



**The Ordinary General Assembly
(Forty)**

**Saudi Automotive Services Co
(SASCO)**



Meeting's Agenda

Meeting's Agenda the Ordinary General Assembl

(Forty)

1. Reviewing and discussing the report of the Board of Directors for the fiscal year ending on December 31, 2024.
2. Voting on the auditor's report for the fiscal year ending on December 31, 2024, after discussing it.
3. Reviewing and discussing the company's consolidated financial statements for the fiscal year ending on December 31, 2024.
4. Voting to appoint the company's auditor from among the candidates based on the audit committee's recommendation, to examine, review and audit the interim and annual financial statements from the fiscal year 2025 and the first quarter of 2026, and determine their fees.
5. Voting on absolve the members of the Board of Directors from liability for the fiscal year ending on December 31, 2024.
6. Voting on the Board of Directors' decision to appoint Mr. Turki Abdullah Aljawini as a member of the Board of Directors (independent member) from Nov 28, 2024, until the end of the current Board of Directors' term on June 29, 2028 instead of the previous Board member, Mr. Faisal Abdullah Aljedaie (Independent Member). (CV attached)
7. Voting on amending the remuneration police for members of the Board of Directors, committees and executive management (according to attach).
8. Voting to pay a reward to the members of the Board of Directors, with a total amount of 2,450,000 riyals for the fiscal year 2024.
9. Vote to authorize the Board of Directors to distribute interim cash dividends to shareholders on a semi-annual or quarterly basis for the fiscal year 2025.
10. Voting on the special exceptional bonus paid during the year 2022 to His Excellency the Chairman of the Board of Directors of the Company Mr. Ibrahim Mohammed Alhudaithi, in the amount of (12,000,000 riyals), as he was part of the team working on the deal to acquire 80% of the capital of NAFT Services Company Ltd.
11. Voting on the Board of Directors delegating the authority of the Ordinary General Assembly to the license mentioned in Paragraph (1) of Article (27) of the Companies Bylaw, for a period of one year from the date of approval of the General Assembly or until the end of the session of the authorized Board of Directors, whichever is earlier, in accordance with the conditions

mentioned in the controls And the regulatory procedures issued in implementation of the Companies Law for listed joint stock companies.

12. Voting of business deals and contracts to be executed between SASCO and Nahaz, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammad Alhudaithi and Mr. Sultan Mohammad Alhudaithi, the dealings with the Ustool Alnaql Company (a subsidiary company) leasing a site from the Nahaz Company by (annually 768,220 riyals) for one year to use as a headquarters and a residence for labour, based on non-preferential terms (according to attach).
13. Voting of business deals and contracts to be executed between SASCO and Mulkia Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, for the purpose of managing an investment portfolio of (SAR 50) million with Ahli Capital Investment Company, it ends with a written notice between the two parties, based on non-preferential terms (according to attach).
14. Voting of business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases two stations (1, 2) from Nahaz Investment Co. for an annual cost of (SAR1.6) million and a period of ten years starting from 01/01/2018, subject to renewal, based on non-preferential terms (according to attach).
15. Voting of business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (8) from Al-Madaen Star Group for an annual cost of (SAR 300,000) and a period of ten years starting from 04/29/2020, based on non-preferential terms (according to attach).
16. Voting of business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (10) from Al- Madaen Star Group for an annual cost of (SAR 1 million) and a period of ten years starting from 04/29/2020, based on non-preferential terms (according to attach).
17. Voting of business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (11) from Al-Madaen Star Group for an annual cost of (SAR 450,000) and a period of eight years starting from 01/05/2020, based on non-preferential terms (according to attach).

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18. Voting of business deals and contracts to be executed with Nahaz Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi and Mr. Sultan Mohammed Alhudaithi, whereby Nahaz Investment Co. enters into a contract to purchase fuel for one year, noting that the total contract value amounted to (SAR 198,482) in 2024, on non-preferential terms (according to attach).
 19. Voting of business deals and contracts to be executed with Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Al-Madaen Star Group enters into a contract to purchase fuel for one year, noting that the total contract value for 2024 amounted to (SAR 257,478) on non-preferential terms (according to attach).
 20. Voting of business deals and contracts to be executed with Zawaya Real Estate Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zawaya Real Estate Co. enters into a contract to purchase fuel for one year, noting that the total contract value for 2024 amounted to (SAR 18,751) on non-preferential terms (according to attach).
 21. Voting of business deals and contracts to be executed with Fungate Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Fungate Co. enters into a contract to purchase fuel for one year, noting that the total contract value for 2024 amounted to (SAR 37,697) on non-preferential terms (according to attach).
 22. Voting of business deals and contracts to be executed between company and Fungate Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Fungate Co. leases residential rooms within station number (2) for one year, noting that the total contract value for these deals amounted to (SAR 50 thousand) in 2024, on non-preferential terms (according to attach).
 23. Voting of business and contracts that will be concluded between SASCO and Mulkia Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, these dealings are a water supply agreement with Rogovi through an investment water fund for a period of three years as of December 2020 the contract is automatically renewed on an annual basis, unless either party provides notice of its intention to terminate it, noting that there are no transactions during the year 2024 and there are no preferential terms in these businesses and contracts (according to attach).



Audit Committee Report

Audit Committee Report

Saudi Automotive and Equipment Services Company (SASCO)

The financial year ended December 31, 2024



M/s Shareholders of Saudi Automotive and Equipment Services Company (SASCO),

May the peace, mercy, and blessings of God be upon you.

The Audit Committee of the Saudi Automotive Services and Equipment Company is pleased to submit to the company's esteemed shareholders its annual report for the fiscal year ending December 31, 2024. This report includes its opinion on the adequacy of the company's internal control system and the work carried out by the committee within the scope of the committee's terms of reference, as well as the provisions of the Corporate Governance Regulations issued by the Capital Market Authority Board, in addition to other relevant legal requirements. The Audit Committee is an independent committee affiliated with the Board of Directors. It is responsible for enhancing the effectiveness of the internal and financial control system and risk management, ensuring compliance with applicable laws and regulations, and supporting disclosure and transparency in financial reporting.

During 2024, the current composition of the committee was approved and includes the following members:

Name:	Position:	Membership Type:
Mr. Majed bin Nasser Al-Subaie	Chairman of the Committee & Board Member	Independent
Dr. Abdullah bin Sagheer Al-Hussaini	Committee Member	Independent
Mr. Ali bin Mohammed Al-Hadithi	Committee Member	Independent

The Audit Committee is responsible for monitoring the company's operations, verifying the integrity and accuracy of its financial reports and statements, internal control systems, and accounting policies, and supervising the work of internal audit and external auditors. The committee held nine meetings during the fiscal year 2024. During the fiscal year, the Audit Committee performed tasks within its scope of competence, most notably:

First: External Audit and Financial Reports:

- Reviewing the Company's interim and annual financial statements before presenting them to the Board of Directors, and expressing an opinion and recommendation thereon, ensuring their integrity, fairness, and transparency, and ensuring their compliance with approved accounting laws and standards.
- Recommending to the Board of Directors the nomination or dismissal of auditors, determining their fees, evaluating their performance, and ensuring that the scope of

A handwritten signature in blue ink, consisting of stylized initials and a surname.

Audit Committee Report

Saudi Automotive and Equipment Services Company (SASCO)

The financial year ended December 31, 2024



their work and contractual terms comply with regulatory requirements and relevant professional standards.

- Verifying the independence, objectivity, and competence of the external auditor, as well as the effectiveness of their audit work, while taking into account relevant professional rules and standards. Ensuring that the external auditor is committed to conducting examinations and audits in accordance with applicable international standards and signed professional agreements.
- Reviewing the external auditor's work plan, monitoring its implementation, answering their inquiries, and ensuring that they do not provide any consulting or technical services that might affect their independence or fall outside the scope of their audit work, and providing their views thereon.
- Discussing the points contained in the management letter issued by the external auditor and following up on the implementation of the necessary recommendations to ensure that any observations or violations are rectified.
- Ensuring that the external auditor does not encounter any obstacles or difficulties during the performance of their work, and ensuring the extent of management's cooperation with the external auditor.

Second: Internal Audit, Risk Management, and Compliance:

- In its meetings, the committee emphasizes the independence of the internal auditors and the availability and adequacy of the resources and capabilities necessary to enable them to perform their duties effectively, serving the company's interests and strategic objectives. The committee also directly supervises the recruitment of qualified personnel to ensure the efficient implementation of the approved audit plan.
- The Committee reviewed and approved the annual audit plan prepared by the Internal Audit Department, ensuring its alignment with international best practices and standards. It also monitored the plan's implementation according to the approved timelines.
- As part of its periodic duties, the Internal Audit Department reviews and evaluates the internal control system, ensuring its efficiency and effectiveness and the extent to which various departments adhere to it. This is achieved through the implementation of the approved annual audit plan.
- The Committee monitors the management's implementation of agreed-upon corrective actions, with a focus on addressing high-risk issues to ensure compliance and reduce operational and financial risks.

A handwritten signature in blue ink, consisting of stylized initials and a flourish.

Audit Committee Report

Saudi Automotive and Equipment Services Company (SASCO)

The financial year ended December 31, 2024



- The Committee held several meetings during 2024 with the external auditor, the company's management, and the Internal Audit Department to enhance communication and oversight of governance and internal control systems, and ensure the highest standards of disclosure and transparency.

The Audit Committee's Opinion on the Adequacy of the Internal and Financial Control Systems and Risk Management:

Based on the results of internal audits within the scope specified in the approved internal audit plan, the risk assessment, and the samples examined, in addition to management's efforts to implement the necessary corrective actions, and based on the reports and results of the external auditor's work, as well as discussions with the auditor and management, and in accordance with the reports submitted to the Audit Committee during the fiscal year 2024, and the investigation and discussion procedures conducted by the Committee, the Committee reviewed and evaluated the effectiveness of the Company's internal control systems, ensuring their effectiveness in achieving the Company's control and administrative objectives. The Committee also studied and analyzed the major operational, financial, and administrative risks that the Company may face, and evaluated the proposed solutions and remedies to ensure the sustainability and integrity of the Company's operations.

After review and evaluation, the Audit Committee found no material observations that had a significant impact on the effectiveness of the internal control system that would require disclosure for the fiscal year ending December 31, 2024. It should be noted that no audit or examination system can provide comprehensive and absolute assurances regarding the integrity and effectiveness of the Company's internal control system.

Yours sincerely,

Chairman of the Audit Committee

A handwritten signature in blue ink, appearing to read 'Majid bin Nasser Al-Subaie'.

Mr. Majid bin Nasser Al-Subaie



Business and contracts



To the Board of Directors
Saudi Automotive Services Company
A Saudi Joint Stock Company

Limited assurance report on the Board of Directors' declaration to the shareholders of Saudi Automotive Services Company

We have undertaken a limited assurance engagement in respect of the accompanying declaration of related party transactions for the year ended 31 December 2024 relating to Saudi Automotive Services Company (the "Group") prepared by the Board Directors (the "Board") of the Group in accordance with the applicable criteria mentioned below so as to comply with the requirements of Article 71 of the Regulations for Companies (the "Declaration").

Subject matter

The Subject Matter for our limited assurance engagement is the Declaration prepared by the management of the Group and approved by the Board of Directors as attached to this report and submitted to us.

Criteria

The applicable criteria (the "Criteria") is the requirement of Article 71 of Regulations for Companies issued by the Ministry of Commerce (2015-1437H) which states that any member of the Board of Directors (the "Board") with any interest, both directly or indirectly, in the work or contracts made for the account of the Group shall declare such interests for the approval of a general assembly of the Group. Such member of the Board must notify the Board of such interest and refrain from voting in the vote by the Board to approve such work or contracts. The Board of Directors will notify the general assembly of work and contracts in which a member of the Board has a direct or indirect interest.

Management's responsibility

Management of the Group is responsible for the preparation of the Declaration in accordance with the Criteria and ensuring its completeness. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation of the Declaration that is free from material misstatement, whether due to fraud or error.

Our Independence and Quality Control

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

The firm applies International Standard on Quality Control 1, as endorsed in the Kingdom of Saudi Arabia, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.



Our responsibility

Our responsibility is to express a limited assurance conclusion on the Declaration based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), 'Assurance Engagements Other Than Audits or Reviews of Historical Financial Information', as endorsed in the Kingdom of Saudi Arabia. This standard requires that we plan and perform this engagement to obtain limited assurance about whether anything has come to our attention that causes us to believe that the Group has not complied with the applicable requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration, for the year ended 31 December 2024.

The procedures selected depend on our judgment, including the assessment of risks such as failure of systems and controls, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Group's compliance with the requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration. Our procedures included examining, on a test basis, evidence supporting systems and controls in respect of the preparation of the Declaration in accordance with the requirements of Article 71 of the Regulations for Companies.

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

Summary of work performed

We planned and performed the following procedures to obtain limited assurance over the Group's compliance with the requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration:

- Discussed with management the process for conducting business and entering into contracts with any of the Board members, either directly or indirectly, with the Group which includes that such member of the Board must notify the Board on the transactions and contracts entered into by the Group, in which the Board member may have any interest, either directly or indirectly, and further that the concerned Board member will not vote on the resolution issued in this regard at the meetings of the Board and the shareholders.
- Obtained the accompanying Declaration that includes the lists of all transactions and agreements entered into by any of the Board members of the Group, either directly or indirectly, with the Group during the year ended 31 December 2024.
- Reviewed the minutes of the Board meetings held during the year ended 31 December 2024; these meetings did not include any notification from the Board members related to any new transactions and agreement entered with the Group either directly or not directly compared to last year.
- Reviewed the consistency of the transactions and agreements included in the Declaration with the disclosure in Note 27 to the audited consolidated financial statements for the year ended 31 December 2024.



Inherent limitations

Our procedures regarding systems and controls relating to the preparation of the Declaration in accordance with the requirements of the Article 71 of the Regulations for Companies, are subject to inherent limitations and, accordingly, errors or irregularities may occur and not be detected.

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

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

Our procedures did not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, as endorsed in the Kingdom of Saudi Arabia, and accordingly we do not express an audit or a review opinion in relation to the adequacy of systems and controls.

This conclusion relates only to the Declaration for the year ended to 31 December 2024 and should not be seen as providing assurance as to any future dates or periods, as changes to systems or controls may alter the validity of our conclusion.

Limited assurance conclusion

Based on our work described in this report, nothing has come to our attention that causes us to believe that the Group has not complied, in all material respects, with the applicable requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration.

Restriction of use

This report, including our conclusion, has been prepared solely upon the request of the management of the Group, to assist the Group and its Board in fulfilling its reporting obligations to the general assembly in accordance with Article 71 of the Regulations for Companies. The report should not be used for any other purpose or to be distributed to or otherwise quoted or referred to, without our prior consent to any other parties other than the Ministry of Commerce, Capital Market Authority and the shareholders of the Group. To the fullest extent permitted by law, we do not accept or assume responsibility to any third party.

PricewaterhouseCoopers

A blue ink signature, appearing to be 'Khalid A. Mahdhar', written over a horizontal line.

Khalid A. Mahdhar
License Number 368

30 April 2025



Report of the Board of Directors

Saudi Automotive Services Company (SASCO)

Business and Contracts

31 December 2024



Business and contracts to which the board members have interest:

There are business and contracts to which some of the board members have interest as follows:

Entity	Business/Contract	Related Party	Description	Contract Period	Board Notification	Committee Notification
Nehaz Investment Co.	Lease contract signed by Nehaz Investment Co. to be used as a head office of Transport Fleet Co. (affiliate) and staff accommodation.	Ibrahim Mohammed Alhudaithi Mohammed Mohammed Alhudaithi	Contract value SR 768,220 For 2024 .	One year	✓	✓
Maleeka Investment Co.	Management of investment portfolio with Alahli Financial Company.	Ibrahim Mohammed Alhudaithi Majed Mohammed Allothman Sultan Mohammed Alhudaithi	Contract to invest a portfolio by 50 M	Ends with a 30 days written notice There are no transactions during 2024	✓	✓
Nehaz Investment Co.	Leasing station No. (1-2) by Zeiti Company for Petroleum Services from Nehaz Investment Co.	Ibrahim Mohammed Alhudaithi Sultan Mohammed Alhudaithi	Contract value: 1.6 Million Riyal For 2024.	Ten years as of 01/01/2018G, renewable	✓	✓
Madaen Star Real Estate Co.	Leasing station No. (8) by Zeiti Company for Petroleum Services from Madaen Star Real Estate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Allothman Sultan Mohammed Alhudaithi	Contract value: SR 300.000 For 2024.	Ten years as of 29/04/2020 G, renewable	✓	✓
Madaen Star Real Estate Co.	Leasing station No. (10) by Zeiti Company for Petroleum Services, from Madaen Star Real Estate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Allothman Sultan Mohammed Alhudaithi	Contract 1.000.000 For 2024 .	Ten years as of 04/29/2020	✓	✓
Madaen Star Real Estate Co.	Leasing station No. (11) by Zeiti Company for Petroleum Services, from Madaen Star Real Estate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Allothman Sultan Mohammed Alhudaithi	Contract Value: SR 450.000 For 2024.	The contract is annual and was renewed for 8 years from 01/05/2020	✓	✓



Entity	Business/Contract	Related Party	Description	Contract Period	Board Notification	Committee Notification
Nehaz Investment Co.	Sales of fuels by Nehaz Investment Co. & Arzak Agricultural	Ibrahim Mohammed Alhudaithi Sultan Mohammed Alhudaithi	Fuel Sales for 2024 amounted SR 198,482	One year	✓	✓
Madaen Star Real Estate Co. Group	Sales of fuels by Madaen Star Real Estate Co. Group	Ibrahim Mohammed Alhudaithi Majed Mohammed Alothman Sultan Mohammed Alhudaithi	Fuel sales for 2024 amounted SR 257,478	One year	✓	✓
Zawaya Real Estate Co.	Sales of fuels by Zawaya Real Estate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Alothman Sultan Mohammed Alhudaithi	Fuel Sales for 2024 amounted 18,751 SR	One year	✓	✓
Joy Gate Co.	Sales of fuels for Joy Gate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Alothman Sultan Mohammed Alhudaithi	Amounting SR 37,697 during 2024	One year	✓	✓
Joy Gate Co.	Leasing (10) residential rooms in station No. (2) by Joy Gate Co.	Ibrahim Mohammed Alhudaithi Majed Mohammed Alothman Sultan Mohammed Alhudaithi	Amounting SR 50,000 during 2024 Yearly	One year	✓	✓
Maleeka Investment Co.	Water supply agreement with Rugove Co. through Investment Water Fund	Ibrahim Mohammed Alhudaithi Majed Mohammed Alothman Sultan Mohammed Alhudaithi	There is no transactions during 2024	3 years	✓	✓

✓ Reported.

- All above business and contracts are approved and licensed for the next year in 15 general assembly held on 09 June 2024 G, and the general assembly shall approve to renew such works and contracts.
- There are no preferable requirements for such business and contracts.
- Except the abovementioned, there are no transactions between the Company and related parties.



A Saudi Joint Stock Company

Capital 700 Million Saudi Riyals

C.R 1010054361 Ch. Of Com. 28574



شركة سعودية مساهمة عامة

رأس مال ٧٠٠ مليون ريال سعودي

سجل تجاري ١٠١٠٠٥٤٣٦١ غرفة تجارية ٢٨٥٧٤

Date:

13/08/1446

12/02/2025

Dear shareholders

Saudi Automotive Services Company (SASCO)

Greetings,

Based on the requirements of Article (71) of the Companies Bylaw, which states "A member of the Board of Directors shall immediately inform the Board of any interest he has, whether direct or indirect, in the business and contracts that made for the account of the company, and this notification shall be recorded in the minutes of the meeting of the Board when it meets. This member may not participate in voting on the decision issued in this regard by the Council and the general assemblies. The Board informs the General Assembly, when it convenes, of the business and contracts in which a member of the Board has a direct or indirect interest, and a special report from the company's auditor is attached to the report prepared in accordance with the auditing standards adopted in the Kingdom".

Accordingly, the Board of Directors would like to inform the AGM of the transactions that took place during the fiscal year ending on 31/12/2024 and request a vote on renewing the license for these transactions for the next year.

Best regards.

Ibrahim Mohammed Alhudaithi
Chairman

Board member's signature

Name	Signature	Name	Signature
Sultan Mohammed Alhudaithi Vise Chairman and MD		Majed Mohammed Alothman Board Member	
Riyadh Saleh Almalik Board Member & CEO		Turki Abdullah ALjawini Board Member	
Majed Naser Alsubaie Board Member		Yousef Hamad Alyousifi Board Member	



Business deals and contracts

1. Voting on business deals and contracts to be executed between SASCO and Nahaz, in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammad Alhudaithi, and Mr. Sultan Mohammad Alhudaithi, the dealings with the Ustool Alnaql Company (a subsidiary company) leasing a site from the Nahaz Investment Company by (768,220 riyals annually) for a period of one year, to use as a headquarters and a residence for labor accommodation, based on non-preferential terms in these businesses and contracts.
2. Voting on business deals and contracts to be executed between SASCO and Mulkia Investment Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing for the purpose of managing an investment portfolio of SAR 50 million with Ahli Capital Investment Company, ends with written notice between the parties, based on non-preferential terms in these businesses and contracts.
3. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammad Alhudaithi, and Mr. Sultan Mohammad Alhudaithi, the dealing whereby Zaiti Petroleum Services Co. leases two stations (number 1 and 2) from Nahaz Investment Co. for an annual cost of SAR 1.6 million for 10 years started 01/01/2018 renewable, based on non-preferential terms in these businesses and contracts.
4. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star real estate co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Zaiti Petroleum Services Co. leases station number (8) from Al-Madaen Star real estate co. for an annual cost of SAR 300,000 for 10 years started 29/04/2020, based on non-preferential terms in these businesses and contracts.
5. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star real estate co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Zaiti Petroleum Services Co. leases station number (10) from Al- Al-Madaen Star real estate co. for an annual cost of SAR 1 million for 10 years started 29/04/2020, based on non-preferential terms in these businesses and contracts.
6. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star real estate co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Zaiti Petroleum Services Co. leases station number (11) from Al- Al-Madaen Star real estate co. for an annual cost of SAR 450,000 for 8 years started 01/05/2020 , based on non-preferential terms in these businesses and contracts.



7. Voting on business deals and contracts to be executed between SASCO and Nahaz Investment Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammad Alhudaithi, and Mr. Sultan Mohammad Alhudaithi, the dealing whereby Nahaz Investment Co. purchases fuel for one year, noting that the total contract value amounted to SAR 198.482 in 2024, based on non-preferential term in these businesses and contracts.
8. Voting on business deals and contracts to be executed between SASCO and Al-Madaen Star Group, in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Al-Madaen Star Group purchases fuel for one year, noting that the total contract value amounted to SAR 257.478 in 2024, based on non-preferential term in these businesses and contracts.
9. Voting on business deals and contracts to be executed between SASCO and Zawaya Real Estate Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Zawaya Real Estate Co. purchases fuel for one year, noting that the total contract value amounted to SAR 18,751 in 2024, based on non-preferential term in these businesses and contracts.
10. Voting on business deals and contracts to be executed between SASCO and Fun Gate Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Fun Gate Co. purchases fuel for one year, noting that the total contract value amounted to SAR 37.697 in 2024, based on non-preferential term in these businesses and contracts.
11. Voting on business deals and contracts to be executed between SASCO and Fun Gate Co., in which some members of the Board of Directors have an indirect interest, namely, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman, and Mr. Sultan Mohammed Alhudaithi, the dealing whereby Fun Gate Co. leases residential rooms within station number (2). for one year, noting that the total contract value amounted to SAR 50 thousand in 2024, based on non-preferential terms in these businesses and contracts.
12. Voting of business and contracts that will be concluded between SASCO and Mulkia Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, these dealings are a water supply agreement with Rogovi through an investment water fund for a period of three years as of December 2020 (Automatically renewed for a similar period unless one party notifies the other of its termination), and there are no preferential terms in these businesses and contracts.



**A Proposal to amend of Board members'
remuneration policy and committees emanating from
the Board and senior executives**

Saudi Automotive Services Co.
A proposal to amend of Board members’
remuneration policy
and committees emanating from the Board
and senior executives



A proposal to amend of Board members’ remuneration policy
and committees emanating from the Board and senior executives

#	Article No.	Before amendment	After amendment
1.	Clause (1) of article (4) Members of the Executive Committee	<p>Rewards and allowances of committee members</p> <p>The remuneration of the Executive Committee members shall be as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 50,000 SAR (only fifty thousand riyals) for each member from within the Board, and 80,000 SAR (only eighty thousand riyals) for each member outside the Board. <p>..... The rest of clause remains as it is.</p>	<p>Rewards and allowances of committee members</p> <p>The remuneration of the Executive Committee members shall be as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 100,000 SAR (only one hundred thousand riyals) for each member from within the board, and 150,000 SAR (only one hundred fifty thousand riyals) for each member outside the board. <p>..... The rest of clause remains as it is.</p>
2.	Clause (1) of article (5) Members of the Audit Committee	<p>Rewards and allowances of committee members</p> <p>The remuneration of the audit committee members is as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 50,000 SAR (only fifty thousand riyals) for each member from within the Board, and 80,000 SAR (only eighty thousand riyals) for each member outside the Board. <p>..... The rest of clause remains as it is.</p>	<p>Rewards and allowances of committee members</p> <p>The remuneration of the audit committee members is as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 100,000 SAR (only one hundred thousand riyals) for each member from within the board, and 150,000 SAR (only one hundred fifty thousand riyals) for each member outside the board. <p>..... The rest of clause remains as it is.</p>

Saudi Automotive Services Co.
A proposal to amend of Board members’
remuneration policy
and committees emanating from the Board
and senior executives



#	Article No.	Before amendment	After amendment
3.	Clause (1) of article (6) Members of the Nominations/Remunerations Committee	<p>Rewards and allowances of committee members</p> <p>The remuneration of the members of the Nominations/Remunerations Committee shall be as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 50,000 SAR (only fifty thousand riyals) for each member from within the Board, and 80,000 SAR (only eighty thousand riyals) for each member outside the Board. <p>..... The rest of clause remains as it is.</p>	<p>Rewards and allowances of committee members</p> <p>The remuneration of the members of the Nominations/Remunerations Committee shall be as follows:</p> <ul style="list-style-type: none"> ○ An annual bonus of 100,000 SAR (only one hundred thousand riyals) for each member from within the board, and 150,000 SAR (only one hundred fifty thousand riyals) for each member outside the board. <p>..... The rest of clause remains as it is.</p>



**The Resume of the Board of Directors
Membership Candidate**

Turki Abdullah Aljawini

1. Personal data of the nominated member

Name		Turki Abdullah Saleh Aljaweine		
Nationality		Saudi	Date of Birth	13/04/1394
#	Qualification	Specialization	Date of Obtaining Qualification	Awarding
1	Bachelor	Management Information Systems	1998	Clarion University - Pennsylvania - USA

2. Academic qualifications

Period	Fields of expertise
13/11/2019 Up to Date	GM of Human Resources Development Fund
2017 - 2019	CEO of Dammam Airports
2016 - 2017	General Authority of Civil Aviation
2015 - 2016	NAS Holding Company
2001 - 2015	Saudi British Bank (SABB)

3. Current membership in boards of directors of other joint-stock companies (listed or unlisted) or any other companies, regardless of their legal form, or committees:

#	Company Name	Activity	Nature of membership	Membership status	Committees	Legal form
1	Takamul Business Services Company	Design and programming of specialized software	Non-executive	HRDF	Executive Committee	Closed joint-stock company
2	Future Work Company	Agriculture, fishing, mining, petroleum, manufacturing, and electricity	Non-executive	HRDF	Executive Committee, Nominations and Remuneration Committee	Closed joint-stock company
3	Sawaed Business Services Company	Agriculture, fishing, mining, petroleum, manufacturing, and electricity	Non-executive	HRDF	Chairman	Limited liability company
4	National Gas and Industrialization Company	Transportation, bottling, and marketing of liquefied petroleum gas	Independent	HRDF	Nominations and Remuneration Committee	Listed co.
5	Al-Jouf Agricultural Company	Agricultural production	Independent	HRDF	-	Listed co.