocation of the license of the Fund Manager to exercise management activity or its withdrawal or suspension by the Authority
3. In the case of a request to the Authority from the Fund Manager to cancel his license to exercise management activity
4. If the Authority considers that the Fund Manager has violated – as the Authority deems material – the obligation of the law or its executive regulations.
5. In the case of the death, deficit or resignation of the investment portfolio manager who manages the fund's assets, with no other person registered with the fund manager able to manage the assets of the funds managed by the portfolio manager.
6. Any other case that the Authority considers – on reasonable grounds – that it is of fundamental importance.



13. The Custodian

A. Name of the Custodian

Yaqeen Capital

B. License No. issued by the Capital Market Authority.

08100-37

C. Registered address and work address of the Custodian.

Head Office – Riyadh, Saudia Arabia

Olaya Road

PO Box 884 Riyadh 11421

Phone: 8004298888

Fax + 966 (11) 2054831

www.yaqeen.sa

D. The date of the license issued by the Capital Market Authority.

The date of the license is 29/04/1427 H corresponding to 27/05/2006

E. The basic roles and responsibilities of the Custodians in relation to the investment Fund.

Main roles and responsibilities of the custodian:

- Opening a local bank account and depositing all cash sums obtained from offering the fund units and subscriptions to clients.
- Supervising the Sub-custodian to ensure that he performs his roles in accordance with the agreement signed with him and the tasks assigned to him.

F. The tasks entrusted to a third party by the Custodian in respect of the investment Fund.

“Subject to approve”

EFG bank Switzerland is a Swiss bank licensed by the Swiss Financial Market Supervisory Authority under license number CHE-245.681.319 to carry out banking services, custody and asset management services, appointed as a sub-custodian to carry out the following tasks:

- Keeping the fund's assets separately from any securities or other assets belonging to the sub-custodian or fund manager.
- Maintaining all records related to asset preservation.
- Carrying out all necessary administrative procedures regarding asset preservation.



G. Provisions regulating the dismissal of the Custodian.

- The Authority may dismiss the Custodian appointed by the Fund Manager and take any measure it deems appropriate in the event of any of the following cases:

1. If the custodian ceases to exercise custody activity without the Authority's consent to do so under the Capital market institutions regulations.
2. If the custodian's license to practice of the custody activity is revoked, withdrawn or suspended by the Authority.
3. In the case of a request to the authority from the custodian to cancel his license to practice custody activity.
4. If the Authority considers that the Custodian has, in the manner that the Authority deems material, violated the obligation of the law or its executive regulations.
5. In any other case, the Authority believes – on reasonable grounds – that it is of fundamental importance.

- In this case, the Fund Manager shall appoint an alternate custodian and transfer the custody responsibilities to the alternate custodian within 60 days of his appointment.

- The Fund Manager may also dismiss the Custodian under written notice if he reasonably considers that the removal of the custodian is in the interest of the unit holders. In this case, the Fund Manager shall appoint an alternate custodian within 30 days after the Custodian receives the written notice. The appointment of a substitute custodian will be immediately disclosed on the website of the Fund Manager and the Market website.

14. Investment Consultant (if any).

Not Applicable

15. Distributor (if any).

Not Applicable.

16. Auditor

A. Name of the Auditor.

PricewaterhouseCoopers (pwc).



B. Registered address and work address of the Auditor.

PricewaterhouseCoopers
Kingdom Tower - 24th floor
King Fahd Highway
Riyadh 11414, Saudi Arabia
Tel: +966 11 211 0400
Fax: +966 11 211 0401
Pwc.com

C. Core roles and responsibilities of the Auditor in relation to the Investment Fund.

The auditor reviews the Fund's interim and annual financial statements.

17. Other Information

1. The Fund grants unit holders the right to have access to policies and procedures to address conflicts of interest and any potential or actual conflict of interest upon request and without charge.

2. Special discounts and commissions

Not Applicable

3. Zakat or Tax.

- The Fund Manager shall not pay Zakat for the Fund
- Value Added Tax: The Value Added Tax will be applied in accordance with the executive regulations issued by the General Authority for Zakat and Income Tax on all fees, expenditure, expenses and costs. All fees and expenditure mentioned in the Fund's documents do not include Value Added Tax unless otherwise stated

4. Information and details of meeting of unit holders

1. The Fund Manager shall convene the meeting of the unit holders within 10 days of receipt of a written request from the Custodian.
2. The Fund Manager shall convene the meeting of the unit holders within 10 days of receipt of a written request from one or more of the unit holders who together or individually own at least 25% of the value of the units of the Fund
3. Invitation to the meeting of the unit owners shall be announced on the website of the Fund Manager and the website of the Market and by sending a written notice to all unit holders and Custodian (if any)



- 1) At least ten days prior to the meeting.
- 2) Not more than (21) days prior to the meeting.
The notification will include the date, place, time and decisions proposed
4. The meeting of the unit holders shall not be valid unless attended by a number of unit holders having together at least 25% of the value of General Fund units.
5. In case of not meeting the quorum stated in Clause 4. The Fund Manager will convene a second meeting by announcing this on the Fund Manager's website and the website of the market and by sending written notice to all unit holders and Custodian prior to the second meeting by five days at least. The second meeting shall be valid regardless of percentage of the units represented at the meeting
6. Each unit holder may appoint an agent to represent him at the meeting of the unit holders:
7. Each unit holder may make one vote at the meeting of unit holders of each unit held by him on the meeting time

5. Termination of the Fund

- The Fund Manager may terminate the Fund if he finds that the value of the Fund's assets under management is insufficient to justify the economic operation of the Fund or in the event of any change in regulations or other circumstances which the Fund Manager deems sufficient to terminate the Fund. In this case, the Fund Manager shall notify the Capital Market Authority and notify the unit holders in writing of his desire to terminate the Fund not less than 21 days from the date on which the Fund is to be terminated
- In the case of termination of the Fund, the assets of the Fund are liquidated and the debts and liabilities relating to the liabilities are repaid and the remaining assets from liquidation are distributed to the participants for the percentage represented by them and attributed to the total units. In the event of liquidation of the Fund, no distributions will be made to investors unless all the Fund's assets have been liquidated and the liquidation proceeds received by the Fund Manager

6. Complaint procedures

- The Fund Manager will submit complaints processing procedures upon request and free of charge. The Unit holder may, in the event of any complaint or comment about the Fund, send them to the following address:

Yaqeen Capital Company
Compliance and Risk Management Group
Al Olaya Road
P.O. Box: 884 Riyadh: 11421
Phone: +966 (11) 2114722 – Fax: +966 (11) 2032546
Comments can also be sent to the following e-mail:
Addingvalue@yaqeen.sa

- If a settlement cannot be reached within 20 working days, the subscriber has the right to submit a formal complaint to the Investor Protection Office at the Capital Market Authority through:



1. Send it to the CMA website: www.cma.org.sa or through the CMA application for smartphones.
2. Send it to the Authority postal address: PO Box (87171) Riyadh (11642)
3. Submit it to the Investor Protection Office at the Capital Market Authority (Riyadh - King Fahd Road).
4. Send it to the fax number (00966114906470)

The subscriber has the right to file a complaint with the Committee for Resolution of Securities Disputes after the elapse of 90 calendar days from the date of filing the complaint with the Authority unless the Authority notifies the complainant that it is possible to file it with the Committee before the expiration of the period.

7. The Judicial Agency Competent to solve any dispute

The Committee for the Resolution of Securities Disputes in the Kingdom of Saudi Arabia is the Judicial Agency Competent to solve any dispute arising out of or in respect of investment Funds.

8. Available documents to unitholders

The Fund Manager grants unit holders the right to review the terms and conditions of the Fund, the summary of key information and each contract stated in the Information Memorandum and financial statements of the Fund Manager

9. Fund ownership

All assets of the Fund are collectively held by the unit holders. The Fund Manager, the Sub-Fund Manager, the Custodian, the Sub-Custodian, the Consultant or the Distributor may not have any interest in the Fund's assets or claim in respect of such assets, unless the Fund Manager, Sub-Fund Manager, the Custodian, the Sub-Custodian, the Consultant or the Distributor are holders of the units of the Fund, within the limits of his ownership, or if such claims are permitted under the provisions of these Regulations and disclosed in the terms and conditions of the Fund or the Information Memorandum.

10. Other information

There is no other known information that may enable existing or potential unit holders or their professional advisors to make a decision to invest in the Fund contrary to what is stated in the Terms and Conditions and the Information Memorandum.

11. Exemptions from the Capital Market Authority

The fund obtained an exemption from the Capital Market Authority regarding Paragraph "E" of Article 60 of the Investment Funds Regulations, which states, "The fund manager must pay the unitholder the proceeds before the closing date of the business on the 5th day following the evaluation point at which the redemption price was set as a maximum." With regard to the physical redemption returns only, provided that the fund manager pays the unit owners the physical redemption returns only before the closing date of the business on the 30th day following the valuation point at which the redemption price was set as a maximum.

12. Policy of the Fund Manager in respect of voting rights

Based on the system followed by Yaqeen for voting rights, in cooperation between the Fund Board of Directors and the Conformity, Compliance, and Risk Management Group, this system will be followed in



the event of voting, and unit owners will be provided with the system followed upon their request. It can also be accessed by visiting the fund manager's website. The fund manager will make voting decisions based on his discretion, in consultation with the Compliance, Compliance, and Risk Management Group, in the unit holders' interest.

18. Additional information requirements for certain types of Funds

Not Applicable



Summary of Key Information

Name of Fund

Yaqeen Gold Fund
(Open-end public investment Fund)

Fund Manager

Yaqeen Capital Company

Date of issuance of the Summary of Key Information

04/02/2020

Last Update

28/07/2022

This information summary is mainly prepared for investors to enable them to study the opportunity available to them to purchase units in Yaqeen Gold Fund. Potential investors should read the terms & conditions and other documents thoroughly before making any decision on investing in this Fund.



1. Key Information

A. Investment objectives of the Investment Fund

It is an open public investment fund compliant with Sharia standards. It invests passively in the commodity of gold, as it seeks to achieve long-term capital growth and gains by simulating the performance of the USD/XAU gold commodity currency index (spot contracts for gold in US dollars) before fees and expenses. No profits are distributed to the unitholders. Instead, all realized profits are reinvested in the same fund. All fund investments are outside the Kingdom of Saudi Arabia. The fund may invest up to 10% of the fund's total assets in gold commodity funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. To provide liquidity, the fund maintains cash liquidity that may reach 10% of the total assets of the fund as a maximum. The fund may also invest up to 10% in money market instruments funds (Sharia-Compliant Fund) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.

B. Investment policies and practices

All of the Fund's investments will be in compliance with Sharia standards in the regional and global financial markets and gold commodity markets.

Asset Class	Minimum of the Total Fund Asset	Maximum of the Total Fund Asset
Currency of Gold Commodity (USD/XAU)	90%	100%
Money market instrument funds (Sharia-compliant) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority.	0%	10%
Gold commodity funds (Sharia-compliant) that are publicly offered and licensed by a regulator with standards and regulatory requirements similar to the Capital Market Authority	0%	10%
Cash	0%	10%

Investment policies and practices

- The fund invests mainly in the currency of the gold commodity, with a minimum of 90% of the fund's total assets and a maximum of 100% of the fund's total assets. In addition, the fund invests with a maximum of 10% of the fund's total assets in Sharia-Compliant money market instruments funds and invests with a maximum of 10% of the fund's total assets in Sharia-Compliant gold commodity funds that publicly offering and licensed by a regulator that has similar regulatory standards and requirements to the Capital Market Authority. The fund maintains cash liquidity that may reach 10% of the fund's total assets as a maximum.



- The fund is managed in an inactive manner of management when investing in the gold commodity to achieve the fund objectives. It invests directly in the gold commodity, and no financial derivatives are used.
- The fund does not provide any diversification in assets and does not change the percentage of its investment in gold commodity based on expectations of the gold commodity price. If the price of the gold commodity increases or decreases, the Fund will simulate this increase or decrease in the price of the gold commodity. The trading currency in the gold commodity market is the US dollar, while the trading unit for the gold commodity is an ounce of gold with a purity of 999.9, any change in the price of the gold commodity reflects the change in the value of an ounce of gold with a purity of 999.9 in US dollars.
- The fund seeks to simulate the performance of the index by keeping the standard deviation from the maximum of 1%. Standard deviation is measured as the standard deviation of the difference between the weekly return of the fund compared to the weekly return of the index. The Fund Index is the gold commodity currency "USD/XAU," and it is an index that is extracted from Bloomberg. It reflects the price of spot gold in US dollars per ounce of gold commodity with a purity of 999.9
- The fund seeks to achieve a minimum correlation coefficient of 0.85 with the index on an annual basis.
- The fund manager maintains a cash percentage of up to 10% of the total assets of the fund to meet the redemption requests.
- The mechanism for selecting gold commodity: The Index of the fund is the price of the commodity currency XAU / USD, where the price reflects the value of an ounce of gold commodity with purity of 999,9 US dollars. Since the fund seeks to simulate the XAU / USD gold commodity currency index's performance before fees and expenses, the fund invests only in gold commodity with a purity of 999,9 through the specified gold provider (EFG bank Switzerland).
- The mechanism for selecting gold commodity funds: The fund that will be preferred in which its expenses are low compared to the fund's net assets, Sharia-compliant, its investments are outside the Kingdom of Saudi Arabia, and follows an inactive approach when investing in the currency of the commodity gold USD/XAU and that the invested fund does not invest in companies of Gold mining or companies that trade in gold. Also, the fund must be managed by a fund manager licensed by a supervisory authority that has standards and regulatory requirements similar to those applied by the Capital Market Authority in the Kingdom of Saudi Arabia and has a good reputation, sound financial position and low risks, according to the classification and internal evaluation of the fund manager.
- The fund invests in gold commodity with a purity of 999,9 only through the specified gold provider (EFG bank Switzerland). Moreover, the fund invests in Sharia-Compliant gold commodity funds that offered in a public offering and licensed by a regulator that has similar regulatory standards and requirements to the Financial Market Authority.
- The mechanism for selecting funds invested in money market instruments: The fund will be preferred in which its expenses are low compared to the net assets of the fund, Sharia-compliant, and its investments outside the Kingdom of Saudi Arabia. Also, the fund must be managed by a fund manager licensed by an authority that has standards and regulatory requirements similar to those applied by the Capital Market Authority, has a good reputation, sound financial position, and low risk, according to the classification and internal evaluation of the fund manager.
- The fund manager will not distribute any dividends to the unitholders, and any profit from the fund's investments in gold commodity, gold commodity funds, or money market instruments funds will be reinvested in the fund.

- All the fund investments will be outside the Kingdom of Saudi Arabia.

C. The Main Potential Risks Associated with Investing in the Fund

- Risks of decreasing investment value:

If the price of the gold commodity decreases substantially and the gold commodity does not recover to its previous prices, then the net asset value of the fund will decrease according to the decrease in the price of the gold commodity.

- Demand risk for gold:

The gold commodity market, like any other commodity market, passes through periods of increasing demand and passes through recessions. The supply and demand for the gold commodity is affected by several factors, including the forward sale of gold by mines and gold commodity producers, the purchase and sale of central banks of gold, the production factors of gold mines, including the cost of energy and wages, and all economic and political conditions in the primary gold producing countries. When the demand for or the supply of the commodity of gold decreases, this will lead to a decrease in the price of the commodity of gold and thus the decrease in the value of the fund's assets.

- Currency risk:

The fund's currency is the US dollar, and all of the fund's investments are in US dollars. When the investor subscribes in a currency other than the fund currency, it will be converted into the US dollar currency. The price of the commodity currency XAU / USD is affected by the changes in the currency exchange rates, which negatively affects the value of the fund's investments and the unit price. For a subscriber who does not consider the US dollar as his base currency, fluctuations in the exchange rate of the US dollar against its base currency negatively affect the value of his investments in the fund in its base currency.

- Sharia risks:

These risks are represented in the fact that the fund invests in gold commodity and investment funds that are compatible with Sharia standards compared to traditional investment funds, and if one of the funds in which the fund invests does not comply with some of the Sharia standards, the fund disposes of it by redeeming it, which will result in losses if sold at a price. Lower than the subscription price.

- Systemic risks:

Systemic risks arise as a result of the issuance of new regulations, legislation or laws, or changes in legislation or current laws in the countries of the gold commodity providers or the countries of the funds in which the fund invests in, which negatively affects the fund's investments.

- Liquidity risk:

Liquidity refers to the speed and ease with which an asset can be sold and converted into cash without losses in its fair market value. For markets with high volatility, such as fluctuations in periods of political instability



or sudden changes in interest rates and prices, this leads to difficulty in selling gold commodities or investments at a fair price, which results in a loss or decrease in the return of the fund.

- Risks of not being able to redeem:

It is possible that the fund manager will not be able to fulfill all redemption requests if the total value of those requests reaches 10% or more of the fund's net assets value or if he is unable to liquidate some of its investments as a result of weakness or lack of trading in the markets designated for those investments. Redemption negatively affects the size and viability of the fund.

- Market risk:

Market risk is the risk of investing in the financial and gold commodity markets where gold commodity prices rise/fall or the market value of fund investments due to developments in gold commodity markets or markets invested in by other funds, general market conditions, interest rates, and exchange rates. Also, the market value changes due to a change in economic and financial conditions. When economic conditions occur that lead to a decrease in the price of the gold commodity, this will negatively affect the value of the fund's assets.

- Counterparty risk:

Risks related to the possibility that any of the financial institutions contracted with may not fulfill its contractual obligations with the fund manager in accordance with the terms agreed upon, and these risks apply to the fund during investment in money market instrument funds or the purchase and sale of a gold commodity. Any failure by the parties that the fund deals with negatively affects the investments and performance of the fund.

- Risks of the quality of the gold commodity:

The fund manager is not a specialist in dealing with gold commodities and since the gold commodity bullion varies in terms of purity (percentage of impurities). The gold commodity provider (EFG bank Switzerland) will be relied upon to provide bullions from the gold commodity (based on the specifications of the gold commodity specified from the index) with a purity of 999,9. Noting that the non-commitment of the supplier of the gold commodity or his failure to deliver the quantity of the gold commodity with a purity of 999,9, which is equal to the net quantity of the recovered gold commodity and owed to the requesters of physical redemption will result in claims by the unitholders.

- Preservation and storage risks:

Risks that result because of the bullion of the gold commodity that the Sub-custodian hold on behalf of the fund may be damaged as a result of natural events (such as an earthquake) or as a result of human actions (such as a terrorist attack or theft). Any of these events will have a negative impact on the Fund's investments and the value of its units.

- Natural disaster risks:



Volcanoes, earthquakes, hurricanes, floods, and other natural phenomena cause property damage and cannot be controlled, which negatively affects the economic sectors, the gold commodity market, and the fund's performance.

- Gold commodity provider risk:

Risks related to the possibility that the gold commodity provider contracted with him will not fulfill his contractual obligations with the fund manager in accordance with the terms agreed upon between them, as his failure to comply will have a negative impact on the fund's investments.

- Tax and zakat risks:

Tax and zakat risk is represented in the possibility that the fund will pay or account for an incorrect amount of tax or zakat, in addition to the risk of changing the rules and regulations relating to the calculation of taxes or zakat, which leads to losses on the fund due to the increase in the value of taxes or zakat higher than expected.

- Risks of physical Redemption:

The gold commodity provider (EFG Switzerland) will be relied upon when physical requests for redemption in providing gold commodity bullion. In the event of the inability to deliver gold commodity bullions as a result of gold commodity market conditions or the non-fulfillment or failure of the gold commodity provider, which negatively affects the reputation of the fund and its continuity.

- Risks of investing in other investment funds:

In the event that the fund invests in other investment funds, all the previously mentioned risks will also apply to those funds.

D. Previous data related to the performance of the investment fund

Not Applicable.

2. Charges for Service, commissions and fees

- Management Fees: 0.5% of the net asset value per annum calculated on each calendar day as a percentage of net asset value and paid to the Fund Manager every quarter. No fees will be deducted except for actual fees
- Custody Fees: The custodian does not charge the fund any fees while the sub-custodian's fees charge 0.10% of the total value of the assets under custody. The total custodian's fee becomes 0.10% of the total value of the fund's assets under custody and is paid quarterly to the sub-custodian.
- External auditor fees: US \$ 8,000 per year. The fees are due on a daily basis and are paid semi-annually.
- Board members' fees: \$ 800 for each independent member for each meeting, with a maximum of \$ 1,600 per year for each independent member (the total fees for independent members will not exceed \$ 3,200 per year). The fees are due on a daily basis and are paid at the end of the year.
- Regulatory fees: \$ 2,000 (7,500 Saudi riyals) paid to the Capital Market Authority annually and deducted on a daily basis. No fees will be deducted except for the actual fees.



- Subscription fee: None.
- Dealing expenses: recorded at the cost and any costs related to gold trading the fund will bear as well as the fund will bear the costs of brokerage when investing in money market instruments funds and gold funds
- Financing expenses: The fund bears the actual and direct financing costs according to the prevailing market price
- publishing on Tadawul site fees: \$1,333.33 (5,000 Saudi riyals), due daily and paid annually.
- Value-Added Tax "VAT"
- The VAT will be applied in accordance with the regulations issued by the General Authority for Zakat and Income on all fees, expenses and costs.

3. For additional information about the YAQEEEN Gold Fund and its other documents, please view the company's website www.yaqeen.sa or the nearest Yaqeen Capital branch or call our customer service number: 8004298888. The unit price will be published twice a week, on Sunday (Thursday trading day) and Wednesday (Tuesday dealing day) before 3 pm Saudi Arabia time, and it will be available to investors free of charge through the fund manager's website www.Yaqeen.com.sa and Saudi Stock Exchange website "Tadawul" www.tadawul.com.sa

4. Name and Address of the Fund Manager

YAQEEEN Capital Company

P.O. Box: 884 Riyadh: 11421

Phone: 8004298888

Fax: +966 (11) 4617268

5. Name and Address of the Custodian

A. Custodian:

YAQEEEN Capital Company

Headquarters - Riyadh, Kingdom of Saudi Arabia

P.O. Box: 884 Riyadh: 11421

Phone: 8004298888

Fax: +966 (11) 4617268

www.yaqeen.sa

B. Sub-Custodian:

EFG bank – Switzerland

Headquarters – Geneva 1211, Switzerland,

<https://www.efgbank.com>

6. Name and Address of the Distributer

Not Applicable

