

(Invitation)

Dar Al Arkan Real Estate Development Co. announces to Invites its Shareholders to Attend the (First Meeting) Ordinary General Assembly Meeting using modern technology means (Remotely)

The Board of Directors of Dar Al Arkan Real Estate Development Company is pleased to invite the shareholders to participate and vote in the Ordinary General Assembly meeting (the first meeting), which is scheduled to be held at 19:30 on Tuesday 23/06/2026 corresponding to 8/1/1448, using modern technology means (Remotely) through the Tadawulaty system.

City and Location of the General Assembly's Meeting: Head Office of the company, 12622 Makkah Road, Al Wizarat, Beside Riyadh Marriott Hotel, Riyadh, KSA through modern technology.

URL for the Meeting Location: www.tadawulaty.com.sa

The Agenda of the Meeting as follow:

1. Review and discuss the Board of Directors' report for the fiscal year ending on 31/12/2025.
2. Review and discuss the Financial Statements for the fiscal year ending on 31/12/2025.
3. Voting on the External Auditor's Report for the fiscal year ending on 31/12/2025 after discussing the report.
4. Voting on appointing the external auditor for the Company from among the candidates based on the Audit Committee's recommendation. The appointed auditor shall examine, review and audit the second, third quarters and annual financial statements, of the fiscal year 2026, and the first quarter of the fiscal year 2027, and the determination of the auditor's fees. (attached)
5. Voting on the transactions and contracts that will be concluded for the fiscal year ended 2026 between the Company and the SHL Finance Company, in which the chairman of the board Mr. Youssef bin Abdullah Al-Shalash (non-executive member), and Mr. Ziad Naim ElChaar (non-executive member) have an indirect interest in it. These businesses and contracts are financing some customers of Dar Al Arkan Company to purchase houses. During 2025, there were sales of SAR 2.3 million which were paid off by SHL Finance Company during the year and no outstanding balance to be paid or settled with this related party. These transactions are continuous, to be renewed annually, and carried out in the context of regular business and in accordance with the prevailing commercial terms and without any preferential conditions. (attached)
6. Voting on the transactions and contracts that had been concluded for the fiscal year ended 2026 and between the Company and Dar Global PLC., in which the chairman of the board Mr. Youssef bin Abdullah Al-Shalash (non-executive member), and Mr. Ziad Naim ElChaar (non-executive member) have an indirect interest in it. These businesses and contracts are to provide financing facilities to Dar Global PLC. During 2025, the loan amounted to SAR 1,201 million, and the outstanding balance on December 31, 2025, amounted to SAR 1,201 million. These

services are continuous, to be renewed annually, and carried out in the context of regular business and in accordance with the prevailing commercial terms and without any preferential conditions. (attached)

7. Vote to provide clearance to the members of the Board of Directors from their liabilities for the fiscal year ending on 31/12/2025.

8. Voting on paying total amount of (3.000.000) three million Saudi Riyal as remuneration to the Board members for the fiscal year ending on 31/12/2025 (attached)

9. Voting on delegating the Board of Directors to distribute interim dividends on a biannual / quarterly basis for the fiscal year ending on 31/12/2026

Attendance Eligibility, Registration Eligibility, and Voting End

Shareholders who are registered in the issuers shareholders record at the Depository Center by the end of the trade session prior to the general assembly meeting and in accordance with the laws and regulations. The right to register a name to attend the general assembly meeting ends at the time of convening the general assembly meeting. The attendees right to vote on the items of the assembly's agenda ends upon the end of screening the votes by the Screening Committee.

Quorum for Convening the General Assembly's Meeting

In reference to clause (31) of the company Bylaws, A meeting of the Ordinary General Assembly shall be valid only if attended by shareholders representing at least one-quarter of the Company's voting shares. If such quorum is not attained in the first meeting, a second meeting shall be held one hour after the lapse of time set for the first meeting. The second meeting shall be valid regardless of the number of voting shares represented therein.

The shareholder right in discussing the assembly agenda topics, asking questions, and exercising the voting right.

Shareholders are entitled to discuss matters listed in the agenda of the General Assembly and raise relevant questions to the Board members.

Shareholders can participate and vote electronically (remotely) by visiting the Tadawulaty platform at the following link: www.tadawulaty.com.sa

Eligibility to register attendance and vote

Shareholders registered in Tadawulaty www.tadawulaty.com.sa services will be able to vote online on the General Assembly's agenda. Voting will start Saturday at 01:00 am, 20/06/2026



corresponding to 5/1/1448, and will last until the end of the General Assembly Meeting. Please note that registration in Tadawulaty service and voting are free of charge for all shareholders.

Method of Communication

In the event of any inquiries, please contact the company's management through the following means of communication: phone number 00966112069888, ext. 1641 or 1144, or via email ir@alarkan.com



Dar Al Arkan Real Estate Development Company

**Report of the Audit Committee for the ended fiscal
year 31/12/2025**

Dear shareholders of Dar Al Arkan Real Estate Development Company

Introduction

The audit committee of Dar Al Arkan Real Estate Development Company was formed according to the requirements of the articles of the companies' law and the articles of the corporate governance regulation issued by the CMA.

We are pleased to share with you the annual audit committee report for the fiscal year ending on December 31, 2025, which was prepared considering the Companies Law and the Capital Market Authority's rules and regulations. The report includes the opinion of the committee regarding the adequacy of the internal control system in the company, and the other work carried out by the committee within the scope of its competence, based on the relevant legal requirements.

Formation of the committee

The formation of the membership of the audit committee, the functions of the committee, its work controls, and the remuneration of its members in accordance with the relevant legal requirements. Currently, the Audit Committee consists of (3) members, including two non-executive members and one independent member, and among its members shall be a member specialized in financial and accounting affairs.

Meetings of the committee

In light of its regulations, the committee holds its meetings upon the invitation of its chairman. The audit committee meets at least 4 times a year, and it may increase when the need arises. The meetings of the committee are held when the legal quorum is complete, with the presence of most of its members, whether on behalf of other members if applicable. The audit committee held (4) meetings during the year 2025, with the completion of the quorum for that.

A summary of the most important tasks and responsibilities of the audit committee during the year 2025

First: The work carried out by the committee during the fiscal year ending on December 31, 2025

Financial Reports

- Consider the results and the preliminary and annual financial statements for the fiscal year ending on December 31, 2025 with the company's management and the auditor's notes on the financial statements and following up on what has been done about them, and the results of the company's financial year review and related announcements to ensure that they meet the requirements of disclosure. The recommendation has been raised to the Board of Directors for consideration for approval and to approve its announcement on the Saudi Stock Exchange website "Tadawul".
- Verify the extent of the company's compliance with the unified accounting policies that are compatible with international financial reporting standards and the important accounting practices, including the consistency of these policies annually.
- Provide a technical opinion on the report of the board of directors regarding its preparation in accordance with the statutory requirements.

Internal Audit Department

- Review and approve the Internal Audit Plan for the year 2025.
- Follow up on the implementation of the approved audit plan for the year 2025.
- Supervise the work, scope, methodology and outcomes of the company's internal audit department, as well as to verify whether the department has the authority and resources necessary to carry out its work while preserving its independence.
- Follow-up of the company's commitment to implement appropriate control systems to measure and evaluate the risks faced by the company and to study the methods where the company's management deals with these risks, and verify the effectiveness and adequacy of the systems, and the extent of the

company's management adherence to the acceptable level of risks approved by the BoD, and the committee makes appropriate recommendations to the BoD.

- Monitor the company's commitment to implement the company's corporate governance rules, verify their effectiveness, follow up on any issues regarding governance applications, and provide the BoD with recommendations.
- Study and review the company's internal and financial control and risk management systems, through studying the Internal Audit reports for the year 2025 and following up on the implementation of corrective actions.

External Auditor

- Verify the extent of the independence of the auditor, M/s Turki Abdul Mohsen Alluhaid & Saleh Abdullah Al Yahya Chartered Accountants his objectivity and fairness, and the effectiveness of the audit work, taking into account the relevant rules and standards.
- Raise the recommendation to the BoD to evaluate the performance of the auditors, after verifying their independence and reviewing the scope of work in light with the terms of contracts.
- Review the audit plan for Dar Al Arkan for the year 2025 prepared by the auditor, reviewing its work and verifying that it does not present technical or administrative works that are outside the scope of the audit work.
- Review all important correspondences between the auditor and the management, such as a representative letter from the management regarding the validity of the financial statements issued to the auditor, as well as the auditor's remarks letter directed to the management, if any.
- Answer the inquiries of the company's auditor.
- Study the auditor's report and his notes on the financial statements and follow up on actions had been taken in this regard.

Compliance

- Study the reports of the supervisory authorities regarding the extent of the company's compliance with the relevant regulations and instructions, and follow up the implementation of the recommendations.
- Verify the company's compliance with the relevant laws, regulations, policies and instructions.
- Review the contracts and proposed transactions that the company conduct with related parties, and raising the opinion of the committee to the BoD.

Transactions with related parties

- The Audit committee reviewed the results of the limited examination process that was carried out by the external auditor of the transactions with related parties at Dar Al Arkan Real Estate Development Company for the year 2025 included in the report on transactions with related parties prepared by the Chairman of the BoD indicating all the transactions with related parties that the company carried out during the year based on the results of the report to the company's board of directors.

Second: Audit Committee's opinion on the adequacy of the internal control systems

- The audit committee, within the its scope of work, examined the periodic reports prepared by the internal audit department in addition to discussing and reviewing the results of the auditor's work, and also discussing the company's management with the results of assessing the adequacy and effectiveness of internal control. Also, the committee follows up on the implementation of the recommendations to address the observations made in those reports.
- It became clear to the committee that the company's management has designed an internal control system commensurate with the relative importance of the financial and non-financial risks inherent in the company's activities, and considering the balance between cost and benefit to give reasonable assurances to avoid material errors or losses.

- Based on the internal audit results and the external auditor's reports during 2025, the executive management of the company has maintained an effective system of financial, operational and administrative controls and there is no material weakness as a result of relying on the integrity of the financial and accounting systems and its financial reporting. Also the executive management implemented corrective actions, where those actions can reduce the possibility of the misuse of the company's assets and its activities, relating to all the observations and recommendations raised by the Internal Audit Department to the Audit Committee. Therefore, the Audit Committee provides a reasonable basis for the efficiency and effectiveness of the company's internal control systems, however, it is not possible to provide absolute assurance about the review and assessment of the internal control procedures.



Attached to Item No. (4): Voting on appointing the external auditor for the Company from among the candidates based on the Audit Committee's recommendation.

Date 5/5/2026

التاريخ 2026/5/5

Audit Committee's Recommendation of External Auditor
for Dar Al Arkan Real Estate Company

The Audit Committee received proposals from external auditors to audit the annual financial statements for the year 2026 and review the financial statements for the second, third quarters for the year 2026 and the first quarter for the year 2027. The evaluation of the proposals was based on many factors like independence and objectivity, the professional experience of each audit office, experience in Assurance Services with respect to the local and international standards, license approval by Capital Market Authority (CMA) and the cost of the service. The list of proposals received excluding VAT is below:

	The Audit Firm	Fees (SAR)
1	M/s Turki Abdul Mohsen Alluhaid & Saleh Abdullah Al Yahya Chartered Accountants	840,000
2	M/s Sultan Ahmed AlShubaily Certified Public Accountant co.	1,050,000

Based on the above, the Audit Committee has recommended M/s Turki Abdul Mohsen Alluhaid & Saleh Abdullah Al Yahya Chartered Accountants as the External Auditor of Dar Al Arkan Company to audit the annual financial statements for the year 2026 and review the financial statements for the second, third quarters for the year 2026 and the first quarter for the year 2027.

Mr. Tariq Bin Mohammed Al Jarallah
Audit Committee Chairman

Mr. Hathloul Bin Saleh Al Hathloul
Audit Committee Member

Mr. Saud Bin Abdulaziz AlGusayer
Audit Committee Member

توصية لجنة المراجعة بترشيح مراجع حسابات خارجي لشركة دار الأركان
للتطوير العقاري

السلام عليكم ورحمة الله وبركاته،
لقد استلمت لجنة المراجعة عروض من مراجعي الحسابات الخارجيين لمراجعة وتدقيق القوائم المالية السنوية لعام 2026م وفحص القوائم المالية للربع الثاني والثالث لعام 2026م والربع الأول لعام 2027م. استند تقييم العروض إلى العديد من العوامل مثل الاستقلالية والموضوعية والخبرة المهنية لكل مكتب مراجعة، والخبرة في تقديم خدمات المراجعة فيما يتعلق بالمعايير المحلية والدولية، ومكاتب المراجعة المسجلة لدى هيئة السوق المالية (CMA) وتكلفة الخدمة المقدمة. وجاءت قائمة العروض غير شاملة ضريبة القيمة المضافة كما يلي:

تسلسل	اسم المكتب	الاجمالي (بالريال السعودي)
1	السادة/ شركة تركي عبدالمحسن اللحيد وصالح عبدالله اليحيى محاسبون ومراجعون قانونيون	840,000
2	السادة/ شركة سلطان احمد الشيبلي محاسبون ومراجعون قانونيون	1,050,000

بناء على ما ذكر اعلاه، توصي لجنة المراجعة بترشيح السادة/ شركة تركي عبدالمحسن اللحيد وصالح عبدالله اليحيى محاسبون ومراجعون قانونيون لمراجعة وتدقيق القوائم المالية السنوية لعام 2026م وفحص القوائم المالية للربع الثاني والثالث لعام 2026م والربع الأول لعام 2027م.

وتقبلوا وافر التحية والتقدير،

الاستاذ/ طارق بن محمد الجارالله
رئيس لجنة المراجعة

الاستاذ/ هذلول بن صالح الهذلول
عضو اللجنة

الاستاذ/ سعود بن عبدالعزيز جاسم القصير
عضو اللجنة



Attached to Items No. (5 & 6): The Transactions and Contracts

**LIMITED ASSURANCE REPORT
TO THE SHAREHOLDERS OF DAR AL ARKAN REAL ESTATE DEVELOPMENT COMPANY
(A SAUDI JOINT STOCK COMPANY)**

We were engaged by the management of Dar Al Arkan Real Estate Development Company (the "Company") to perform a "limited assurance engagement" as defined by the International Standard on Assurance Engagements (ISAE) 3000, "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" endorsed in the Kingdom of Saudi Arabia hereafter referred as the engagement and report on the accompanying Chairman's declaration (Appendix A) prepared in accordance with the requirements of Article 71 of the Saudi Arabian Companies' Law issued by the Ministry of Commerce ("MOC") and Article 28 of the Corporate Governance Regulations issued by the Capital Market Authority ("CMA"), which is presented by the Company's Board of Directors to the Extraordinary General Assembly and comprises the transactions and contracts carried out by the Company during the year ended 31 December 2025 in which any of the members of Board of Directors ("BOD") of the Company had direct or indirect personal interest ("Subject Matter").

Criteria applied by the Company:

In preparing the Subject Matter, the Company applied below criteria ("Applicable Criteria"). Such Criteria were specifically designed for the Declaration submitted by the Board of Directors to the extraordinary general meeting assembly (Appendix A), as a result, the Subject Matter information may not be suitable for any other purpose.

We have used the following as the Applicable Criteria:

1. Article 71 of the Saudi Arabian Companies' Law issued by the MOC;
2. Article 28 of the Corporate Governance Regulations issued by the CMA;
3. Declaration submitted by the Board of Directors of the Company dated 2 March 2026;
4. Declaration submitted by the Company's respective Board of Directors' members regarding the transaction and contracts in which any of the members of Board of Directors ("BOD") of the Company had direct or indirect personal interest for the year ended 31 December 2025.

Management's Responsibility:

The management of the Company is responsible for selecting the Applicable Criteria and for preparing and presenting the Subject Matter information in accordance with the Applicable Criteria in all material respects. This responsibility includes designing, implementing, maintaining internal control and maintain adequate records relevant to the preparation and presentation of the Subject Matter such that the information included in the Subject Matter is free from material misstatement, whether due to fraud or error.

The management of the Company is also responsible for preventing and detecting fraud and for identifying and ensuring that the Company complies with laws and regulations applicable to its activities. The management of the Company is responsible for ensuring that staff involved with the preparation of the Subject Matter information are properly trained, systems are properly updated and that any changes in reporting encompass all significant business units.

LIMITED ASSURANCE REPORT (continued)
TO THE SHAREHOLDERS OF DAR AL ARKAN REAL ESTATE DEVELOPMENT COMPANY
(A SAUDI JOINT STOCK COMPANY)

Our Responsibility:

We conducted our engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3000, "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" endorsed in the Kingdom of Saudi Arabia and terms of reference for this limited assurance engagement as agreed with the Company. Those standards require that we plan and perform our limited assurance engagement to express a conclusion that any matter has come to our attention that causes us to believe that the Subject Matter information is not prepared, in all material respects, in accordance with the Applicable Criteria. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

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

Independence and Quality Controls:

We have maintained our independence and confirm that we have met the requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia (the "Code") and have the required competencies and experience to conduct this assurance requirements.

Our firm applies International Standard on Quality Management 1, "Quality Management for Firms that performs audits and reviews of Financial Statements, and Other Assurance and Related Services Engagements" as endorsed in the Kingdom of Saudi Arabia and accordingly maintains a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Summary of Procedures:

Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered the effectiveness of management's internal control when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing of controls or performing procedures relating to checking aggregation or calculation of data within IT system.

A limited assurance engagement consists of making inquiries, primarily of persons responsible for preparing the Subject Matter and the related information and applying analytical and other appropriate procedures. Our procedures included:

- Obtaining the declaration from the Board of Directors to the extraordinary general assembly that includes the transactions and/or contracts during the year ended 31 December 2025 between the Company and any of the members of the Company's Board of Directors where the said member has either direct or indirect interest;

LIMITED ASSURANCE REPORT (continued)
TO THE SHAREHOLDERS OF DAR AL ARKAN REAL ESTATE DEVELOPMENT COMPANY
(A SAUDI JOINT STOCK Company)

Summary of Procedures (continued):

- Obtaining the notifications to the Board of Directors by the members of actual or potential conflicts of direct or indirect interest in relation to transactions and/or contracts involving the member of the Board of Directors for the year ended 31 December 2025;
- Checking that the declaration confirms that the relevant directors who notified the BOD of actual or potential conflicts of direct or indirect interest did not vote on the resolution to recommend the related transaction(s) and/or contract(s); and
- Obtaining the required approvals along with supporting documents in respect of the transactions and/or contracts included in the declaration.

Limited Assurance Conclusion:

Based on the procedures performed and evidence obtained, no matter has come to our attention that causes us to believe that the Subject Matter information is not prepared, in all material respects, in accordance with the Applicable Criteria.

Other Matters:

1. The attached appendix has been stamped by us for identification purposes.
2. Our report is issued solely for the Company's compliance with the requirements of MOC and CMA, and is not intended to be, and should not be used for any other purpose or to be distributed to any other parties.

for Alluhaid & Alyahya Chartered Accountants



Saleh Alyahya
Certified Public Accountant
License No. 473

Riyadh: 1 Dhu'l-Hijjah, 1447H
(18 May 2026)



Date: 2 March 2026

To: Honorable members of the general assembly of Dar Al Arkan Real Estate Development Company
Peace be upon you and God's mercy and blessings

In compliance with the article (71) of the Companies law issued by the Ministry of Commerce and the article (28) of the Corporate Governance Regulations issued by the Capital Market Authority, which require that a member of the Board of Directors inform the Board of his direct or indirect personal interest in the business and contracts that are made for the company. On behalf of the members of the Board of Directors, I confirm that the information provided below includes all business, contracts and other operations between the related parties of Dar Al-Arkan Company, which are subject to Article (71) of the Companies Law, for the fiscal year ending on December 31, 2025, in which the company seeks to obtain a license from the association General assembly, as there are no preferential terms / benefits in these deals and contracts, which the members of the Board of Directors have, directly or indirectly.

Nature of the contract or business	Conditions of the contract or business	Business or contract to which the company is a party and in which a director of the company is or was interested	Description of the transaction
These businesses and contracts are financing some customers of Dar Al-Arkan Company to purchase houses.	These transactions are continuous, to be renewed annually, and carried out in the context of regular business and in accordance with the prevailing commercial terms and without any preferential conditions	Mr. Youssef bin Abdullah Al-Shalash, and Mr. Ziad Naim ElChaar	During 2025, there were sales of SAR 2.3 million which were paid off by SHL Financing Company during the year and no outstanding balance to be paid or settled with this related party.
These businesses and contracts are to provide financing facilities to Dar Global PLC.	These services are continuous, to be renewed annually, and carried out in the context of regular business and in accordance with the prevailing commercial terms and without any preferential conditions.	Mr. Youssef bin Abdullah Al-Shalash, and Mr. Ziad Naim ElChaar	During 2025, the loan amounted to SAR 1,201 million, and the outstanding balance on December 31, 2025, amounted to SAR 1,201 million.

The Board of Directors confirms that the relevant directors who notified the BOD of actual or potential conflicts of direct or indirect interest did not vote on the resolution to recommend the related transaction and/or contract mentioned above.

The Board of Directors recommends to your honorable general assembly to approve these businesses and contracts and authorize them for the next year. The External Auditor of the company has been appointed to provide his special report regarding these businesses and contracts according to statutory requirements in accordance with SOCPA standards.


Tariq Mohamed Al Jarallah


Hathloul Saleh Al Hathloul


Yousuf Abdullah Al Shelash


Saud Abdulaziz AlGusayer


Abdulrahman Abdulaziz Almisned


Ziad Naim ElChaar

Remunerations Regulation for Members of the Board of Directors, Committees Emanating from the Board and Executive Management

Introduction

The remuneration regulation for the members of the Board of Directors and the committees emanating from the Board and the executive management of the company, has been prepared on the basis of what is stipulated in the Corporate Governance Regulations issued by the Board of the Capital Market Authority dated 13/2/2017 and based on the corporate system issued by Royal Decree No. (3\M) dated 28/1/1437H, and the guidance document for controls and procedures issued in implementation of the regulations of stock companies.

1. Objectives of the charter

The remuneration and compensation regulation for the members of the Board of Directors, committees and executive management, aims to define clear criteria for remuneration and compensation that are approved and disbursed according to performance, and ensure disclosure and verification of policy implementation. It also aims to attract professional competencies and maintain their motivation.

2. General criteria for remuneration

- 1) Its consistency with the company's strategy and objectives.
- 2) To offer remuneration for the purpose of urging members of the Board of Directors and executive management to make the company successful on the long term, such as linking the changing part of the remuneration to long-term performance.
- 3) Remuneration are determined based on the level of post, tasks and responsibilities assigned to them, educational qualifications, work experience, skills and level of performance.
- 4) Its consistency with the scale, nature and degree of risk of the company.
- 5) Taking into account the practices of other companies in determining remunerations, while avoiding the unjustified rise in remuneration and compensation that may result from that.
- 6) To aim for attracting, maintaining and motivating professional competencies, without any exaggeration.
- 7) To be prepared, in coordination with the Remuneration and Nomination Committee, upon new appointments.
- 8) Cases of stopping the exchange of the remuneration or its refund if it is determined that it was decided on the basis of inaccurate information provided by a member of the Board of Directors or executive management; This is to prevent the employment situation from being used to obtain unpaid remuneration.

- 9) Regulating the granting of shares in the company to the members of the Board of Directors and executive management, whether it is a new issue or shares bought by the company.

3. Remuneration of the members of the Board of Directors and Committees

1. The Board of Directors must take into account in determining and disbursing remuneration obtained by each of its members, the relevant provisions mentioned in the Companies Law and the Corporate Governance Regulations, in addition to the following criteria:
 1. The remuneration should be fair and commensurate with the member's powers, actions, and responsibilities undertaken and assumed by the members of the Board of Directors, in addition to the objectives set by the Board of Directors to be achieved during the fiscal year.
 2. The remuneration should be based on the recommendation of the Remuneration and Nomination Committee.
 3. The remuneration should be commensurate with the company's activity and the skill needed to manage it.
 4. Taking into consideration the sector in which the company operates, its scale and the experience of the members of the Board of Directors.
 5. The remuneration is reasonably sufficient to attract, motivate and retain Board members with appropriate competence and experience.
2. The members of the Board of Directors may not vote on the item of remuneration of the members of the Board of Directors at the General Assembly meeting.
3. C) a member of the board of Directors may receive remuneration for any additional executive, technical, administrative or consulting jobs or positions – under a professional license – assigned to him in the company, in addition to the remuneration that he can receive as a member of the board of directors and in the committees formed by the board of directors, in accordance with the companies law and the company's bylaws.
4. The remuneration of the members of the Board of Directors may be of varying amount to reflect the member's experience, terms of reference, tasks assigned to him, his independence, the number of sessions he attends and other considerations.
5. The remuneration of the independent members of the Board of Directors must not be a percentage of the profits achieved by the company or be based directly or indirectly on the profitability of the company.
6. If the general assembly decides to terminate the membership of a member of the Board of Directors due to his absence from attending three consecutive meetings of the Board without a legitimate excuse, this member is not entitled to any remuneration for the period following the last meeting he attended, and he must return all the remunerations that were disbursed to him for that period.
7. the board of Directors determines and approves the membership bonuses of its committees, attendance allowances and other benefits based on the recommendation of the remuneration and Nominations Committee in line with the company's bylaws, the company's articles of association and the regulations and instructions in force from the relevant authorities.
8. the remuneration of the members of the board and the membership of the committees may be an annual lump sum and/or attendance allowances for the sessions and/or benefits in kind and/or a percentage of the net profits in accordance with the relevant

regulations and may be combined two or more of the above upon the recommendation of the remuneration and Nominations Committee.

9. provided that the amount of the meeting Attendance Allowance is (5000) five thousand Saudi riyals for each session of the council and committees.

4. Remuneration of the Executive Management

The following criteria must be taken into account when determining executive management remuneration:

1. The remuneration should be fair and commensurate with the powers, actions, and responsibilities of the members of the executive management, in addition to the objective set by the executive management to be achieved during the fiscal year.
2. The Remuneration and Nomination Committee should evaluate the salary scale for executive management positions in accordance with the job description and the general market and comparison criteria for other similar companies.
3. On the recommendation of the Remuneration and Nomination Committee, the Board of Directors determines the types of remuneration granted to the senior executives of the company - for example: fixed remuneration, performance-related remuneration, and incentive remuneration - in a manner that does not conflict with the controls and regulatory procedures issued to joint-stock companies.
4. The remuneration of senior executives should be consistent with the company's strategic objectives and commensurate with the company's activity and the skills needed to manage it, taking into account the sector in which the company operates and its scale.
5. The Remuneration and Nomination Committee reviews the incentives schemes of senior executives on an ongoing basis and submits the recommendation to the Board of Directors for approval.
6. The Remunerations aim to provide the competitive situation required to attract and retain qualified employees and maintain the high level of skills the company needs.

5. Refund of the remuneration

1. If the Audit Committee or the Commission found that the remuneration paid to any of the members of the Board of Directors is based on incorrect or misleading information that was presented to the General Assembly or included in the annual report of the Board of Directors, he must return it to the company, and the company has the right to ask for its refund.

6. General provisions

1. The remuneration of the members of the Board of Directors, committees and the Secretary is paid annually after the approval of the (audited) Consolidated Annual Financial Statements, consolidated financial statements by the general assembly of the company's shareholders.
2. Attendance allowances may be paid after every session or quarterly or with annual bonuses.
3. Allowances and other expenses are paid only once if one or more meetings are held on the same day.

4. Executive management remuneration is paid annually upon approval by the Board of Directors in accordance with a recommendation from the Remuneration and Nomination Committee.

7. Amendment of the policy

This policy may be modified after its issuance, provided that the General Assembly approves any amendment at its first meeting following the change.