

Results of The Extraordinary General Assembly Meeting (The First Meeting)

Location: Riyadh – Almarai headquarters – by means of modern technology

Date: Tuesday 21 April 2026

Time: 6:30 PM

- 1- Review and discuss the Board of Directors' report for the fiscal year ending 31st of December 2025.
- 2- Reviewing and deliberating on the consolidated financial statements for the fiscal year ending 31st of December 2025.
- 3- Approval of the Auditors' Report for the fiscal year ending 31st of December 2025.
- 4- Approval of the recommendation of the Board of Directors to pay dividends, for the fiscal year ending 31st of December 2025, of SAR 1.15 per share totaling SAR 1,150 million (This cash dividend represents 11.5% of the capital share, based on 1,000 shares), for shareholders who own shares on the date of the Extraordinary General Assembly Meeting which will be registered at the Securities Depository Center Company as of the close of market on the second working day after the date of the cash dividend payment confirmation. The dividend distribution date will commence on or before the 3rd of May 2026, corresponding to 16 Dhul Qidah 1447 AH.
- 5- Approval of the release of the Directors from liability for the fiscal year ending 31st December 2025.
- 6- Approval of the payment of the Directors' remuneration amounting in total to SAR 4,200,000.
- 7- Approval of the insurance contract that was done in 2025 with a value of SAR 222 million under the prevailing commercial terms and conditions between Almarai Company and Arabian Shield Insurance Company, in which the Chairman of the Board of Directors HH Prince Naif bin Sultan bin Mohammed bin Saud Al Kabeer (Non-Executive Member) and Mr. Salman bin Abdulmuhsin Alsudeary (Independent Member), have an indirect interest.
- 8- Approval of the sales contract that was done in 2025, with a value of SAR 1,131 million under the prevailing commercial terms and conditions between Almarai Company and Panda Retail Company, in which Mr. Sulaiman bin Abdulkader Al Muhaideb (Non-Executive Member) and Mr. Bader bin Abdullah Al Issa (Non-Executive Member) have an indirect interest, and Mr. Waleed bin Khalid Fatani (former Non-Executive Member) had an indirect interest.
- 9- Approval of the sugar purchase contract that was done in 2025, with a value of SAR 38 million under the prevailing commercial terms and conditions between Almarai Company

and United Sugar Company, in which Mr. Sulaiman bin Abdulkader Al Muhaideb (Non-Executive Member) and Mr. Bader bin Abdullah Al Issa (Non-Executive Member) have an indirect interest, and Mr. Waleed bin Khalid Fatani (former Non-Executive Member) had an indirect interest.

- 10- Approval of the sales contract that was done in 2025, with a value of SAR 861 million under the prevailing commercial terms and conditions between Almarai Company and Abdullah Al-Othaim Markets Company, in which the former board member Mr. Mohammed bin Mansour Al Mousa (former Non-Executive Member), had an indirect interest.
- 11- Approval of the telecommunication services contracts that were done in 2025, with a value of SAR 17 million under the prevailing commercial terms and conditions between Almarai Company and the Mobile Telecommunication Company Saudi Arabia (Zain), in which the Chairman of the Board of Directors HH Prince Naif bin Sultan bin Mohammed bin Saud Al Kabeer (Non-Executive Member), has an indirect interest.
- 12- Approval of the banking services contracts that were done in 2025, with a value of SAR 44 million under the prevailing commercial terms and conditions between Almarai Company and Banque Saudi Fransi, in which the board member Mr. Bader bin Abdullah Al Issa (Non-Executive Member), has an indirect interest.
- 13- Approval of the purchase contract that was done in 2025, with a value of SAR 121 million under the prevailing commercial terms and conditions between Almarai Company and International Food Industries Company, in which the board members Mr. Sulaiman bin Abdulkader Al Muhaideb (Non-Executive Member) and Mr. Bader bin Abdullah Al Issa (Non-Executive Member), have an indirect interest, and Mr. Waleed bin Khalid Fatani (former Non-Executive Member) had an indirect interest.
- 14- Approval of the purchase contract that was done in 2025, with a value of SAR 15 million under the prevailing commercial terms and conditions between Almarai Company and Alkhorayef Lubricant Company, a subsidiary of Alkhorayef Group, in which the board member Engr. Ammar bin Abdulwahid Alkhodairi (Independent Member) has an indirect interest.
- 15- Approval of the purchase contract that was done in 2025, with a value of SAR 35 million under the prevailing commercial terms and conditions between Almarai Company and Alkhorayef Commercial Company Ltd, a subsidiary of Alkhorayef Group, in which the board member Engr. Ammar bin Abdulwahid Alkhodairi (Independent Member) has an indirect interest.
- 16- Approval of the sales contract that was done in 2025, with a value of SAR 19 million under the prevailing commercial terms and conditions between Almarai Company and Spinneys Company, in which the former board member Mr. Hossam bin Ali Al-Qurashi (former Independent Member), had an indirect interest.
- 17- Approval of the Company's purchase of up to a maximum of (10 million) shares, with a view to allocate the shares to the employees of the company within the employee equity program, and to have the purchase financed through the company's internal resources,

and to authorize the Board of Directors to complete the purchase within a maximum period of (12) months from the date of the Extraordinary General Assembly approval. The company will retain the shares purchased for a period not exceeding 7 years from the date of approval of the Extraordinary General Assembly until they are allocated to eligible employees. After this period, the company will follow the procedures and requirements set out in the relevant laws and regulations.

- 18- Approval of delegating the authorization powers of the General Assembly stipulated in Paragraph (1) of Article (27) of the Companies Law to the Board of Directors, for one year from the date of approval by the General Assembly to delegate its powers to the Board of Directors, or until the end of the term of the delegated Board of Directors, whichever is earlier, in accordance with the requirements stipulated in the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
- 19- Approval of the appointment of His Excellency Engr. Abdulrahman Abdulmohsen AlFadley (Non-Executive Member) as a member of the Board of Directors, starting from the date of his appointment on 17 November 2025, to complete the board term until the end of the current term on 6 August 2029, succeeding the former board member Mr. Mohammed bin Mansour Al-Mousa (Non-Executive Member).
- 20- Approval of the participation of the board member His Excellency Engr. Abdulrahman Abdulmohsen AlFadley (Non-Executive Member) in a competing activity as he is a board member of the National Agricultural Development Company (NADEC), which engages in a similar activity to that of Almarai Company within the dairy and juice segment.
- 21- Approval of the recommendation of the Audit Committee and the nomination of the Board of Directors to appoint KPMG as the Company's auditor from among the selected candidates and to determine their fees. The auditor shall examine, review, and audit the (second, third, and fourth) quarters and annual financial statements of the fiscal year 2026, the (first, second, third, and fourth) quarters and annual financial statements of the fiscal year 2027, and the (first) quarter financial statements of 2028.
- 22- Approval of the proposed amendment to Article (4) of the company's bylaws, related to the purposes of the company.
- 23- Approval of the proposed amendment to Article (17) of the company's bylaws, related to the management of the company.
- 24- Approval of the proposed amendment to Article (20) of the company's bylaws, related to the powers of the board of directors.
- 25- Approval of the proposed amendment to Article (22) of the company's bylaws, related to the power of the chairman, vice chairman, managing directors, and secretary.
- 26- Approval of the proposed amendment to the Corporate Governance Rules.