

**Aluminium Bahrain B.S.C. (Alba)  
REPORT OF THE BOARD OF DIRECTORS**

The Directors have the pleasure to submit their report together with the Audited Consolidated Financial Statements for the year-ended 31 December 2022.

**Principal Activity**

Aluminium Bahrain B.S.C. (Alba) ("the Company") was incorporated as a Bahrain Joint Stock Company (closed) in the Kingdom of Bahrain and registered with the Ministry of Industry and Commerce under Commercial Registration (CR) Number 999. The Company was converted into a Bahrain Public Joint Stock Company effective 23 November 2010 and its shares were listed on two exchanges: Ordinary Shares on the Bahrain Bourse and Global Depositary Receipts (GDRs) on the London Stock Exchange - Alternative Investment Market (AIM).

The principal activities of the Company are to build and operate smelters for the production of aluminium, to sell aluminium within and outside the Kingdom of Bahrain and to carry on any related business to complement the Company's operations and/or to enhance the value or profitability of any of the Company's property or rights.

**Registered Office**

The official business address of the Company is located at Building 150, Road 94, Block 951, Askar, Kingdom of Bahrain.

**Winterthur Branch**

On 7 July 2011, the Company established and registered Aluminium Bahrain B.S.C. (Alba), Manama, Bahrain, Winterthur Branch in Zurich, Switzerland, with address at Theaterstrasse 17, 8400 Winterthur, Switzerland.

**Hong Kong Branch**

On 30 November 2011, the Board approved the establishment of a Sales Office in Hong Kong, with address at 2210, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong.

**Bahrain Subsidiary**

On 21 October 2014, the Board approved the formation of Alba Club W.L.L., a subsidiary entity of Aluminium Bahrain B.S.C. (Alba) in relation to the Bahraini Commercial Registration for Alba Social Club which is located at Building 23, Road 43, Block 937, Riffa /Al Bhair, Kingdom of Bahrain. The Company, based on a Board resolution dated 30 December 2021, have approved the Management's recommendation to transfer the registration of Alba Club WLL, currently registered under Commercial Registration No. 99789-1, and to register it as a branch of Aluminium Bahrain B.S.C. (Alba) under Commercial Registration No. 999. The Company has filed the necessary documentation with MOIC and is awaiting to hold the Extraordinary General Meeting (EGM) to get the shareholders' approvals in order to convert it into a branch of Alba.

**U.S. Subsidiary**

On 11 June 2014, the Board approved the incorporation of a U.S. entity and the creation of a Sales Office with address at Aluminium Bahrain US, Inc. 1175 Peachtree Road NE, Suite 1475, Atlanta, GA 30361.

#### Guernsey Subsidiary

On 07 February 2019, the Board approved the establishment of Alba's Captive Insurance Vehicle in Guernsey 'AlbaCap Insurance Limited' with address at Suite 1 North, 1<sup>st</sup> Floor, Albert House, South Esplanade, St Peter Port, GY1 1AJ.

#### Singapore Branch

On 27 September 2020, the Board approved the establishment of Alba's branch in Singapore with address at Level 35, The Gateway West, 150 Beach Road, #35-38 the Gateway West, Singapore 189720.

#### Share Capital Structure

| Shareholders                                  | 2022 (%)      | 2021 (%)      |
|---|---------------|---------------|
| Bahrain Mumtalakat Holding Company B.S.C. (c) | 69.38         | 69.38         |
| SABIC Industrial Investments Company          | 20.62         | 20.62         |
| Others – Public                               | 10.00         | 10.00         |
|   | <b>100.00</b> | <b>100.00</b> |

#### Corporate Secretary

Ms. Eline Hilal, is the Corporate Secretary since February 2015.

#### Executive Management Team

Mr. Ali Al Baqali, Chief Executive Officer  
Dr. Abdulla Habib, Chief Operations Officer  
Mr. Amin Sultan, Chief Power Officer  
Mr. Khalid Abdul Latif, Chief Marketing Officer  
Mr. Waleed Tamimi, Chief Supply Officer  
Mr. Bryan Harris, Chief Financial Officer

#### Alba Executives' Remuneration

| Executive Management  | Total Paid Salaries & Allowances | Total Paid Remuneration (Bonus) | Any Other Cash-in-Kind Remuneration | <i>BD</i>        |
|---|----------------------------------|---------------------------------|-------------------------------------|------------------|
|   |                                  |                                 |                                     | Aggregate Amount |
| Chief Executive Officer, Chief Marketing Officer, Chief Power Officer, Chief Operations Officer, Chief Supply Officer and Chief Financial Officer | 1,172,644                        | 636,740                         | 130,379                             | 1,939,764        |

#### Results and Retained Earnings

The Company made a Profit of **BD416.167 million** for the financial year of 2022 versus a Profit of **BD451.870 million** for the financial year of 2021.

The Movements in Retained Earnings of the Company were:

|   | BD '000   |
|---|-----------|
| Balance as at 31 December 2021              | 1,292,569 |
| Profit for the year 2022                    | 416,167   |
| Gain on resale of treasury shares           | 534       |
| Final Dividend for 2021 approved and paid   | (75,316)  |
| Interim Dividend for 2022 approved and paid | (45,123)  |
| Balance as at 31 December 2022              | 1,588,831 |

#### Appropriations

- On 11 August 2022, the Board of Directors of Aluminium Bahrain B.S.C. (Alba) recommended an interim dividend of Fils 31.88 per share (excluding treasury shares) totalling BD45,122,697 which was subsequently paid from 01 September 2022.
- At the Board meeting held on 02 February 2023, the Company's Board of Directors proposed to pay final dividend of Fils 85.7 per share (excluding Treasury Shares) totalling BD121,306,000.

The above appropriations are subject to the approvals of the Company's shareholders at the Annual General Meeting which will be held on 26 February 2023.

#### Directors of the Company

The following Directors served on the Board of Alba from 08 March 2020 to-date:

**Bahrain Mumtalakat Holding Company B.S.C. (c)**  
 Shaikh Daij Bin Salman Bin Daij Al Khalifa, Chairman  
 Mr. Yousif A. Taqi, Director  
 Shaikh Isa bin Khalid Al Khalifa, Director  
 Mrs. Suha S. Karzoon, Director  
 Mrs. Rasha Sabkar, Director  
 Mr. Tim Murray, Director

#### Sabic Industrial Investments Company

Mr. Iyad Al Garawi, Director  
 Mr. Ahmed Al Duriaan, Director  
 Mr. Omar Al Amoudi, Director

#### Elected Director

Mr. Mutlaq H. Al Morished, Director

### Alba Directors' Remuneration

The Board of Directors' Remuneration for the year-ended 31 December 2022 is as follows:

- Attendance Fees of BD107,000 were paid over the course of 2022 [2021:BD103,000].
- Sitting Fees of BD72,000 will be paid after the Board's meeting on 02 February 2023 [2021: BD72,000].
- The proposed Remuneration Fees of BD412,000 will be paid post the Annual General Meeting scheduled on 26 February 2023 [2021: BD420,000].

The breakdown of Alba Directors' Remuneration is as per the below table:

| Name   | Fixed Remunerations                   |  |          |            | Variable Remunerations                |                 |          |          | End-of-Service Award | Aggregate Amount<br>(Does not include Expense allowance) | Expenses Allowance |
|--|---------------------------------------|--|----------|------------|---------------------------------------|-----------------|----------|----------|----------------------|--|--------------------|
|  | Remunerations of the Chairman and BOD | Total Allowance for Attending Board and Committee Meetings | Others*  | Total      | Remunerations of the Chairman and BOD | Incentive Plans | Others** | Total    |                      |  |                    |
| <b>First: Independent Directors</b>                |                                       |  |          |            |                                       |                 |          |          |                      |  |                    |
| Shaikh Daij bin Salman bin Daij Al Khalifa         | 60                                    | 30   | -        | 90         | -                                     | -               | -        | -        | -                    | 90   |                    |
| Yousif Taqi  | 40                                    | 19   | -        | 59         | -                                     | -               | -        | -        | -                    | 59   |                    |
| Shaikh Isa bin Khalid Al Khalifa                   | 40                                    | 17   | -        | 57         | -                                     | -               | -        | -        | -                    | 57   |                    |
| Tim Murray   | 40                                    | 16   | -        | 56         | -                                     | -               | -        | -        | -                    | 56   | 2.4                |
| Mutlaq Al Morished                                 | 40                                    | 16   | -        | 56         | -                                     | -               | -        | -        | -                    | 56   | 1.8                |
| <b>Second: Non-Executive Directors</b>             |                                       |  |          |            |                                       |                 |          |          |                      |  |                    |
| Suha Karzoon                                       | 40                                    | 17   | -        | 57         | -                                     | -               | -        | -        | -                    | 57   |                    |
| Rasha Sabkar                                       | 40                                    | 16   | -        | 56         | -                                     | -               | -        | -        | -                    | 56   |                    |
| Omar Al Amoudi                                     | 40                                    | 16   | -        | 56         | -                                     | -               | -        | -        | -                    | 56   | 1.8                |
| Ahmed Alduriaan                                    | 40                                    | 16   | -        | 56         | -                                     | -               | -        | -        | -                    | 56   | 1.8                |
| Iyad Al Garawi                                     | 32                                    | 16   | -        | 48         | -                                     | -               | -        | -        | -                    | 48   |                    |
| <b>Third: Executive Directors (Not Applicable)</b> |                                       |  |          |            |                                       |                 |          |          |                      |  |                    |
| <b>Total</b>                                       | <b>412</b>                            | <b>179</b>   | <b>-</b> | <b>591</b> | <b>-</b>                              | <b>-</b>        | <b>-</b> | <b>-</b> | <b>-</b>             | <b>591</b>   | <b>7.8</b>         |

# البا

Aluminium  
for the world

Aluminium Bahrain B.S.C. (Alba)  
CR. No. 999

# (البا)

ألمنيوم  
للعالم

ألمنيوم البحرين ش.م.ب (البا)  
سجل تجاري رقم: ٩٩٩


Note: All amounts are in Bahraini Dinars.

Other Remunerations:

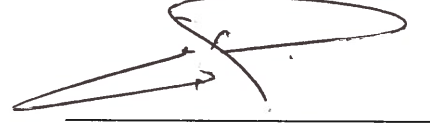
\* It includes in-kind benefits: specific to remuneration for Technical, Administrative and Advisory Works (if any).

\*\* It includes the Board member's share of the Profit and Granted shares (insert the value) (if any).

By order of the Board,



Daj Bin Salman Bin Daj Al Khalifa  
Chairman



Yousif A. Taqi  
Director

02 February 2023