

البند	الفقرة
عنوان الإعلان* Announcement Title*	The Board of Directors of Saudi Chemical Company Holding Invites Shareholders to Attend the Ordinary General Assembly Meeting (First Meeting)
مقدمة Introduction	The Board of Directors of Saudi Chemical Company Holding is pleased to invite shareholders to participate and vote in the Ordinary General Assembly Meeting on Wednesday 13/05/2026 corresponding to 26/11/1447 at 18:30, through a virtual meeting platform Tadawulaty.
مدينة ومكان انعقاد الجمعية العامة* City and Location of the General Assembly's Meeting*	Riyadh – Head Office, Al-Ahsa Street by (Means of Modern Technology)
رابط مقر الاجتماع* Hyperlink of the Meeting Location*	https://login.tadawulaty.com.sa/ir/user/login.xhtml?lang=ar
تاريخ انعقاد الجمعية العامة* Date of the General Assembly's Meeting*	13-05-2026
وقت انعقاد الجمعية العامة (صيغة 24 ساعة) Time of the General Assembly's Meeting (24 Hours Format)*	18:30
كيفية انعقاد الجمعية العامة* Methodology of Convening the General Assembly's Meeting*	Via modern technology means
حق الحضور، وأحقية التسجيل، ونهاية التصويت* Attendance Eligibility, Registration Eligibility, and Voting End*	The eligibility to attend the Meeting, will be for shareholders registered in the issuers 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. Eligibility for registering the attendance of the Assembly's meeting ends upon the beginning of the General Assembly's meeting and eligibility for voting on the Assembly's Meeting Agenda ends upon the counting committee concludes counting the vote.
النصاب اللازم لانعقاد الجمعية* Quorum for Convening the General Assembly's Meeting*	As per the provisions of Article (34) of the Articles of Association of the company, the Ordinary General Assembly is valid if attended or participated in by shareholders representing at least one-fourth of the company's voting shares, either in person or through modern technological means. If the necessary quorum for holding this meeting is not met, a second meeting shall be held one hour after the end of the specified period for the first meeting, the second meeting shall be valid regardless of the number of shares represented in it.
جدول أعمال الجمعية* General Assembly Meeting Agenda*	<ul style="list-style-type: none"> Reviewing and discussing the board report for the fiscal year ending December 31, 2025. Reviewing and discussing the financial statements for the fiscal year ending December 31, 2025. Voting and discussing on the Auditor's Report for the fiscal year ending December 31, 2025, after discussing. Voting on the appointment of the External Auditors for the company based on the Audit Committee's recommendation. The appointed External Auditors shall examine, review, and audit the third quarter

	<p>and annual financial statements of the fiscal year 2026, and the first and second quarter of the fiscal year 2027, and determination of the External Auditors' fees</p> <ul style="list-style-type: none"> • Voting on the Board of Directors' recommendation to distribute cash dividends for the financial year 2025 by 0.10 SAR per share a total of SR 84,320,000 representing 10% of the nominal value of the share, The eligibility for dividends will be for shareholders who own shares at the end of trading on the day of the company's general assembly and who are registered in the company's records with the Securities Depository Center Company (Edaa) at the end of the second trading day following the day of the company's general assembly, and these profits will be disbursed as of Sunday 24/05/2026 corresponding to 07 /12/1447. • Voting on the payment of SAR (3,342,000) as a remuneration to members of the board of directors for the fiscal year ending December 31,2025 • Voting on the discharge of the members of the Board of Directors for the fiscal year ending December 31, 2025. • Voting on the Board of Directors' Resolution to appoint of H.E. Dr. Ghassan Abdulrahman Al-Shibl as an Independent member of the Board, from the date of his appointment on 01/01/2026 to continue the current term of the Board which will end on 31/12/2027, in place of the non-executive resigned Board member Eng. Thamer Mohammed Almuheid. (CV attached).
<p>حق المساهم في مناقشة الموضوعات المدرجة على جدول أعمال الجمعية، وتوجيه الأسئلة، وكيفية ممارسة حق التصويت*</p> <p>The shareholder right in discussing the assembly agenda topics, asking questions, and exercising the voting right *</p>	<p>Honorable shareholders have the right to discuss the topics included in the agenda of the Ordinary General Assembly and ask questions and vote on them through the Tadawulaty platform:</p> <p>www.tadawulaty.com.sa</p>
<p>تفاصيل خاصة التصويت الإلكتروني على بنود الجمعية*</p> <p>Details of the electronic voting on the Assembly's agenda *</p>	<p>All shareholders registered on Tadawulaty shall be able to remotely vote on the agenda items of the Ordinary General Assembly, which shall commence at 01:00 am on Saturday 09/05/2026 (corresponding to 22/11/1447) up to the end of the meeting. Registration and voting in Tadawulaty services shall be available for all shareholders free of charges through the following link: http://www.tadawulaty.com.sa</p>
<p>طريقة التواصل في حال وجود أي استفسارات*</p> <p>Method of Communication in Case of Any Enquiries *</p>	<p>For any inquiries about GA items, please contact the Shareholders Officer through:</p> <p>Phone: 0114515771 FAX: 0112066349</p> <p>Or through the following email: Shareholders.Affairs@saudichemical.com</p>

Statement of proposed cash dividends for fiscal year 2025

Item	Details
The Total amount distributed	84,320,000 SAR
Number of Shares Eligible for Dividends	843,200,000
Dividend per share	0.10 SAR
pentagon of Dividend to the Share Par (%) Value	10
Eligibility date	The eligibility for dividends will be for shareholders who own shares at the end of trading on the day of the company's general assembly and who are registered in the company's records with the Securities Depository Center Company (Edaa) at the end of the second trading day following the day of the company's general assembly.
Distribution date	These profits will be disbursed as of Sunday 24 May 2026 corresponding to 07 -12- 1447

The results of the annual review of the effectiveness of internal control and the audit committee's opinion on the adequacy of the company's internal control system.

First: Formation of the Audit Committee:

The General Assembly approved the selection of members of the Audit Committee for the period starting from 01/01/2025 AD and ending with the end of the current Council session on 12/31/2027 AD.

The Audit Committee held seven meetings during the year 2025, the details of which are as follows:

Name	Position	1st Meeting	2nd Meeting	3rd Meeting	4th Meeting	5th Meeting	6th Meeting	7 th Meeting	TOTAL
		17/02/2025	03/03/2025	08/05/2025	31/07/2025	02/09/2025	30/10/2025	31/12/2025	
Dr. Ahmed Al Hussain	Chairman	✓	✓	✓	✓	✓	✓	✓	7
Mr. Fahad Al Semaih	Member	✓	✓	✓	✓	✓	✓	✓	7
Mr. Abdullah Al Faifi*	Member	✓	✓	✓	✓	✓	✓	✓	7
Mr. Waleed Alomary*	Member	X	X	✓	✓	✓	✓	✓	5

**Members outside the Board of Directors*



Second: Independence and Responsibilities:

Internal Audit provides independent, objective services, with the aim of assisting the Board of Directors, the Audit Committee and the Executive Management in carrying out their responsibilities, with a high degree of efficiency and effectiveness, and is not subject to any influence by the Executive Management and has all powers to have full and unrestricted access to any records (printed or electronic) also the property and employees of the company, in accordance with what is required to perform its work. company, in accordance with what is required to perform its work.

The Internal Audit Department, when carrying out its work, adopts a systematic approach to evaluate and improve the effectiveness of internal control, in a way that enables it to achieve the company's objectives and protecting its assets. The scope of internal audit work includes examining the adequacy and effectiveness of the internal control system. The company and the quality of management, for the purpose of verifying whether the company's internal systems provide reasonable assurance of achieving the company's objectives.

Third: Audit Committee Meetings:

The Audit Committee of the SCCH held seven meetings in 2025 to implement the tasks assigned to it, in accordance with the regulations approved by the General Assembly, and in line with the Corporate Governance Regulations, the most important of which are the following:

- Study and discuss the audited annual consolidated financial statements and statements for the year 2024 and approve them after reviewing them with the company's management and the external auditor to ensure their accuracy, fairness, and compatibility with the approved accounting policies, approving them, and recommending to the Board of Directors to approve them and submit them to the General Assembly for approval.
- Study and discuss the initial consolidated quarterly financial statements for the year 2025 and approve them after reviewing them with the company's management and the external auditor and recommending them to the Board of Directors for their approval.
- Approval of the internal audit plan for the year 2025 based on the risk assessment after discussion and answering the committee's inquiries.
- Follow up on the implementation of the Internal Audit plan for the year 2025, which was approved by the Committee, discuss the periodic reports submitted by the Internal Audit Department, and follow up on the implementation of corrective actions.

- Study and discuss the External Auditor's Report and meet with them to verify the independence and effectiveness of the audit process, answer all inquiries, and ensure that there are no obstacles that may affect the progress of the work.
- Reviewing the evaluation of the offers submitted by the external auditors' offices who were invited with the approval of the committee, and recommending to the Board of Directors that they be presented to the General Assembly, to select an external auditor to audit the company's accounts and the company's quarterly and annual consolidated financial statements from among the applicants and determine his fees
- Follow up with executive management to enhance controls, risk management and governance work and activities.

Fourth: Audit Committee Opinion on Adequacy of Internal Controls

The Audit Committee throughout the year reviewed the internal control and oversight procedures performed by the Internal Audit Department in accordance with the approved plan. The committee also held numerous discussions both with the external audit and internal executive management teams on a quarterly and annual basis to evaluate business performance and review internal controls.

Based on the reports submitted and reviewed, the Audit Committee can provide reasonable assurance about the adequacy of the company's internal controls and did not find anything significant or material in the internal control system or policies. However, we note that no internal control system can provide absolute assurance against all potential risks. The committee recommends that the company continues to update its systems, policies and procedures to enhance the control environment and mitigate risks.

There are no recommendations from the Audit Committee that conflict with the decisions of the Board of Directors, or the Board rejected any of the recommendations that the Committee submitted to the Board during the year 2025.



Form (1) Resume

A) Personal information of the Nominated Member						
Full name		Ghassan Abdulrahman Hamed Al-Shibl				
Nationality		Saudi		Date of Birth		31/12/1959
B) Academic Qualifications of the Nominated Member						
se	Qualification	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Doctoral Degree	Engineering Management	13/05/1990	George Washington University in the United States of America		
2	Master's Degree	Engineering Management	13/09/1986	George Washington University in the United States of America		
3	Bachelor's Degree	Civil Engineering	29/06/1982	King Saud University		
C) Work Experience of the Nominated Member						
Period		Experience				
01/12/2018 to 17/08/2025		Advisor at the General Secretariat of the Council of Ministers				
17/12/2019 to 17/08/2025		Member of the Council of Economic and Development Affairs				
19/03/2019 to 25/02/2024		Vice Chairman of the Board of Directors of the Company Saudi Arabian Military Industries (SAMI)				
01/02/2017 to 30/06/2018		Chief Executive Officer of Advanced Electronics Company				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
se	Company name	Main activity	Membership type (executive, non-executive, independent)	Appointment method (nominee as a shareholder, appointed by a shareholder who has the right of appointment under the company's articles of association, nominated by a shareholder)	The name of the committee in which it is a member	The legal form of the company
1	Saudi Information Technology Company. (SITE)	Provides technology solutions and cybersecurity services for government and private sectors.	Member of Board of Directors	Pursuant to the Company's Articles of Association	Audit Committee	Closed Joint-Stock Company