



**Professional Medical Expertise Company, Also Trading as
("ProMedEx")**

Establishment Unified ID No.: 7001629836

Commercial of Registration No.: 2052001627

Saudi Tadawul Code No.: 9574

Audit Committee Report
For the Financial Year Ended 31 December 2025

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Introduction

The Audit Committee of Professional Medical Expertise Company ("ProMedEx"), a Saudi joint stock company listed on the Parallel Market "Nomu", is pleased to present to the Company's shareholders and the Capital Market Authority its annual report for the financial year ended 31/12/2025. This report includes a concise and professional statement of the Committee's activities and performance of its duties and responsibilities in accordance with the Companies Law and its implementing regulations, the Corporate Governance Regulations issued by the Capital Market Authority, and the approved Audit Committee Charter, in addition to the Committee's recommendation and opinion regarding the adequacy and effectiveness of the Company's internal control, financial control and risk management systems.

In preparing this report, the Committee has ensured that it is clear, comprehensive and reflective of the scope of its work during the year, in a manner that promotes the principles of transparency, disclosure and the protection of the interests of shareholders and stakeholders.

Scope of the Report and Regulatory Basis


- This report presents the details of the Committee's performance of its duties and responsibilities during the financial year 2025, and the supervisory and oversight activities carried out within the scope of its responsibilities.
- The report includes the Committee's opinion on the adequacy of the Company's internal control, financial control and risk management systems, based on the reports, information, minutes and review results made available to the Committee.
- This report complements the disclosures included in the annual Board of Directors Report, and is deposited and published in accordance with the relevant regulatory requirements when the General Assembly is convened.

Duties and Responsibilities of the Audit Committee

The Audit Committee is responsible for monitoring the Company's business and verifying the integrity and soundness of its reports, financial statements and internal control systems. In particular, its responsibilities include the following:

First: Financial Reports and Financial Statements

- Reviewing the Company's interim and annual financial statements before submission to the Board of Directors, and expressing its opinion and recommendation thereon to ensure their integrity, fairness and transparency.
- Reviewing the integrity of the Company's financial information, including official announcements relating to financial performance and any material financial information disclosed to regulators or to the public.
- Considering the accounting policies adopted by the Company and any material changes thereto, and verifying the consistency and appropriateness of their application to the nature of the Company's business.

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- Examining significant or unusual accounting matters, material estimates and judgments, and the clarity of disclosures contained in the financial statements.
- Following up on any material adjustments resulting from audit work and verifying the Company's compliance with the relevant statutory and regulatory requirements.

Second: Internal Audit, Control Systems and Risk Management

- Studying and reviewing the Company's internal control, financial control and risk management systems, and verifying their adequacy and effectiveness in a manner appropriate to the size of the Company's business and the nature of its operations.
- Supervising internal audit activities, reviewing its plans and periodic reports, and following up on the implementation of corrective actions for observations raised therein.
- Verifying that internal audit is enabled, independent and provided with the resources necessary to perform its duties effectively.
- Reviewing the results of the assessment of the effectiveness of internal control procedures, including any observations or improvement opportunities, and submitting the necessary recommendations to the Board of Directors.

Third: External Auditor

- Recommending to the Board of Directors the nomination, dismissal, fee determination and performance evaluation of external auditors, after verifying their independence and reviewing the scope of their work and engagement terms.
- Reviewing the external auditor's plan and work, and verifying that the auditor does not provide technical, administrative or consultancy services outside the scope of audit work or in a manner that may impair independence.
- Studying the external auditor's reports and observations on the financial statements, if any, and following up on the actions or decisions taken in relation thereto.
- Discussing with the external auditor any material matters arising during the audit work and responding to the auditor's inquiries without prejudice to professional independence.

Fourth: Compliance and Related Party Transactions

- Reviewing the results of regulatory authorities' reports and verifying that the Company has taken the necessary actions in relation thereto.
- Verifying the Company's compliance with applicable laws, regulations, policies and instructions, and reviewing any reports or observations submitted to the Committee in this regard.
- Reviewing proposed contracts and transactions with related parties, and providing the necessary views or recommendations to the Board of Directors thereon.

• Following up on arrangements for stakeholders and employees to submit observations and reports confidentially, where necessary, in a manner that strengthens the environment of compliance and transparency.

Committee Activities During the Financial Year 2025

During 2025, the Audit Committee performed its work within its approved responsibilities. The most notable activities carried out by the Committee included the following:

- Holding the necessary periodic meetings to review matters falling within the Committee's responsibilities and to discuss the reports and related matters submitted to it.
- Reviewing the financial statements and matters related to financial reporting, and discussing the necessary items before submitting recommendations to the Board of Directors.
- Meeting with the internal auditor to discuss internal audit work and follow up on related observations and corrective actions.
- Meeting with the external auditor, reviewing the auditor's reports and observations, and discussing audit results and the level of cooperation of executive management in addressing any observations raised.
- Following up on the effectiveness of internal control, financial control and risk management systems, including relevant compliance, governance and disclosure mechanisms.
- Reviewing matters related to the nomination of the external auditor, the auditor's independence, fees and scope of work, based on the offers, data and information submitted to the Committee.
- Confirming that there is no conflict between the Committee's recommendations and the decisions of the Board of Directors regarding matters falling within the Committee's responsibilities.

Committee Meetings During 2025

Number of meetings: four (4) meetings

Name	Membership Capacity	First Meeting 10/04/2025	Second Meeting 26/05/2025	Third Meeting 01/10/2025	Fourth Meeting 22/12/2025
Khaled Ahmed Refaat Ahmed	Committee Chair	Attended	Attended	Attended	Attended
Abdullah Sulaiman Abdullah Alomran	Committee Member	Attended	Attended	Attended	Attended
Abhishek Ashok Sharma	Committee Member	Attended	Attended	Attended	Attended

Follow-up of Observations and Audit Results

The Committee reviewed the internal and external audit reports and results presented to it, discussed the auditors' observations, and followed up on the cooperation of executive management in addressing the observations raised. Based on what was reviewed and discussed, the Committee did not identify any material observations on the internal control system that would affect the fairness of the financial statements.

The Committee also did not identify any conflict between its recommendations and the decisions of the Board of Directors, and no recommendation was issued by the Board of Directors to change the external auditor before the end of the auditor's appointed term.

The Committee notes that the internal audit function is established and active within the Company, and that its work and reports represent one of the key inputs relied upon by the Committee in monitoring the control, compliance and continuous improvement environment.

Audit Committee Opinion

Based on the work performed by the Audit Committee during the financial year ended 31/12/2025, and based on the financial statements, reports and observations issued by the internal auditor and external auditor that the Committee reviewed, together with the discussions and follow-up carried out with executive management, the Committee did not identify any material errors or significant violations that require attention or that would affect the fairness of the financial statements or the adequacy of the internal control system.

The Committee is of the view that the Company's internal control, financial control and risk management systems are, within the limits of reasonable assurance, adequate and effective, providing an appropriate level of comfort to the Committee regarding the protection of the Company's assets, the accuracy and integrity of financial reporting, operational efficiency, and compliance with applicable laws, regulations and policies.


The Committee emphasizes that no internal control system, regardless of the level of its design and operation, can provide absolute assurance; rather, it provides reasonable assurance regarding the achievement of control objectives. The Committee will continue to follow up on the periodic assessment of internal control, financial control and risk management systems, and support any improvements necessary to enhance operational efficiency and the effectiveness of compliance and governance.

Appreciation

The Audit Committee extends its thanks and appreciation to the Chairman and members of the Board of Directors, executive management, the internal auditor and the external auditor for their cooperation, facilitation of the Committee's work, and enabling the Committee to perform its assigned duties in accordance with regulatory requirements and professional best practices.




This report has been prepared for approval and submission as part of the statutory disclosure requirements for the financial year 2025.

May Allah grant success,

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Committee Members Signatures

Name	Membership Capacity	Signature
Khaled Ahmed Refaat Ahmed	Committee Chair	 Khaled A Refaat (May 26, 2026 18:30:32 EDT)
Abdullah Sulaiman Abdullah Alomran	Committee Member	 chairman AF-Omran (May 29, 2026 15:50:14 GMT+3)
Abhishek Ashok Sharma	Committee Member	 Abhishek Sharma (May 27, 2026 06:27:56 GMT+4)










Audit Committee Report For the Financial Year Ended 31 December 2025_English


Final Audit Report

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