

General Assembly Meeting Agenda

(First Meeting FY 2025), which is scheduled to be held at (19:00) on Tuesday 23-06-2026G corresponding to 08-01-1448H via modern technology means through the Tadawulaty system.

جدول أعمال الجمعية

(الاجتماع الأول للسنة المالية 2025م)، والمقرر عقده في تمام الساعة 7:00 مساءً يوم الثلاثاء 23 يونيو 2026 الموافق 08 محرم 1448هـ، وذلك عن طريق وسائل التقنية الحديثة باستخدام منصة تداولاتي.

1. Reviewing and discussing the Board of Directors' Report for the fiscal year ended 31/12/2025.
2. Voting on the Company's auditor's report for the fiscal year ended 31/12/2025 after discussing it.
3. Reviewing and discussing the financial statements for the fiscal year ended 31/12/2025.
4. Voting on the transactions and contracts entered into between Fourth Milling Company, the Saudi Agricultural and Livestock Investment Company (SALIC) as a third party, and the General Food Security Authority (government entity), in which Board Member Mr. Bader Hamed AlAujan has an indirect interest. The transaction relates to the amendment of the wheat supply agreement (subsidized and non-subsidized) for a contract term of 21 years without any preferential terms during the fiscal year ended 31/12/2025, with an estimated amount of (Not applicable) for the fiscal year 2025.
5. Voting on the transactions and contracts entered into between Fourth Milling Company and Abdullah Al Othaim Markets Company, in which Board Member Mr. Bader Hamed AlAujan and Board Member Mr. Marwan Ibrahim have an indirect interest. The transaction relates to a contract for the sale of consumer-packaged products without any preferential terms during the fiscal year ended 31/12/2025, with a total amount of SAR 8,738,091.
6. Voting on the transactions and contracts entered into between Fourth Milling Company and United Feed Manufacturing Company, in which Board Member Mr. Kamel Al-Khatib and Board Member Mr. Tariq Al-Jammaz have an indirect interest. The transaction relates to contracts for the sale of bran products without any preferential terms during the fiscal year ended 31/12/2025, with a total amount of SAR 37,989,067.
7. Voting on the transactions and contracts entered into between Fourth Milling Company and Pure Food Company, in which Board Member Mr. Prashant Vatkar and Board Member Mr. Sayed Rizwan Ahmed have an indirect interest. The transaction relates to contracts for the sale of consumer-packaged flour products without

1. الاطلاع على تقرير مجلس الإدارة للعام المالي المنتهي في 31-12-2025م ومناقشته.
2. التصويت على تقرير مراجع حسابات الشركة عن العام المالي المنتهي في 31-12-2025م بعد مناقشته.
3. الاطلاع على القوائم المالية للعام المالي المنتهي في 31-12-2025م ومناقشتها.
4. التصويت على الأعمال والعقود التي تمت بين شركة المطاحن الرابعة، والشركة السعودية للاستثمار الزراعي والحيواني (سالك) كطرف ثالث، والهيئة العامة للأمن الغذائي (الجهة الحكومية) والتي لعضو مجلس الإدارة الأستاذ/ بدر حامد العوجان مصلحة غير مباشرة فيها، وهي عبارة عن (تعديل اتفاقية توريد القمح (مدعوم وغير مدعوم) لمدة العقد 25 عامًا دون أي شروط تفضيلية عن السنة المالية المنتهية في 31/12/2025م، مبلغ تقديري (لا ينطبق) عن السنة المالية 2025م.
5. التصويت على الأعمال والعقود التي تمت بين شركة المطاحن الرابعة وشركة أسواق عبدالله العثيم والتي لعضو مجلس الأستاذ/ بدر حامد العوجان وعضو مجلس الإدارة الأستاذ/ مروان إبراهيم مصلحة غير مباشرة فيها، وهي عبارة عن عقد بيع عبوات استهلاكية دون أي شروط تفضيلية عن السنة المالية المنتهية في 31/12/2025م بمبلغ 8,738,091 ريال.
6. التصويت على الأعمال والعقود التي تمت بين شركة المطاحن الرابعة وشركة المتحدة لصناعة الأعلاف والتي لعضو مجلس الإدارة الأستاذ/ كامل الخطيب وعضو مجلس الإدارة الأستاذ/ طارق الجماز مصلحة غير مباشرة فيها، وهي عبارة عن عقود بيع منتجات النخالة دون أي شروط تفضيلية عن السنة المالية المنتهية في 31-12-2025م بمبلغ 37,989,067 ريال.
7. التصويت على الأعمال والعقود التي تمت بين شركة المطاحن الرابعة وشركة الغذاء النقي والتي لعضو مجلس الإدارة الأستاذ/ برشانت فاتكار وعضو مجلس الإدارة الأستاذ/ السيد رضوان أحمد مصلحة غير مباشرة فيها، وهي عبارة عن عقود بيع دقيق عبوات استهلاكية دون أي شروط تفضيلية عن السنة المالية المنتهية في 31-12-2025م بمبلغ 3,288,960 ريال.



- any preferential terms during the fiscal year ended 31/12/2025, with a total amount of SAR 3,288,960.
8. Voting on the transactions and contracts concluded between Fourth Milling Company and Gulf Industrial Flour Milling Company, in which Board Member Bader Hamed Al-Aujan, Board Member Al-Sayed Rizwan Ahmed, Board Member Prashant Vatkar , Board Member Tariq Al-Jammaz, Board Member Mr. Kamel Al-Khatib, and Board Member Mr. Marwan Ibrahim have an indirect interest. These relate to expenses for providing administrative, legal, and financial business support services to Gulf Industrial Flour Milling Company, amounting to SAR 232,500 (inclusive of Value Added Tax).
 9. Voting on the discharge of liability of the members of the Board of Directors for the fiscal year ended 31/12/2025.
 10. Voting on disbursing an amount of SAR (3,425,000) as remuneration to the members of the Board of Directors for the fiscal year ended 31/12/2025.
 11. Voting on authorizing the Board of Directors to distribute interim dividends on a semi-annual or quarterly basis for the fiscal year 2026.
 12. Voting on authorizing the Board of Directors with the powers of the Ordinary General Assembly as stipulated in Paragraph (1) of Article Twenty-Seven 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 term, whichever is earlier, in accordance with the conditions set out in the Implementing Regulations of the Companies Law for listed joint stock companies.
 13. Voting on the appointment of the Company's external auditor from among the candidates based on the recommendation of the Audit Committee, to examine, review, and audit the financial statements for the second and third quarters and the annual financial statements for the fiscal year ending 31/12/2026, as well as the first quarter of the fiscal year 2027, and to determine the auditor's fees.
 14. Voting on the Board of Directors' resolution appointing Mr. Abdulaziz Abdullah Al-Darrab as Non-Executive Board Member effective from the date of his appointment on 15/01/2026 to complete the current Board term ending on 16/08/2027, succeeding the former member Mr. Tariq Al-Jammaz. (CV attached)

8. التصويت على الأعمال والعقود التي تمت بين شركة المطاحن الرابعة وشركة الخليج لطحن الدقيق الصناعية والتي لعضو مجلس الإدارة الأستاذ/ بدر حامد العوجان وعضو مجلس الإدارة الأستاذ/ السيد رضوان أحمد وعضو مجلس الإدارة الأستاذ/ برشانت فاتكار وعضو مجلس الإدارة الأستاذ/ طارق الجماز وعضو مجلس الإدارة الأستاذ/ كامل الخطيب وعضو مجلس الإدارة الأستاذ/ مروان إبراهيم مصلحة غير مباشرة فيها، وهي المصاريف الخاصة بتقديم خدمات دعم ومساندة أعمال الشركة الإدارية والقانونية والمالية لشركة الخليج لطحن الدقيق الصناعية والتي تبلغ 232,500 ريال سعودي (شامل ضريبة القيمة المضافة).
9. التصويت على إبراء ذمة أعضاء مجلس الإدارة عن السنة المنتهية في 31/12/2025م
10. التصويت على صرف مبلغ (3,425,000) ريال كمكافأة لأعضاء مجلس الإدارة عن السنة المالية المنتهية في 31/12/2025م
11. التصويت على تفويض مجلس الإدارة بتوزيع أرباح مرحلية بشكل نصف سنوي أو ربع سنوي عن السنة المالية 2026م
12. التصويت على تفويض مجلس الإدارة بصلاحيات الجمعية العامة العادية بالترخيص الوارد في الفقرة (1) من المادة السابعة والعشرين من نظام الشركات، وذلك لمدة عام من تاريخ موافقة الجمعية العامة أو حتى نهاية دورة مجلس الإدارة المفوض أيهما أسبق، وفقاً للشروط الواردة في اللائحة التنفيذية لنظام الشركات الخاصة بشركات المساهمة المدرجة.
13. التصويت على تعيين مراجع حسابات الشركة من بين المرشحين بناءً على توصية لجنة المراجعة؛ وذلك لفحص ومراجعة وتدقيق القوائم المالية للربع (الثاني والثالث) والسنوي من العام المالي 31/12/2026م، والربع الأول من العام المالي 2027م، وتحديد أتعابه
14. التصويت على قرار مجلس الإدارة بتعيين الأستاذ/ عبد العزيز عبدالله الضراب عضواً غير تنفيذي بمجلس الإدارة ابتداءً من تاريخ تعيينه في 15-01-2026م لإكمال دورة المجلس حتى تاريخ انتهاء الدورة الحالية في 16-08-2027م خلفاً للعضو السابق الأستاذ/ طارق عبد الله الجماز. (مرفق السيرة الذاتية)



Fourth Milling Company (MC4)
Annual Audit Committee Report
For the year ended 31 December 2025

Shareholders of Fourth Milling Company

Greetings,

During the year 2025, the Committee reviewed effectiveness of both the external audit process and the internal audit function as part of the continuous improvement of financial reporting and controls environment across MC4. The committee also focused particularly on the appropriateness of MC4's financial statements to ensure compliance with applicable International Accounting and Financial Reporting Standards (IFRS) along with relevant local laws and Regulations of kingdom of Saudi Arabia (KSA). The committee has ensured itself, and has advised the Board accordingly, that the 2025 financial statements are fair, balanced and understandable, and provide the information necessary for shareholders to assess MC4 performance, business model and strategy.

The Committee held 6 meetings in year 2025 that took place with internal audit team, key management personnel and external auditor; to review the internal controls, compliance and risk management system. Chairman of the audit committee also made communications with the Board of Directors to share high risk alerts to ensure timely remediation in line with best practices of risk management and internal controls system.

During the year 2025, the committee worked on activities to fulfil its responsibilities under governance and to strengthen internal controls. Major activities are detailed below:

1. Review of Financial Statements

During the financial year 2025, the Committee considered the accounting policies, estimates and judgments used, considering the impact of such factors on the financial position of MC4 and its suitability to the nature of the company's activity. The Committee reviewed the integrity, fairness and transparency of the financial statements along with basis of provisions and various accounting treatments during the period that were recommended to the Board of Directors for adoption.

2. Review of Internal Audit Work & Reports and Recurring Engagements

The Committee reviewed the progress of recurring audit engagements and other reviews performed by the Internal Audit Function on regular basis. The Committee reviewed the internal audit reports and advised management on audit findings & remediation measures.

The Committee reviewed the Internal Audit work and oversighted timely follow up on the raised observations to ensure timely implementation of corrective action plan.

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C.R. 2050110856

3. Internal Control and Risk Management Environment

The Committee recognizes that the Company has adopted a system of internal controls designed to monitor the company's activities and provide reasonable assurance about the effectiveness and efficiency of such control (including financial reporting, compliance to applicable rules and regulations and operational efficiency and effectiveness). The Committee also ensured the work of the internal audit is focused on key risks mitigations and observations of internal audit are addressed by the management. During the year, internal controls systems were updated and improved as part of ongoing improvement program. On the recommendation of the Committee key enhancements & improvements were made to internal policies to align them with capital market Authority requirements.

Below steps were taken by the committee to improve the internal controls:

- Oversight over the updating of company risk register to capture and manage new risks and evaluation of controls effectiveness at process level
- Review the updated delegation of authority matrix in line with change in organization structure.
- Providing guidance to Internal Audit Function to add business value by providing consultancy services and awareness sessions to management while monitoring the outcome of such consultancy engagements.

Related to the Risk Management activities, The Committee has performed oversight of the below risk management activities:

- Implement of Risk management frameworks (including policies and procedures), risk appetite and other relevant risk management practice to cultivate appropriate risk culture across the company.
- Timely update the risk registers, Top corporate risks and maintain proper records for relevant risk factors which need to be identified, evaluated and reported on periodic basis across the company.
- Ensure risks report are shared on periodic basis with the Committee, in alignment with CMA regulations.

4. Compliance

The Committee reviewed periodic reports from the Compliance Unit regarding the extent of the company's compliance with regulations, instructions, external standards and requirements or the company's internal policies, procedures and requirements and make sure that action has been taken against noncompliance matters.



5. External Auditor Review

The Committee has responsibility for overseeing MC4 relationship with the external auditor including reviewing the quality and effectiveness of their performance, their external audit plan and process, their independence from MC4, their appointment and their audit fee proposals. The committee also received communication from KPMG that they are independent and confirmed that they were not aware of any relationships between MC4 and KPMG or between KPMG and any persons in financial reporting oversight roles in MC4 that may affect its independence. The committee reviewed external auditor reports on that were based on unqualified opinions on annual and interim financial statements along with management representation letter.

6. Conclusion

Based on oversight activities in 2025, the Committee considers that the internal and financial control systems and risk management systems in the Company are adequate to a reasonable extent.

The Committee also stresses the need for the Board and management to continuously update the internal and financial control systems and risk management systems to effectively address current and future challenges.



Mr. Abdulaziz Mohammed Abdulaziz AlShaikh
Chairman of the Audit Committee
Fourth Milling Company





KPMG Professional Services Company

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Commercial Registration No 2051062328

Headquarters in Riyadh

شركة كي بي إم جي للاستشارات المهنية مساهمة مهنية

الطابق ١٦، برج البرغاش
٦١٨٩ طريق الأمير تركي، الكورنيش
ص.ب ٤٨٠٣
الخير ٣١٤٦ - ٣٤٤١٢
المملكة العربية السعودية
سجل تجاري رقم ٢٠٥١٠٦٢٣٢٨

المركز الرئيسي في الرياض

Independent Limited Assurance Report to The Fourth Milling Company on the Board of Directors' Declaration on the Requirements of Article 71 of the Companies Law

To the Shareholders of The Fourth Milling Company (A Saudi Joint Stock Company)

We were engaged by the management of The Fourth Milling Company (the "Company") to report on the Board of Directors' declaration prepared by the Management in accordance with the requirements of Article 71 of the Companies Law, which comprises the transactions carried out by the Company during the year ended 31 December 2025 in which any of the members of Board of Directors of the Company had direct or indirect personal interest as detailed below ("Subject Matter") and the accompanying management's statement thereon as set out in Appendix 1, in the form of an independent limited assurance conclusion that based on our work performed and evidence obtained, nothing has come to our attention that causes us to believe that the Subject Matter is not properly prepared, in all material respects, based on the applicable criteria ("Applicable Criteria") below.

Subject Matter

The Subject Matter for our limited assurance engagement is related to the Board of Directors' declaration enclosed in the attached Appendix 1 (the "Declaration") prepared by the Management in accordance with the requirements of Article 71 of the Companies Law, presented by the Board of Directors of The Fourth Milling Company (the "Company"), which comprises the transactions carried out by the Company during the year ended 31 December 2025 in which any of the members of Board of Directors of the Company had direct or indirect personal interest.

Applicable Criteria

We have used the following as the Applicable Criteria:

1. Article 71 of the Companies Law issued by Ministry of Commerce ("MOC").

The Fourth Milling Company's Responsibility

The management of the Company is responsible for preparing the Subject Matter information that is free from material misstatement in accordance with the Applicable Criteria and for the information contained therein. The management the Company is also responsible for preparing the Subject Matter information (i.e. Appendix 1).

This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and presentation of the Subject Matter that information is free from material misstatement, whether due to fraud or error. It also includes selecting the Applicable Criteria and ensuring that the Company complies with the Companies Law; designing, implementing and effectively operating controls to achieve the stated control objectives; selecting and applying policies; making judgments and estimates that are reasonable in the circumstances; and maintaining adequate records in relation to the Subject Matter information.

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.

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٢٠٢٦ شركة كي بي إم جي للاستشارات المهنية مساهمة مهنية، شركة مساهمة مهنية منظمة منسجمة في المملكة العربية السعودية، رأس مالها (١١٠,٠٠٠,٠٠٠) ريال سعودي منوع بالكامل، وهي عضو غير شريك في الشبكة العالمية لشركات كي بي إم جي المستقلة والتابعة لـ كي بي إم جي العالمية المحدودة، شركة الجائزة خلسة محدودة بالضمان. جميع الحقوق محفوظة.



Independent Limited Assurance Report to The Fourth Milling Company on the Board of Directors' Declaration on the Requirements of Article 71 of the Companies Law

To the Shareholders of The Fourth Milling Company (Continued)

Our Responsibility

Our responsibility is to examine the Subject Matter information prepared by the Company and to report thereon in the form of an independent limited assurance conclusion based on the evidence obtained. 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 the terms and conditions for this engagement as agreed with the Company's management. That standard requires that we plan and perform our procedures to obtain a meaningful level of assurance about whether the Subject Matter information is properly prepared, in all material respects, as the basis for our limited assurance conclusion.

The firm applies International Standard on Quality Control 1 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.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The procedures selected depend on our understanding of the Subject Matter and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise.

In obtaining an understanding of the Subject Matter and other engagement circumstances, we have considered the process used to prepare the Subject Matter information in order to design assurance procedures that are appropriate in the circumstances, but not for the purposes of expressing a conclusion as to the effectiveness of the Company's process or internal control over the preparation and presentation of the Subject Matter information.

Our engagement also included: assessing the appropriateness of the Subject Matter, the suitability of the criteria used by the Company in preparing the Subject Matter information in the circumstances of the engagement, evaluating the appropriateness of the procedures used in the preparation of the Subject Matter information and the reasonableness of estimates made by the Company.

The 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. We did not perform procedures to identify additional procedures that would have been performed if this were a reasonable assurance engagement.

As part of this engagement, we have not performed any procedures by way of audit, review or verification of the Subject Matter information nor of the underlying records or other sources from which the Subject Matter information was extracted.

Procedures Performed

Our procedures performed are as follows:

- Obtained the declaration that includes the transactions and/or contracts performed in which any of the BOD members of the Company has either direct or indirect interest during the year ended 2025.
- Reviewed the minutes of meetings of the BoD that indicate notifications to the BoD by certain director(s) of actual or potential conflicts of direct or indirect interest in relation to transactions and/or contracts involving the BoD member.
- Checked that the minutes of meetings of the BOD that the relevant director(s) 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);
- On a sample basis, obtained the required approvals along with supporting documents in respect of the transactions and/or contracts included in the declaration; and
- Checked the transaction amounts included in the Declaration agree, where applicable, to the transaction amounts disclosed in note 29 to the audited financial statements of the Company for the year ended 31 December 2025.

Independent Limited Assurance Report to The Fourth Milling Company on the Board of Directors' Declaration on the Requirements of Article 71 of the Companies Law

To the Shareholders of The Fourth Milling Company (Continued)

Conclusion

Our conclusion has been formed on the basis of, and is subject to, the matters outlined in this report.

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

Based on the procedures performed and evidence obtained, nothing 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.

Restriction of Use of Our report

Our report should not be regarded as suitable to be used or relied on by any party wishing to acquire rights against us other than the Company and MOC for any purpose or in any context. Any party other than the Company and MOC who obtains access to our report or a copy thereof and chooses to rely on our report (or any part thereof) will do so at its own risk. To the fullest extent permitted by law, we accept or assume no responsibility and deny any liability to any party other than the Company and MOC for our work, for this independent limited assurance report, or for the conclusions we have reached.

Our report is released to the Company and MOC on the basis that it shall not be copied, referred to or disclosed, in whole (save for the Company's own internal purposes) or in part, without our prior written consent.

KPMG Professional Services Company

Mohammed Najeeb Alkhilawi
License No: 481



Al Khobar on 23 May 2026G
Corresponding to: 6 Dhu al-Hijjah 1447H

June 22, 2025

Recommendation for the Remuneration of Board Members and Committee Members for First Half of the Year 2025 (Jan 1st To June 30th)

Following the confirmation of attendance from the board secretariat and based on the Nomination and Remuneration Policy recommended by Nomination and Remuneration Committee (NRC) on 18th September 2024, and approved by the board on 28th October 2024, and by the Extraordinary General Assembly on 16th January 2025, the remuneration for each board member is set at SAR 200,000 annually. Additionally, board members serving on committees will receive an extra SAR 100,000 annually. This applies to members of the Audit Committee, Executive Committee, and Nomination and Remuneration Committee. The chairman will receive a total of SAR 300,000 annually, which includes an additional SAR 100,000. Board members will also receive fixed fees per meeting: SAR 4,000 for each board meeting and SAR 2,500 for each committee meeting. The policy stipulates annual payments of SAR 30,000 for the board's secretariat and SAR 20,000 for each committee's secretariat. Thus, the Nomination and Remuneration Committee endorses these remuneration amounts for board members and committees for first half of Fiscal Year 2025. detailed as below:

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Remuneration the First Half of the Year 2025 (Jan 1st to June 30th):

Board of Directors (BOD)									
#	Appointment	Member Name	Position	Annual Board Fee	Chairman Fee	Total First Half-Year 2025	Meetings	Attendance Allowance	Payable Amount
1	16-08-2023	Badr Al Oujan	Chairman of The Board	200,000	100,000	150,000	2	8,000	158,000
2	16-08-2023	Tareq Aljammaz	Vice Chairman	200,000	-	100,000	2	8,000	108,000
3	16-08-2023	Kamel Alkhatib	Board Member	200,000	-	100,000	2	8,000	108,000
4	16-08-2023	Sayyed Radwan	Board Member	200,000	-	100,000	2	8,000	108,000
5	16-08-2023	Marwan Ibrahim	Board Member	200,000	-	100,000	2	8,000	108,000
6	16-08-2023	Prashant Fakhtar	Board Member	200,000	-	100,000	2	8,000	108,000
7	17-03-2024	Fahad Mousa	Board Member	200,000	-	100,000	2	8,000	108,000
8	17-03-2024	Abdulaziz Alsheikh	Board Member	200,000	-	100,000	2	8,000	108,000
9	17-03-2024	Yasser Alzughabi	Board Member	200,000	-	100,000	2	8,000	108,000
10	-	Abdullah Aldosari	Board Secretary	30,000	-	15,000	-	-	15,000
				1,830,000		965,000		72,000	1,037,000

Nomination & Remuneration Committee (NRC)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total First Half-Year 2025	Meetings	Attendance Allowance	Payable Amount
1	17-03-2024	Yasser Alzughabi	Committee Chairman	100,000	50,000	3	7,500	57,500
2	17-03-2024	Fahad Mousa	Member	100,000	50,000	2	5,000	55,000
3	17-03-2024	Radwan	Member	100,000	50,000	3	7,500	57,500
4	17-03-2024	Xavier	Member	100,000	50,000	3	7,500	57,500
5	3-2024 to 19-05-	Hussain Alqahtani	Old Secretary	7,616	-	-	7,616	7,616
6	20-05-2025	Abdullah Albreak	New Secretary	12,384	-	-	2,384	2,384
				420,000	200,000		37,500	237,500

Audit Committee (AC)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total First Half-Year 2025	Meetings	Attendance Allowance	Payable Amount
1	17-03-2024	Abdulaziz Alsheikh	Committee Chairman	100,000	50,000	4	10,000	60,000
2	17-03-2024	Tareq Aljammaz	Member	100,000	50,000	4	10,000	60,000
3	17-03-2024	Marwan Ibrahim	Member	100,000	50,000	4	10,000	60,000
4	01-04-2024	Ananth Ramanathan	Member	100,000	50,000	4	10,000	60,000
5	17-03-2024	Ali Alfaraj	Secretary	20,000	10,000	-	-	10,000
				420,000	210,000		40,000	250,000

Executive Committee (EXCOM)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total First Half-Year 2025	Meetings	Attendance Allowance	Payable Amount
1	16-08-2023	Kamel Alkhatib	Committee Chairman	100,000	50,000	9	22,500	72,500
2	16-08-2023	Marwan Ibrahim	Member	100,000	50,000	9	22,500	72,500
3	16-08-2023	Prashant Fakhtar	Member	100,000	50,000	9	22,500	72,500
4	01-01-2024	Deem Almahidib	Secretary	20,000	10,000	-	-	10,000
				320,000	160,000		67,500	227,500

Grand Total 2,990,000 1,535,000 217,000 1,752,000

Member Name	Position	Date	Signature
Mr. Yasser AlZeghaibi	Committee Chairman	2025/06/25	
Mr. Fahad Mousa	Member	2025/06/25	
Mr. Syed Rizwan Ahmed	Member		
Mr. Francisco Javier Sanchez	Member	2025/06/25	



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C.R. 2050110856

Dec 10th, 2025

Recommendation for the Remuneration of Board Members and Committee Members for Second Half of the Year 2025 (July 1st to Dec 31st)

Following the confirmation of attendance records by the Board Secretariat and in accordance with the Nomination and Remuneration Policy recommended by the Nomination and Remuneration Committee (NRC) on 18 September 2024, subsequently approved by the Board of Directors on 28 October 2024, and ratified by the Extraordinary General Assembly on 16 January 2025, the remuneration structure for the Board of Directors and its committees for the fiscal year 2024 is as follows:

- Each Board Member shall receive an annual remuneration of SAR 200,000.
- Board Members serving on the Audit Committee, Executive Committee, or Nomination and Remuneration Committee shall receive an additional annual remuneration of SAR 100,000 for each committee membership.
- The Chairman of the Board shall receive a total annual remuneration of SAR 300,000, which includes an additional SAR 100,000 over the standard board member remuneration.
- In addition to annual remuneration, Board Members will receive fixed meetings

attendance fees as follows:

- SAR 4,000 per Board meeting.
- SAR 2,500 per Committee meeting.
- The annual remuneration for the Board Secretariat is set at SAR 30,000.
- The annual remuneration for each Committee Secretariat is set at SAR 20,000.

Accordingly, the Nomination and Remuneration Committee endorses the above remuneration structure for Board and Committee Members for the Second Half of the Year 2025 (July 1st to Dec 31st):





Board of Directors (BOD)									
#	Appointment	Member Name	Position	Annual Chairman Fee	Annual Board Fee	Total Second Half of Year	Meetings	Attendance Allowance	Payable Amount
1	16-08-2023	Badr Al Oujan	Chairman of The Board	100,000	200,000	150,000	3	12,000	162,000
2	16-08-2023	Tareq Aljamaz	Vice Chairman	-	200,000	100,000	3	12,000	112,000
3	16-08-2023	Kamel Alkhatib	Board Member	-	200,000	100,000	3	12,000	112,000
4	16-08-2023	Sayyed Radwan	Board Member	-	200,000	100,000	3	12,000	112,000
5	16-08-2023	Marwan Ibrahim	Board Member	-	200,000	100,000	3	12,000	112,000
6	16-08-2023	Prashant Fakhtar	Board Member	-	200,000	100,000	3	12,000	112,000
7	17-03-2024	Fahad Mousa	Board Member	-	200,000	100,000	3	12,000	112,000
8	17-03-2024	Abdulaziz Alsheikh	Board Member	-	200,000	100,000	3	12,000	112,000
9	17-03-2024	Yasser Alzughalbi	Board Member	-	200,000	100,000	3	12,000	112,000
10	-	Abdullah Aldosari	Board Secretary	-	30,000	15,000	-	-	15,000
				1,830,000	965,000			108,000	1,073,000

Nomination & Remuneration Committee (NRC)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total Second Half of Year	Meetings	Attendance Allowance	Payable Amount
1	17-03-2024	Yasser Alzughalbi	Committee Chairman	100,000	50,000	3	7,500	57,500
2	17-03-2024	Fahad Mousa	Member	100,000	50,000	3	7,500	57,500
3	17-03-2024	Syed Radwan	Member	100,000	50,000	3	7,500	57,500
4	17-03-2024	Francisco Javier	Member	100,000	50,000	3	7,500	57,500
6	20-05-2025	Abdullah Albreak	Secretary	20,000	-	-	-	10,000
				420,000	200,000		30,000	240,000

Audit Committee (AC)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total Second Half of Year	Meetings	Attendance Allowance	Payable Amount
1	17-03-2024	Abdulaziz Alsheikh	Committee Chairman	100,000	50,000	2	5,000	55,000
2	17-03-2024	Tareq Aljamaz	Member	100,000	50,000	2	5,000	55,000
3	17-03-2024	Marwan Ibrahim	Member	100,000	50,000	2	5,000	55,000
4	01-04-2024	Ananth Ramanathan	Member	100,000	50,000	2	5,000	55,000
5	17-03-2024	Ali Alfaraj	Secretary	20,000	10,000	-	-	10,000
				420,000	210,000		20,000	230,000

Executive Committee (EXCOM)								
#	Appointment	Member Name	Position	Annual Committee Fee	Total Second Half of Year	Meetings	Attendance Allowance	Payable Amount
1	16-08-2023	Kamel Alkhatib	Committee Chairman	100,000	50,000	8	20,000	70,000
2	16-08-2023	Marwan Ibrahim	Member	100,000	50,000	8	20,000	70,000
3	16-08-2023	Prashant Fakhtar	Member	100,000	50,000	8	20,000	70,000
4	01-01-2024	Deem Almahdib	Secretary	20,000	10,000	-	-	10,000
				320,000	160,000		60,000	220,000

Grand Total 2,990,000 1,535,000 218,000 1,763,000

Member Name	Position	Date	Signature
Mr. Yasser AlZeghaibi	Committee Chairman		
Mr. Fahad Moussa	Member		
Mr. Syed Rizwan Ahmed	Member		
Mr. Francisco Javier Sanchez	Member		

The Audit Committee Resolution No:2 On 2026/04/27 corresponding to 10/11/1447	قرار لجنة المراجعة رقم 2 بتاريخ 2026/04/27 الموافق 1447/11/10 هـ																		
<p>Referring to Audit committee meeting Number (2) During Fiscal year 2026 which committed on 27/04/2026 corresponding to 10/11/1447. The committee discussed the appointment of the auditors for the year ending 31/12/2026 and the limited review of the interim financial statements for the second and third quarters of the same year and the first quarter ending 31/03/2027, in addition to a limited assurance on the report submitted by the Chairman of the Board regarding the company's transactions with members of the Board of Directors for the year ending December 31, 2026, in accordance with Article 71 of the Companies Law.</p> <p>And after discussing the submitted offers mentioned in the attachment schedule, the following was decided:</p> <p>The Committee recommends appointing one of the following audit firms:</p> <table border="1" data-bbox="215 1020 769 1163"> <thead> <tr> <th>#</th> <th>Nominated Accounting Office</th> <th>Value of the offer (Excluding VAT)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>KPMG</td> <td>SAR 765,000</td> </tr> <tr> <td>2</td> <td>PKF</td> <td>SAR 790,000</td> </tr> </tbody> </table> <p>The committee supports choosing KPMG as the company's auditor, as it is one of the Big Four companies and due to their extensive experience in auditing listed companies, in addition to their experience in the Milling sector, and to ensure that the work of the auditors is not affected by avoiding the change process within a short period.</p>	#	Nominated Accounting Office	Value of the offer (Excluding VAT)	1	KPMG	SAR 765,000	2	PKF	SAR 790,000	<p>بالإشارة لاجتماع لجنة المراجعة رقم (2) للعام المالي 2026 والمنعقد بتاريخ 2026/04/27 الموافق 1447/11/10 هـ تمت مناقشة بند تعيين مراجع الحسابات للعام المنتهي في 2026/12/31 والفحص المحدود للقوائم المالية المرحلية للربع الثاني والربع الثالث خلال نفس العام والربع الأول المنتهي في 2027/03/31، بالإضافة إلى تقرير تأكيد محدود مقدم من رئيس مجلس الإدارة بشأن معاملات الشركة مع أعضاء مجلس الإدارة للسنة المنتهية في 31 ديسمبر 2026 وفقاً للمادة 71 من نظام الشركات</p> <p>وبعد مناقشة اللجنة لعروض الأسعار المقدمة في الجدول المرفق تقرر ما يلي:</p> <p>توصي لجنة المراجعة واحد من مراجعي الحسابات المذكورين أدناه لاختياره من قبل الجمعية العامة للمساهمين:</p> <table border="1" data-bbox="906 995 1446 1157"> <thead> <tr> <th>#</th> <th>مكتب المراجعة المرشح</th> <th>إجمالي المبلغ (غير شامل ضريبة القيمة المضافة)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>كي بي إم جي</td> <td>SAR 765,000</td> </tr> <tr> <td>2</td> <td>شركة بي كي اف البسام محاسبون ومراجعون قانونيون</td> <td>SAR 790,000</td> </tr> </tbody> </table> <p>وترجع اللجنة اختيار شركة كي بي إم جي كمراجع لحسابات الشركة كونها من الشركات الأربع الكبرى ونظراً لخبرتهم الواسعة في مراجعة حسابات الشركات المدرجة بالإضافة إلى خبرتهم في قطاع شركات المطاحن ولضمان عدم تأثر أعمال مراجع الحسابات وذلك بتفادي عملية التغيير خلال فترة قصيرة.</p>	#	مكتب المراجعة المرشح	إجمالي المبلغ (غير شامل ضريبة القيمة المضافة)	1	كي بي إم جي	SAR 765,000	2	شركة بي كي اف البسام محاسبون ومراجعون قانونيون	SAR 790,000
#	Nominated Accounting Office	Value of the offer (Excluding VAT)																	
1	KPMG	SAR 765,000																	
2	PKF	SAR 790,000																	
#	مكتب المراجعة المرشح	إجمالي المبلغ (غير شامل ضريبة القيمة المضافة)																	
1	كي بي إم جي	SAR 765,000																	
2	شركة بي كي اف البسام محاسبون ومراجعون قانونيون	SAR 790,000																	



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أمين سر اللجنة
أ.علي الفرج


Kingdom of Saudi Arabia _ Dammam






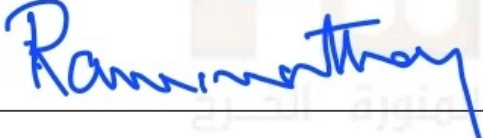
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C.R. 2050110856

Fourth Milling External Audit Porposals 2026			
Service	KPMG	PKF	LYCA
2026 Year end Audit	SAR 520,000	SAR 500,000	SAR 385,000
Three Quarters Review	SAR 210,000	SAR 270,000	SAR 180,000
Limited assurance report submitted by the Chairman of the board on the Company's transactions with the board members for the year ended 31 December 2026 as per Article 71 of the Companies Law.	SAR 35,000	SAR 20,000	SAR 35,000
TOTAL	SAR 765,000	SAR 790,000	SAR 600,000

التوقيع: Signature:	الصفة Designation	أعضاء لجنة المراجعة: Audit Committee members:
	رئيس اللجنة Committee Chairman	الأستاذ عبدالعزيز الشيخ
	عضواً Member	الأستاذ يوسف عفيفي
	عضواً Member	الأستاذ مروان أحمد إبراهيم
	عضواً Member	الأستاذ أنانثارامان راماناثان



نبذة عن عبدالعزيز

قيادي تنفيذي في قطاع الأعمال الزراعية والغذائية في المملكة العربية السعودية ويمتلك خبرة وفهم عميق لسلسلة الإمداد الغذائية للبروتين تغطي تجارة الحبوب، تصنيع الأعلاف، الانتاج الحيواني، تجهيز، توزيع وبيع الدواجن واللحوم الحمراء. ملم بتجارة الفحاحات والأدوية البيطرية. يمتلك سجل حافل في صياغة وتنفيذ استراتيجيات ناجحة، ومطلع على أفضل الممارسات العالمية في قطاع الزراعة والإنتاج الحيواني من خلال المشاركة في العديد من المؤتمرات والمعارض والمساهمة في مشاريع صياغة استراتيجيات لمؤسسات ربحية وغير ربحية في القطاع الزراعي. على اطلاع ومتابعة بالمستجدات والمتغيرات الاقتصادية والاجتماعية والتنظيمية في المملكة وأثرها على الأعمال. مهتم وشغوف بالمساهمة بصنع أثر ملموس في الشأن البيئي واستدامة الأمن الغذائي والمائي في المملكة.

الخبرة العملية



أغسطس 2024 وحتى الآن

المجموعة المتحدة

الرئيس التنفيذي

يقود مجموعة رائدة تضم أربع شركات تعمل عبر سلسلة إمداد الحبوب والأعلاف الخضراء وتصنيعها وتوزيعها، وتنتج أيضًا موادًا غذائية مثل نشا الذرة والجلوكوز والبروتين الغذائي المستخلص من الحبوب. وخلال فترة قيادته للمجموعة صاغ وبدأ تنفيذ استراتيجية طموحة تعزز إسهامها في الأمن الغذائي المستدام، وأطلق مبادرات سريعة الأثر عززت التآزر بين شركات المجموعة وانعكست مباشرة على الأداء التشغيلي والمالي.



مارس 2022 وحتى يوليو 2024

شركة رضوى الغذائية

الرئيس التنفيذي

حققت رضوى نمواً قدره 121% في إنتاج الدواجن خلال سنتين، ودخلت بقطاعات جديدة في بيع وتوزيع اللحوم (حري بلدي) بشكل نوعي، بالإضافة إلى الدخول في بيع وتوزيع أسماك وروبيان فاخرة مستزرعة محلياً. تم إطلاق أكثر من 25 منتج ذو قيمة مضافة نوعي كما تم تعزيز التكامل الخلفي في قطاع الأعلاف والفحاحات والامات لضمان الاعتمادية وتحسن العمليات التشغيلية. كما تم إطلاق مشاريع مؤسسية ساهمت في ارتفاع معدل ارتباط الموظفين بالمنظمة +10 نقاط.



فبراير 2018 وحتى مارس 2022

أراسكو للأغذية (إنتاج)

الرئيس التنفيذي

خلال فترة قيادته لـ(إنتاج) تضاعفت الإيرادات ضعفين. تحقق هذا النمو من خلال بناء فريق عمل مميز ومتجانس استطاع التوسع الجغرافي وفتح آلاف نقاط البيع جديدة، وإطلاق عشرات المنتجات جديدة ناجحة، والدخول في فئات جديدة مثل بيض المائدة واللحوم الحمراء ومصنعات لحوم الدواجن. على صعيد التكاليف تم تخفيض التكلفة لكل كيلو الدواجن المنتج بـ 21% من خلال تخفيض نسبة الرجيع والنافق وإيجاد أسواق مناسبة للمنتجات الثانوية ورفع الكفاءة التشغيلية لأغلب أصول الشركة وكذلك زيادة التكامل الرأسي الخلفي.



يناير 2011 وحتى يناير 2018

مجموعة أراسكو

الرئيس التنفيذي للاستراتيجية

بدأ مسيرته الإستراتيجية قائد فريق ثم مديرًا، وعُيّن في 2016 رئيسًا تنفيذيًا للإستراتيجية بمجموعة أراسكو. صاغ ونفذ استراتيجيات وحدات الأعمال الست بالمجموعة وشركتين دوليتين، مكتسبًا فهمًا شاملاً لسلسلة القيمة الحيوانية من مدخلات الأعلاف وحتى لوجستيات الحبوب والمنتجات النهائية. قاد نشر الوعي الإستراتيجي وصمم برنامجًا تدريبيًا لقادة المستقبل أثمر نتائج ملموسة.

التعليم



2006-2010

بكالوريوس بالهندسة الصناعية مع مرتبة الشرف

جامعة الملك فهد للبترول والمعادن



2011-2013

ماجستير إدارة أعمال مع مرتبة الشرف

جامعة الأمير سلطان



2017-2024

دكتوراه بالإدارة الاستراتيجية

جامعة شافيلد هالام



2015-2022

بكالوريوس القانون الاسلامي (شريعة)

جامعة الامام محمد بن سعود

2014

برنامج تنفيذي مكثف

جامعة لندن للأعمال

مهام اضافية

جمعية آفاق خضراء البيئية – عضو مجلس الجمعية

اتحاد الغرف – عضو لجنة منتجي الدواجن



مركز وقاء – عضو مجلس إدارة



اتحاد الغرف – نائب رئيس لجنة مصنعي الأعلاف



هيئة الغذاء والدواء – عضو مجلس إدارة



الشركة العربية للذرة (AMC) – عضو مجلس إدارة



شركة Golden Fields – عضو مجلس إدارة



الشركة ميار الأغذية – عضو مجلس إدارة

