

Al Hammadi Holding Company Board invites its Shareholders to attend the ordinary General Assembly Meeting (First Meeting) via modern technology means

Element List	Explanation
Introduction	The Board of Directors of Al Hammadi Holding Company (the "Company") is pleased to invite its honorable shareholders to participate and vote in the ordinary General Assembly Meeting (First Meeting) scheduled to be held at 08:00 PM on Wednesday 08/12/1446H corresponding to 04/06/2025G via modern technology means.
City and Location of the General Assembly's Meeting	Riyadh City – using Tadawulaty system
Hyperlink of the Meeting Location	
Date of the General Assembly's Meeting	2025-06-04 Corresponding to 1446-12-08
Time of the General Assembly's Meeting	20:00
Methodology of Convening the General Assembly's Meeting	Via modern technology means
Attendance Eligibility, Registration Eligibility, and Voting End	Shareholders who are registered in the Company 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 to attend the General Assembly meeting ends at the time of convening the General Assembly meeting. The attendee's right to vote on the items of the Assembly's agenda ends upon the end of screening of the votes by the Screening Committee.
Quorum for Convening the General Assembly's Meeting	According to Article No. (34) of the company's articles of association, The convening of the Ordinary General Assembly Meeting shall not be valid unless attended by shareholders representing at least one quarter of the shares of the company that has voting rights.
Meeting Agenda	Attached
Proxy Form	Attached
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 ordinary General Assembly and raise relevant questions, noting that the voting is available free of charge for all Shareholders via: http://tadawulaty.com.sa
Details of the electronic voting on the Assembly's agenda	The shareholders who are registered in Tadawulaty Services will be able to remotely vote on the items of the ordinary General Assembly electronically starting from 01:00AM on Sunday 05/12/1446H corresponding to 01/06/2025G until the end of the Assembly Meeting's time. Registration and voting via Tadawulaty Services will be available and free of charge for all shareholder through the following link: www.tadawulaty.com.sa
Method of Communication in Case of Any Enquiries	We would like to draw the shareholders' attention to the fact that questions related to the assembly's items will be received on by the phone number (0112329999) or by e-mail to Invest@alhammadi.com
Attached Documents	

The Ordinary General Assembly Meeting Agenda

1. Review and discuss the report of the Board of Directors for the fiscal year ended December 31, 2024 AD.
2. Review and discuss the company's financial statements for the fiscal year ended December 31, 2024 AD.
3. Vote on the independent auditor's report for the fiscal year ended December 31, 2024 AD. (Attached)
4. Vote on appointing the company's independent auditor from the candidates based on the recommendations of the Audit Committee for the audit and review of the financial statements for the second and third quarters and the annual statements for the year 2025 AD the first, second, third quarters and the annual financial statements of the year 2026 AD, and the first quarter financial statements of the year 2027 AD.
5. Vote to release the members of the Board of Directors from liability for their management during the fiscal year ended December 31, 2024 AD.
6. Vote on the payment of bonuses to the members of the Board of Directors for the fiscal year ended December 31, 2024 AD, with a total amount of (1,600,000) Riyals.
7. Vote on delegating the Board of Directors with the authority to distribute interim dividends on a semi-annual or quarterly basis for the fiscal year 2025 AD.
8. Vote on delegating the of Board of Directors with the authority of the Ordinary General Assembly with the authorization contained in Paragraph (1) of Article (27) of the Companies Law, for a period of one year from the date of approval of the General Assembly or until the end of the delegated Board of Directors session, whichever is earlier, in accordance with the conditions contained in the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
9. Vote on election of members of the Board of Directors from the candidates for the next session, which begins on June 22, 2025 AD for a period of three years, and ends on June 21, 2029 AD. (Attached)
10. Vote on the transactions that will be carried out between the company and Aziz Company for Contracting and Industrial Investment, in which the Chairman of the Board of Directors, Dr. Abdulaziz Mohammad Al Hammadi, and the Vice Chairman of the Board, Mr. Mohammad Saleh Al Hammadi, and the board member Dr. Abdulaziz Saleh Al Hammadi have an indirect interest in them, noting that the nature of the transaction consists of purchase orders for support and supply services, and the value of the transaction during the previous year 2024 AD amounted to (259,100) Riyals, noting that there are no preferential terms. (Attached)
11. Vote on the transactions that will be carried out between the company and Al Hammadi for Information Technology Establishment, in which the Vice Chairman of the Board, Mr. Mohammad Saleh Al Hammadi, the Chairman of the Board, Dr. Abdulaziz Mohammad Al Hammadi, and the members of the Board, Dr. Abdulaziz Saleh Al Hammadi have an indirect interest, noting that the nature of the transactions is purchase orders for technical services, and the value of the transactions during the previous year 2024 AD amounted to (4,868,010) Riyals, noting that there are no preferential terms. (Attached)
12. Vote on the transactions that will be carried out between the company and Artal Food Trading Establishment, in which the Board member, Dr. Nasser Hamad Binsaif, has an indirect interest, noting that the nature of the transactions is purchase orders for support and supply services, and the value of the transactions during the previous year 2024 AD amounted to (7,713,821) Riyals, noting that there are no preferential terms. (Attached)

**Audit Committee Report to the General Assembly
For the Financial Year Ended December 31, 2024**

Major Committee Activities During the Year 2024

During the year 2024, the Audit Committee of Al Hammadi Holding Company carried out activities that fall within the scope of its competence, the major activities were:

- Supervising the activities of the Internal Audit Department in the company and following up on the implementation of its plan.
- Reviewing the internal audit reports issued during the year 2024 and following up the implementation of corrective measures for the observations contained therein.
- Recommending to the Board of Directors to appoint an external auditor for the financial year ended on December 31, 2024 and the first quarter of 2025.
- Supervising the activities of the external auditor, reviewing the audit plan, verifying his independence, ensuring that there are no technical or administrative activities outside the scope of audit work were submitted, as well as meeting with him periodically.
- Reviewing the quarterly and annual financial statements and submitting the necessary recommendations in this regard to the Board of Directors.
- Continuous communication with the Board of Directors to inform it of the updates of the Audit Committee's recommendations related to internal and external audit activities, as well as what is related to the company's control policies and procedures.

Results of the Annual Review of the Effectiveness of the Company's Internal

Control System:

The internal control system aims to ensure effective and efficient achievement of the company's objectives, compliance with laws, regulations and policies, as well as the management of potential risks. The company's management is responsible for setting-up a comprehensive and effective control system commensurate with the level of risks that the company may be exposed to. The Audit Committee continuously reviews the periodic reports prepared by the internal and external auditors and the company's various departments related to internal control.

Based on what was reached by the results of the annual reviews, the Audit Committee would like to point out that it did not find material issues that could be mentioned in this report. We also point out that there is continuous communication between the Audit Committee and the executive management of the company regarding the periodic follow-up to assess and review the control system to ensure the achievement of internal control objectives by improving the efficiency of operations and raising their effectiveness while adhering to the relevant laws and regulations.



Mr. Aziz Algahtani
Board Member
Audit Committee Chairman

نموذج التوكيل

Proxy Form

Dear Shareholders of Al Hammadi Holding Company...

Please note that the proxy form is unavailable, as the General Assembly Meeting shall be held by Means of Modern Technology.

Only shareholders registered in the Tadawulaty can electronically vote on the agenda items of the General Assembly Meeting. Registration and voting on the Tadawulaty is free for all shareholders.

**السادة / مساهمي شركة الحمادي القابضة
الكرام...**

نحيطكم علماً بأن نموذج التوكيل غير متوفر حيث سيتم عقد الجمعية العامة عن طريق وسائل التقنية الحديثة.

ويحق فقط للمساهمين المسجلين في خدمة تداولتي التصويت إلكترونياً على بنود جدول أعمال اجتماع الجمعية العامة .

علماً بأن التسجيل في خدمة تداولتي والتصويت متاح مجاناً لجميع المساهمين.