



الجزيرة تكافل
aljazira takaful

Ordinary General Assembly Documents

The Board of Directors of Aljazira Takaful Taawuni Company is pleased to invite the shareholders to participate and vote in the Ordinary General Assembly Meeting (First Meeting), scheduled to be held at 18:30 PM on Tuesday, 01-01-1448H (corresponding to 16-06-2026), via modern technology means.

- **Rights Related to the Meeting of the General Assembly:**

A. Shareholders who are registered in the issuer's 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 shareholder has the right to delegate whomever other than the board of directors.

B. The right to register a name 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 the votes by the voting Committee.

C. The shareholder's right to discuss items on the meeting agenda and direct questions accordance with Article 91 of the companies' law. Eligibility for Registering the Attendance of the General Assembly's Meeting Ends upon the Convenience of the General Assembly is Meeting. Eligibility for Voting on the Business of the Meeting Agenda Ends upon the Voting Committee Concludes Counting the Votes.

- **Electronic voting:**

Shareholders registered in Tadawulaty services may vote electronically (e-voting) on the General Assembly's agenda items starting from 01:00 AM on Thursday, 26-12-1447H (corresponding to 12-06-2026) until the end of the Assembly meeting. Registration and voting via Tadawulaty services will be available and free of charge for all shareholders through the following link: www.tadawulaty.com.sa

- **General Assembly Meeting Agenda**

1. Reviewing and discussion the Board of Directors Annual Report for the fiscal year ending 31December 2025.
2. Reviewing and discussion the Financial Statements for the fiscal year ending 31 December 2025.
3. Voting on the External Auditor's Report for the year ending 31 December 2025 after discussion.
4. Voting on releasing the Board of Directors members from their liability for the fiscal year ending 31 December 2025.
5. Voting on the appointment of the Company's External Auditors from among the candidates based on the Audit Committee's recommendation, to examine, review, and audit the financial statements for the second, third quarters, and the annual of the fiscal year 2026, and the first quarter of the fiscal year 2027, and determining their fees.
6. Voting on the Board of Directors' recommendation to distribute cash dividends to shareholders for the fiscal year 2025, amounting to SAR (26,400,000) million (at SAR 0.40 per share), representing (4%) of the nominal value per share. Eligibility shall be for shareholders owning shares at the end of the trading day of the General Assembly meeting and who are registered in the Company's shareholders register at the Securities Depository Center (Edaa) at the end of the second trading day following the date of the General Assembly meeting. Dividend distribution will commence on Tuesday, 30-06-2026.
7. Voting on the business and contracts concluded during the fiscal year ended December 31, 2025, between the Company and Bank

Alljazira (a related party), represented by insurance revenues, in which Board members Mr.Naif Abdulkarim Al-Abdulkarim, Mr. Mohammed Abdulrahman Al-Mousa, Mr. Sami Jadaan Al-Mehaid, Mr. Ibrahim Abdulmajeed Al-Sultan, and Mr. Naif Mesned Almesned have an indirect interest. Note that the total amount of transactions conducted with the Bank in the previous year amounted to SAR 86,505 thousand, with no preferential terms. (Attached).

8. Voting on the business and contracts concluded during the fiscal year ended December 31, 2025, between the Company and Bank Alljazira (a related party), represented by placing a Murabaha deposit, in which Board members Mr.Naif Abdulkarim Al-Abdulkarim, Mr. Mohammed Abdulrahman Al-Mousa, Mr. Sami Jadaan Al-Mehaid, Mr. Ibrahim Abdulmajeed Al-Sultan, and Mr. Naif Mesned Almesned have an indirect interest. Note that the total amount of transactions conducted with the Bank in the previous year amounted to SAR 160,000 thousand, with no preferential terms. (Attached).

9. Voting on the business and contracts concluded during the fiscal year ended December 31, 2025, between the Company and Bank Alljazira (a related party), represented by the Encashment of deposit, in which Board members Mr.Naif Abdulkarim Al-Abdulkarim, Mr. Mohammed Abdulrahman Al-Mousa, Mr. Sami Jadaan Al-Mehaid, Mr. Ibrahim Abdulmajeed Al-Sultan, and Mr. Naif Mesned Almesned have an indirect interest. Note that the total amount of transactions conducted with the Bank in the previous year amounted to SAR 115,000 thousand, with no preferential terms. (Attached).

10. Voting on the business and contracts concluded during the fiscal year ended December 31, 2025, between the Company and Alljazira

Capital (a related party), represented by unit-linked investment returns, in which Board members Mr. Naif Abdulkarim Al-Abdulkarim, Mr. Mohammed Abdulrahman Al-Mousa, Mr. Sami Jadaan Al-Mehaid, Mr. Ibrahim Abdulmajeed Al-Sultan, and Mr. Naif Mesned Almesned have an indirect interest. Note that the total amount of transactions conducted with AlJazira Capital in the previous year amounted to SAR 14,448 thousand, with no preferential terms. (Attached).

11. Voting on delegating the Board of Directors with the General Assembly's authority to grant the license mentioned in Section (1) of Article (27) of the Companies Law, for a period of one year from the date of the General Assembly's approval or until the end of the delegated Board's term, whichever is earlier, in accordance with the conditions set forth in the Implementing Regulation of the Companies Law for Listed Joint Stock Companies.

12. Voting on the distribution of SAR 2,773,562 as remuneration for the Board of Directors for the fiscal year ended December 31, 2025.



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The Audit Committee Report for the year ending 31 December 2025



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**Audit Committee Report to the General
Assembly of Shareholders – Fiscal Year 2025**

To the Shareholders of Aljazira Takaful Taawuni Company,

Peace and blessings of Allah be upon you,

The Audit Committee of Aljazira Takaful Taawuni Company is pleased to present to its shareholders the annual report for the fiscal year ending 31 December 2025. The report includes details on the committee's performance of its duties and responsibilities as stipulated by the relevant regulatory authorities, along with the committee's opinion regarding the effectiveness of the internal control procedures.

1. Audit Committee

1.1 Duties and Responsibilities of the Audit Committee :

- Ensuring the establishment of an effective internal control and compliance system.
- Reviewing interim and annual financial statements and verifying their accuracy before presenting to the Board.
- Overseeing and evaluating the work plans of external auditors, the Internal Audit Department, and the Compliance functions, assessing the effectiveness of their assigned tasks and assessing the efficiency and performance of each function individually.

In this regard, the Committee shall have the right to access the Company's records and documents, and to request any clarification or statement from the Board of Directors or the Executive Management. Furthermore, the Committee shall perform its approved duties, including the supervision of the Internal Audit Department and the Compliance Department.

The Committee shall be formed by a resolution of the General Assembly, based on a recommendation from the Board of Directors and after obtaining the written non-objection of the Insurance Authority.

The number of nominated members shall be no less than three and no more than five, the majority of whom must be from outside the Board of Directors. At least two members, including the Committee Chairman, must possess recent and relevant experience in accounting and financial management. The Board of Directors shall appoint a Chairman for the Committee from among the independent members by

virtue of a Board resolution, which shall be documented in the minutes of the meeting in which the Chairman was nominated.

1.2 Committee Composition, Member Classification, Qualifications, Experience, and Current/Past Roles:

The Board of Directors has approved the formation of the Audit Committee for the current Board term, which commences from the date of obtaining the Insurance Authority's non-objection on 31/07/2025. The term of the Committee is three years, expiring on 16/07/2028. The current membership of the Committee includes:

Independent Member	Mr. Ibrahim bin Mohammed Al-Hurabi Board Member	<p>Mr. Ibrahim has an extensive professional career and administrative experience in the regulatory departments of financial institutions, during which he held several leadership positions. Currently, Mr. Ibrahim serves as an Independent Board Member at 'Aljazira Takaful Taawuni Company,' a member of the Audit Committee at 'Derayah Financial,' and Chairman of the Audit Committee at MemarDevelopment and Investment Company.</p> <p>His previous roles include serving as a Consultant at 'Naif Al-Rajhi Investment Company,' Senior Executive Vice President and Head of the Internal Audit Group at 'Bank Al-Jazira,' and Director General of Financial and Administrative Affairs at the 'Communications, Space and Technology Commission (CST).' Furthermore, he held several positions at the 'Saudi Central Bank (SAMA),' including Director of the Currency Department, Head of the Information Systems Control Security Division in the Banking Technology Department, and Head of the IT Audit Division in the Internal Audit Department. He also previously served as a Board Member and Chairman of the Audit Committee at 'Keir International Company.</p> <p>Mr. Ibrahim holds a Bachelor's degree in Sharia from 'Imam Mohammad Ibn Saud Islamic University' and a Higher Diploma in Financial Control from the 'Institute of Public Administration (IPA).</p>
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Non-Board Member	<p>Mr. Khalid bin Mohammed Al-Khoaiter (Non-Board Member)</p>	<p>Mr. Khalid is a seasoned expert in board memberships, financial planning, accounting, costing, pricing, estimation, cash management, budgeting, business plans, strategic analysis, recruitment, and human resources management, in addition to risk analysis and internal control. He also chairs the Professional Performance Quality Committee at the Saudi Organization for Chartered and Professional Accountants (SOCPA) and previously served as Vice Chairman of the Accounting Standards Setting Committee and Chairman of the Executive Committee for Accounting Standards at the organization.</p> <p>Mr. Al- Khoaiter has held several leadership positions, most notably as the CEO and CFO of Advanced Electronics Company and Chairman of Advanced Arab Flight Simulation. He also possesses extensive experience in board and audit committee memberships, having previously served as a Board Member at 'Jadwa Investment' and 'BinLaden International Holding Group.' Furthermore, he has been a member of boards and audit committees for several entities, including 'Aldrees,' 'Saudi Industrial Investment Group, and formerly 'Alinma Bank,' as well as 'King Abdullah Waqf.' He also previously chaired the Audit Committee at 'Sulaiman Al-Rajhi Awqaf.</p> <p>He currently serves as the Chairman of the Board of United Wire Factories Co. and was a member of the transition team for the implementation of International Financial Reporting Standards (IFRS). He holds a Bachelor's degree in Accounting from King Saud University and has passed the American Certified Public Accountant (CPA) examination.</p>
Non-Board Member	<p>Mr. Abdulkarim bin Abdullah Al-Shamekh (Non-Board Member)</p>	<p>Mr. Abdulkarim has an extensive professional career and administrative experience in management, leadership, business development, and strategy across various business sectors. During his career, he has held several leadership positions and board memberships, including serving as a member of the Audit Committee at Samnan Holding Group, Asharqiyah Development Company, and 'BinLaden International Holding Group.</p> <p>He has also served as the CEO of several leading companies in the Saudi economy, such as United Wire Factories Co., International Petrol & Lubricants Co, and 'Arabian Oud.' He holds a Bachelor's degree in Accounting from King Saud University</p>

1.3 Details of Committee Meetings

#	Name	Role	Number of Meetings: (10) Meetings									
			1st Meeting 20-01-2025	2nd Meeting 11-02-2025	3rd Meeting 05-03-2025	4th Meeting 13-03-2025	5th Meeting 07-05-2025	6th Meeting 22-06-2025	7th Meeting 31-07-2025	8th Meeting 02-11-2025	9th Meeting 23-11-2025	10th Meeting 04-12-2025
1	Mr. Ibrahim ALHURABI	Committee Chairman	√	√	√	√	√	√	√	√	√	√
2	Mr. Khalid AIKhuwaiter	Member	√	√	√	√	√	√	√	√	√	√
3	Mr. Abdulkar Al-Shamikh	Member	√	√	√	√	√	√	√	√	X	√

During the period – from the date of the Committee’s approval to the date of this report – the Committee exercised a number of responsibilities, the most important of which include, but are not limited to:

1. Reviewing and expressing an opinion on the interim and annual financial statements, meeting with the executive management and external auditors, and submitting a recommendation regarding them to the Board of Directors for approval. Note that the Audit Committee obtained the necessary assurances from the company's executive management and the external auditor regarding the adequacy of provisions in the financial statements for the fiscal year 2025.
2. Studying and reviewing the nomination of external auditors for the year 2025/2026 for the company, which included sending invitations to external auditors licensed to audit the company's accounts and ensuring their independence, as well as studying the analysis of the technical and financial offers submitted, which resulted in recommending the nomination of (2) independent external auditors for the company to audit the accounts for the fiscal year 2025 until the end of the first quarter of 2026 for the company, and the Committee's recommendation was submitted to the Board of Directors.
3. Studying the audit work plan for the internal audit department and the company's auditors.
4. Studying the work plan of the compliance department, approving it, and following up on its implementation.
5. Studying the reports of the internal audit department and the compliance department, following up on the implementation of corrective measures, and submitting recommendations regarding them to the Board of Directors.

2. Results of the annual review of the effectiveness of the company's internal control procedures

The Company adopts a regulatory framework based on the Three Lines of Defense:

The First Line of Defense: The Company's various departments align their activities in accordance with the rules and regulations established and approved by the relevant authorities.

The Second Line of Defense: The various supervisory departments—represented by the Compliance Department, Risk Management Department, Finance Department, and Information Security Department—act as the second line of defense. They are responsible for assessing, measuring, and monitoring various risk levels across all daily operations according to their assigned roles, ensuring consistency with established controls to meet statutory, legislative, and regulatory requirements. These departments submit periodic reports to internal management committees and Board-subcommittees as per their respective charters, including the Board's Risk Management Committee."

The Third Line of Defense: The Internal Audit Department acts as the third line of defense, responsible for conducting the necessary examinations and reviews in accordance with the internal audit plan. It provides opinions to the relevant parties, follows up on corrective action plans, and submits the necessary periodic reports to the Audit Committee.

In general, reasonable assurance has been provided regarding the availability of internal control systems and procedures, in terms of their coverage of significant control aspects that materially affect the Company's fulfillment of its duties towards the effectiveness of internal controls across its various activities.

- **Audit Committee's Assessment of the Adequacy of the Company's Internal Control Systems:**

Executive Management is responsible for designing, implementing, and maintaining an effective internal control system that includes policies, procedures, and operational and regulatory processes, under the supervision of the Board of Directors, to support the achievement of the Company's strategic objectives and compliance with relevant regulatory requirements. The Company's internal control system has been designed in

accordance with the requirements issued by the regulatory and supervisory authorities, while the supervisory departments and specialized committees continuously monitor and evaluate its effectiveness.

During the year 2025, the Audit Committee exercised its supervisory role by reviewing and discussing a comprehensive set of reports related to the adequacy and effectiveness of control measures and systems. These included financial statements, reports from the appointed actuary, internal audit reports, and reports from the Compliance and Anti-Money Laundering (AML) and Counter-Terrorism Financing (CTF) department, in addition to external auditors' reports and reports from regulatory and supervisory authorities. The Committee also followed up on the corrective action plans submitted by the Executive Management, assessing their adequacy and the effectiveness of their implementation, while documenting its discussions and decisions in the meeting minutes and periodically escalating material matters to the Board of Directors.

During the year, the Committee held periodic meetings with the Head of Internal Audit, the Chief of Compliance, representatives of the Finance Department, and the external auditors, as well as representatives of actuarial services and the appointed actuary. The Committee reviewed the most significant updates and matters requiring its follow-up, examined audit results, reports from regulatory authorities, and their associated remediation plans, and monitored the extent of commitment to implementing corrective measures according to the approved timelines.

The Audit Committee's assessment of the adequacy of the internal control system during this year was based on the results of the audit work and regulatory assessments actually performed, the periodic follow-up reports on the remediation of regulatory observations, and the resulting improvement shown in the Executive Management's level of response and the enhanced implementation of regulatory controls across the Company's various departments, where the majority of observations identified by internal and external regulatory were implemented and addressed.

The Committee also took into consideration the strategic development initiatives initiated by the Company, which include a project to develop and update corporate policies and procedures through a specialized consultancy firm, in addition to the project for transitioning to a new operational technical system aimed at supporting operational processes and enhancing the efficiency of regulatory controls. It was noted

that the current technical environment faces some challenges related to its ability to align with with expansion and operational development requirements, which necessitated the launch of the technical transformation initiative currently underway. Upon completion, this project is expected to contribute to enhancing the efficiency of systems supporting internal control and raising the level of reliability for operational and regulatory information.

Based on the above The Audit Committee considers that —with a degree of reasonable assurance—that the internal control system implemented in the Company operates with acceptable effectiveness in light of current controls and procedures. However, the maturity and effectiveness level of certain system elements—particularly the technical systems supporting operations—still require further development and improvement, within the context of the ongoing technical transformation project. The Committee concludes that completing these initiatives is a crucial factor in enhancing the efficiency and effectiveness of the internal control system in the coming periods.

In light of the regulatory trends and developments witnessed by the insurance sector, the Committee emphasizes the importance of Executive Management's continued efforts to develop the elements of the internal control system, particularly the technical infrastructure supporting operations, to align with future regulatory and operational requirements and in accordance with best professional practices.

The Committee also emphasizes that any internal control system, regardless of its sound design and effective implementation, cannot provide absolute assurance.

Ibrahim Mohammed Alhurabi

Chairman of Audit Committee

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شركة الجزيرة تكافل تعاوني، شركة تأمين تعاوني مساهمة خاضعة لإشراف ورقابة هيئة التأمين بترخيص رقم ت م ن / 201312/34 برأس مال 660,000,000 ريال مدفوع بالكامل، رقم السجل التجاري: 4030251980 / 7001791990 ، الهاتف المجاني: 8003040400 ، الموقع الإلكتروني: www.aljaziratakaful.com.sa العنوان الوطني: شركة الجزيرة تكافل تعاوني حي السلامة - شارع حراء - وحدة رقم 3217، حدة، 8048-23525، المملكة العربية السعودية.

Aljazira Takaful Ta'awuni Co.: Insurance Joint Stock Co. Regulated and supervised by Insurance Authority, license No. 201312/34, Capital S.R.: 660,000,000 Fully Paid C.R.No.: 4030251980 / 7001791990 – Toll Free.: 8003040400, Web Site www.aljaziratakaful.com.sa National Address: Aljazira Takaful Ta'awuni Co., Al-Salama Dist- Hera'a st. - Unit No. 3217, Jeddah, 8048-23525, KSA.



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The External Auditor's Report for the year ending 31 December 2025

**KPMG Professional Services Company**

Zahran Business Center
Prince Sultan Street
P.O. Box 55078
Jeddah 21534
Kingdom of Saudi Arabia
Commercial Registration No 4030290792

Headquarters in Riyadh

**PKF AI Bassam**

Chartered Accountants

PKF AI Bassam Chartered Accountants

Al Noor Business Center
Madinah Road
P.O. Box 15651
Jeddah 21454
Kingdom of Saudi Arabia
Commercial Registration No 4030302844

Headquarters in Riyadh

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY (A SAUDI JOINT STOCK COMPANY)**Opinion**

We have audited the financial statements of AlJazira Takaful Taawuni Company – a Saudi Joint Stock Company (the “Company”), which comprise the statement of financial position as at 31 December 2025, the statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (“IFRS”), that are endorsed in the Kingdom of Saudi Arabia, and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants (“SOCPA”).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards), that is endorsed in the Kingdom of Saudi Arabia (the “Code”), as applicable to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code's requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY
(A SAUDI JOINT STOCK COMPANY) (CONTINUED)**

Key Audit Matters (continued)

Key audit matter	How our audit addressed the key audit matter
<p>Valuation of insurance contract liabilities – estimates of present value of future cash flows (PVFCF), risk adjustment for non-financial risk (for contracts measured under the premium allocation and variable fee approaches) and contractual service margin (CSM) (for contracts measured under the variable fee approach)</p> <p>As at 31 December 2025, liability for incurred claims amounting to SAR 289,685 thousand in total, which includes estimates of present value of future cash flows and risk adjustment for non-financial risk for contracts measured under the premium allocation approach amounts to SAR 275,707 thousand and SAR 13,978 thousand respectively, as reported in Note 7 to the financial statements.</p> <p>Further, estimates of PVFCF, risk adjustment for non-financial risk and CSM for contracts measured under the variable fee approach amounts to SAR 1,474,156 thousand, SAR 1,786 thousand and SAR 130,576 thousand respectively, as reported in Note 7 to the financial statements.</p> <p>The estimation of the liability for incurred claims involves a significant degree of judgement. This entails estimating the PVFCF and the risk adjustment for non financial risk.</p> <p>PVFCF are associated with significant uncertainties requiring the use of expert judgment within complex actuarial models relying on subjective assumptions in relation to future events. Key assumptions include mortality, lapse, ultimate claims and expense assumptions. Moreover, in case of the long duration of many life insurance products, relatively small changes in key assumptions may have a significant impact on PVFCF.</p> <p>The risk adjustment for non-financial risk is applied to the present value of the estimated future cash flows, and reflects the compensation that the Company requires for bearing the uncertainty about the amount and timing of the cash flows from non-financial risk as the Company fulfils its obligations under insurance contracts.</p> <p>The Company also involves an external actuary (“Appointed Actuary”) in the determination of the estimates of such liabilities..</p> <p>Due to the inherent estimation uncertainty, complexity and subjectivity involved in the assessment of valuation of estimates of present value of future cash flows, risk adjustment for non-financial risk and contractual service margin arising from insurance contracts, along with these amounts being material, we have considered this as a key audit matter.</p> <p><i>Please refer to Note 3 for the material accounting policies and significant accounting judgements, estimates and assumptions adopted by the Company.</i></p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> - Understood and evaluated the design and implementation of key controls over the claims and reserving process. - Performed substantive procedures, on sample basis, on the amounts recorded for claims reported and paid; including comparing the outstanding claims amount to appropriate source documentation; - Evaluated the completeness and accuracy, on a sample basis, of data used by management in their calculation of liability for incurred claims; - Engaged our internal actuarial specialists to: <ul style="list-style-type: none"> o Assess the reasonableness of the actuarial models and assumptions used to calculate the present value of the future cash flows of the liability for incurred claims and the risk adjustment. o Assess the CSM initially recorded through recalculation for a sample of selected products and analyse their amortization during the year; and o Assess the valuation of future cash flows (FCF) through recalculation for a sample of selected products for several units of account and analyzed changes during the year; - Assessed the adequacy and appropriateness of the related disclosures in the financial statements against the requirements of relevant accounting standards.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY (A SAUDI JOINT STOCK COMPANY) (CONTINUED)

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditors' report thereon. The annual report is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by SOCPA, and the applicable requirements of the Regulations for Companies and the Company's By-laws, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, i.e. the Board of Directors of the Company are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY
(A SAUDI JOINT STOCK COMPANY) (CONTINUED)

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

for KPMG Professional Services
Company



Abdullah Oudah Althagafi
License Number 455

for PKF AI Bassam Chartered
Accountants



Ahmed A. Mohandis
License No. 477



30 March 2026G
Corresponding to 11 Shawwal 1447H
Jeddah, Kingdom of Saudi Arabia





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**Voting on the business and contracts during the fiscal year ended
December 31, 2025**

INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT

TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY
(A SAUDI JOINT STOCK COMPANY)

(1/3)

INTRODUCTION

We have undertaken a limited assurance engagement in respect of the accompanying declaration of related party transactions for the year ended 31 December 2025 relating to **Aljazira Takaful Taawuni Company – a Saudi Joint Stock Company** (the "Company") prepared by the management and approved by the Board of Directors (the "Board") of the Company in accordance with the applicable criteria mentioned below so as to comply with the requirements of Article 71 of the Saudi Companies Law (the "Declaration").

SUBJECT MATTER

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

APPLICABLE CRITERIA

The applicable Criteria is the requirement of Article 71 of the Saudi Companies Law issued by the Ministry of Commerce which states that, subject to the provision of Article 27 of the Saudi Companies Law, any member of the Board with any interest, both directly or indirectly, in the transactions or contracts made for the account of the Company shall declare such interests to the Board for the approval of the general assembly of the Company. The board member must notify the Board of such interest and excuse himself in vote by the Board to approve such transactions or contracts. The Board will notify the general assembly of transactions and contracts in which a member of the Board has a direct or indirect interest.

MANAGEMENT RESPONSIBILITY

The management of the Company 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 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', that is 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 Company has not complied, in all material respects, with the applicable requirements of Article 71 of the Saudi Companies Law in the preparation of the Declaration for the year ended 31 December 2025.

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

INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT

TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY
(A SAUDI JOINT STOCK COMPANY)

(2/3)

PROFESSIONAL ETHICS AND QUALITY MANAGEMENT

We have complied with the International Code of Ethics for Professional Accountants, issued by the International Ethics Standard Board for Accountants, that is endorsed in the Kingdom of Saudi Arabia by the Saudi Organization for Chartered and Professional Accountants ("SOCPA"), "referred as IESBA Code" and the independence requirements in Part 4A of IESBA Code.

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, that is 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.

SUMMARY OF WORK PERFORMED

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

- Discussed with the management the process for obtaining business and contracts by any of the board members with the Company.
- Obtained the accompanying Declaration that includes the list of all transactions and agreements entered into by any of the board members of the Company, either directly or indirectly, with the Company during the year ended 31 December 2025.
- Reviewed the minutes of the Board meetings that indicate that the board member notified the Board on the transactions and agreements entered into by the board member during the year ended 31 December 2025; and further that the concerned board member did not vote on the resolution issued in this regard at the meetings of the Board.
- Reviewed confirmation obtained by the management from the concerned board member of the transactions and agreements entered into by the board member during the year.
- Reviewed the consistency of the transactions and agreements included in the Declaration with the disclosure in Note 16 to the audited financial statements for the year ended 31 December 2025.

INHERENT LIMITATIONS

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

TO THE SHAREHOLDERS OF ALJAZIRA TAKAFUL TAAWUNI COMPANY
(A SAUDI JOINT STOCK COMPANY)

(3/3)

INHERENT LIMITATIONS

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement under ISAE 3000 (Revised), 'Assurance Engagements Other Than Audits or Reviews of Historical Financial Information', that is 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, that is endorsed in the Kingdom of Saudi Arabia, and, accordingly, we do not express an audit opinion or a review conclusion in relation to the adequacy of systems and controls around the preparation of the Declaration.

This conclusion relates only to the Declaration for the year ended 31 December 2025 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.

CONCLUSION

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

RESTRICTIONS ON THE USE OF OUR REPORT

This report, including our conclusion, has been prepared solely upon the request of the management of the Company, to assist the Company and its Board in fulfilling its reporting obligations to the general assembly in accordance with Article 71 of the Saudi Companies Law. 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 Company. To the fullest extent permitted by law, we do not accept or assume responsibility to any third party.

PKF Al-Bassam
Chartered Accountants



Ahmed AbdulMajeed Mohandis
Certified Public Accountant
License No. 477
Jeddah: 10 May 2026G
Corresponding to: 23 Dhul Qaidah 1447H





الجزيرة تكافل
aljazira takaful
معاً.. كالجسد الواحد

**A list of the transactions and contracts
in which the members of the Board of
Directors have a personal interest in**

(a) The following are the details of related party transactions during the year ended 31 December 2025:

<u>Related party</u>	<u>Relation</u>	<u>Nature of transactions</u>	<u>Amount of transactions SAR'000</u>	<u>Terms of dealing</u>
Aljazira Bank	Shareholder with significant influence	Insurance revenue	86,505	Without any preferential conditions
		Premium received	17,152	
		Commission paid	502	
		Claims paid	31,721	
		Commission income on Murabaha deposits	9,204	
		Commission income on short term deposits	1,200	
		Investment in sukuks issued by BAJ	10,000	
		Placement of Murabaha deposits	160,000	
		Encashment of deposit	115,000	
		Profit earned on Sukuks by BAJ	9,664	
		Profit earned on statutory deposit placed with BAJ	2,643	
Total Bank Aljazira transactions			443,591	

Aljazira Capital	Subsidiary of shareholder with significant influence	Return on unit linked investments	14,448	Without any preferential conditions
		Custodian Charges	418	
		Insurance policies sold	787	
Total Aljazira Capital Transactions			15,653	

Consolidated Brothers Company	Substantial Shareholder	Insurance policies sold	33	Without any preferential conditions
		Claims paid	1	
Total Consolidated Brothers Company Transactions			34	

Durrah Advanced Development Company	A company controlled by a first-degree relative of a Board Member.	Insurance policies sold	3,228	Without any preferential conditions
Total Durrah Advanced Development Company Transactions			3,228	

Ibrahim Abdulmohsen Mohammed Al-Sultan	A Relative party to a Board Member	Insurance policies sold	172	Without any preferential conditions
Total Ibrahim Abdulmohsen Mohammed Al-Sultan Transactions			172	

Board of Directors & Senior Executives	Insurance policies sold	232	Without any preferential conditions
Total Board of Directors & Senior Executives Transactions			232

Sager Nadershah	Member of the Board of Directors	Insurance policies sold	26	Without any preferential conditions
Khaled Al-Othman	Member of the Board of Directors	Insurance policies sold	21	
		Surrendered value paid	522	
Yahya Al - Mansour	Member of the Board of Directors	Insurance policies sold	20	
Board of Directors		Remuneration and Fees	2,774	

- (b) With reference to the names of the related parties mentioned above and the nature of their transactions, the Company intends to deal with them during 2026, with the same nature of transactions.
- (c) The amount due from AlJazira Capital (Founding Shareholder) amounting to 14,679 thousand Saudi Riyals represents the balance of the investment account.
- (d) The contributions due, which appear in the statement of financial position as below:

Related parties**2025
SAR'000**

Bank AlJazira	90,200
Consolidated Brother Company	255
Durrah Advanced Development Company	136
AlJazira Capital	48
Board of director	7
	90,646

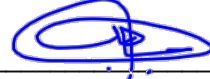
- (e) The outstanding claims shown in the statement of financial position includes the following:

Bank AlJazira "Founding shareholder" SR 41,290 thousand
 Yahya Al-Mansour "Member of Board Directors" SR 25 thousand

- (f) The Board member who has a direct or indirect interest in the transaction was not present during the Board's discussion, did not participate in the process, and did not vote on the resolution related to the transaction.



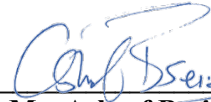
Mr. Ibrahim Al-Sultan
Board Member



Mr. Ibrahim Alhurabi
Board Member



Mr. Sami Almehaid
Board Member



Mr. Ashraf Bseisu
Board Member



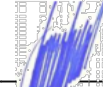
Mr. Mohammed Al-Mousa
Board Member



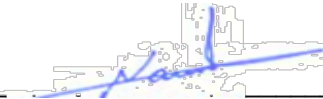
Mr. Naif Almesned
Board Member



Mr. Sager Nadershah
Board Member & MD



Mr. Yahya Al-Ansoor
Board Vice Chairman



Mr. Naif bin Abdulkarim Al-Abdulkarim
Board Chairman

الجزيرة تكافل aljazira takaful

معاً.. كالجسد الواحد

شركة الجزيرة تكافل تعاوني، شركة تأمين تعاوني مساهمة خاضعة لإشراف ورقابة هيئة التأمين بترخيص رقم ت م ن / 201312/34 برأس مال 660,000,000 ريال مدفوع بالكامل، رقم السجل التجاري: 4030251980 / 7001791990 ، الهاتف المجاني: 8003040400 ، الموقع الإلكتروني: www.aljaziratakaful.com.sa العنوان الوطني: شركة الجزيرة تكافل تعاوني حي السلامة - شارع حراء - وحدة رقم 3217، حدة، 8048-23525، المملكة العربية السعودية.

Aljazira Takaful Ta'awuni Co.: Insurance Joint Stock Co. Regulated and supervised by Insurance Authority, license No. 201312/34, Capital S.R.: 660,000,000 Fully Paid C.R.No.: 4030251980 / 7001791990 – Toll Free.: 8003040400, Web Site www.aljaziratakaful.com.sa National Address: Aljazira Takaful Ta'awuni Co., Al-Salama Dist- Hera'a st. - Unit No. 3217, Jeddah, 8048-23525, KSA.