



ARTEX INDUSTRIAL INVESTMENT CO.

Ordinary General Assembly Meeting 2026



Date

24/6/2026



Day

Wednesday

Time **7:30** PM



Remote via modern technology
means



Agenda

#	Items
1.	Review and discuss the board of director's report for the fiscal year ended December 31 2025.(Attached)
2.	Vote on the company's External Auditor's Report for the fiscal year ended December 31, 2025 after discussion.(Attached)
3.	Review and discuss the consolidated financial statements for the fiscal year ended December 31,2025. (Attached)
4.	vote on the appointment of the company's external auditor from among the nominees recommended by Audit Committee, for the purpose of examining, reviewing and Auditing the financial statements for the second and third quarters and the annual financial statements of fiscal year 2026, as well as the first quarter of fiscal year 2027, and to determine the auditor's fees.
5.	Vote on the transaction and contracts to be held between the company and Al-Abdullatif furniture company, in which Mr. Suleiman Omar Al-Abdullatif, Mr. Abdullatif Omar Al-Abdullatif, Mr. Fahad Omar Al-Abdullatif an indirect interest, which are sales mainly wholes of carpet and rug products, noting that the nature of the relationship doesn't differ from dealings with debtors and ordinary commercial creditor and doesn't have any special advantages or conditions, and the duration of these works is renewed annually by the General Assembly, noting that the value of these sales has reached during the fiscal year 2025 (36,258) Thousands Riyals. (Attached)
6.	Vote on the amendment of the Remuneration and Attendance Allowance policy for the Board of Directors, Committees and executive. (Attached)
7.	vote on authorizing the Board of Directors with the power of the Ordinary General Assembly to grant the authorization stipulated in paragraph (1) of article (27) of the Companies Law, for a period of one year from the date of the approval of the Ordinary General Assembly or until the end of the term of the delegated Board of directors, whichever occurs earlier, in accordance with the conditions set forth in the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
8.	Voting to disburse the amount of 100,000 Riyals as a reward for each member of the of the Board of directors, for the financial year ending December 31,2025 expect Mr. Suleiman Omar Al-Abdullatif, Mr. Abdullatif Omar Al-Abdullatif, Mr. Fahad Omar Al-Abdullatif waived their memberships reward in the Board of Directors for the year 2025.
9.	Vote on discharging the members of the Board of Directors from liability for the fiscal year ended December 31,2025.

Annual Board of Directors Report for the year 2025

Auditor's report on the company's accounts and financial statements for the fiscal year 2025



Audit Committee Report to the General Assembly for the year ended 31/12/2025

The Audit Committee of Artex Industrial Investment Company is pleased to present to the company's esteemed shareholders its annual report for the fiscal year ending December 31, 2025. This report has been prepared by the Audit Committee in accordance with the new Companies Law. The Committee expresses its opinion regarding the adequacy of the Company's internal control system and summarizes the activities performed within its scope of authority, and paragraph (1) of Article (88) of the Corporate Governance Regulations issued by the Capital Market Authority, which stipulates that the Audit Committee's report must include details of its performance of its functions and tasks stipulated in the Companies Law and its implementing regulations, and must include its recommendations and opinion on the adequacy of the company's internal, financial, and risk management systems.

Committee Composition:

Feras Khaled Al-Bawardi,	Chairman of the Committee
Saleh Hassan Al-Sheikh,	Member of the Committee
Abdul Aziz Mohammed Al-Suwaidan,	Member of the Committee
Mohammad Abdullah Al-Rasheed	Member of the Committee
Ayman Abdulrahman Mansour	Secretary of the Committee

Audit Committee Meetings During 2025:

The Audit Committee held (9) meetings during 2025. The following table shows the names and positions of the committee members and their attendance at the meetings held:

M	Name	06/02	06/03	16/03	25/03	26/03	12/05	30/06	06/08	06/11
1	Feras Khaled Al- Bawardi	✓	✓	✓	✓	✓	✓	✓	✓	✓
2	Saleh Hassan Al-Sheikh	✓	✓	✓	✓	✓	✓	✓	✓	✓
3	Abdul Aziz Mohamad Al-Suwaidan	✓	✓	✓	✓	✓	✓	✓	✓	✓
4	Mohammad Abdullah Al-Rasheed	✓	✓	✓	✓	✓	✓	✓	✓	✓

Scope of Business

Financial Reports:

1. Reviewing the Company's interim and annual financial statements prior to their submission to the Board of Directors, and providing opinions and recommendations to ensure their integrity, accuracy, and transparency.
2. Providing opinions regarding the scope of the external auditor's work, including any deficiencies or observations identified.
3. Submitting recommendations to the Board of Directors regarding the appointment of the Company's external auditor and determining their fees.
4. Verifying the independence and objectivity of the external auditor.
5. Reviewing the external auditor's reports and observations.
6. Reviewing and evaluating the effectiveness of the Company's internal and financial control systems.
7. Reviewing any significant matters deemed necessary by the Audit Committee for inclusion on the Board of Directors' agenda.
8. Reviewing the Company's accounting policies and providing recommendations thereon to the Board of Directors.

Internal Audit:

1. Studying and reviewing the company's internal and financial control systems.
2. Analyzing internal audit reports and following up on the implementation of corrective actions for the observations contained therein.
3. Supervising the performance of internal audit activities and compliance, including providing the necessary resources and addressing deficiencies and observations.
4. Providing recommendations regarding the appointment or removal of the internal auditor and define their duties and responsibilities.
5. Studying and reviewing the company's internal control tools and performance, and preparing a written report including the committee's opinion on the adequacy of internal controls, and include this in the Board of Directors' report.

External Auditor:

1. Submitting recommendations to the Board of Directors regarding the nomination and termination of auditors, determining their fees, and evaluating their performance after verifying their independence and qualifications, and reviewing their scope of work and contractual terms.
2. Verifying the independence and objectivity of the auditors and monitoring their audit activities, taking into account relevant rules and standards.
3. Reviewing the quality of the Company's accounting practices and the actions taken in this regard, assessing the adequacy of oversight procedures, and providing the Committee's opinion on these matters.
3. Reviewing the auditors' reports and their comments on the financial statements.

Compliance Enforcement:

1. Reviewing the findings and observations of regulatory authorities' reports and ensuring that the company has taken the necessary corrective actions.
2. Verifying the company's compliance with relevant regulations, policies, and instructions.
3. Reviewing proposed related-party transactions and contracts and submitting recommendations and opinions thereon to the Board of Directors
- 4.

The Audit Committee's Opinion on the Adequacy of the Company's Internal Control System for Risk Management

Based on the reports of the external auditor, internal audit findings, and the external auditor's management letter related to the audit of the financial year ended December 31, 2025, the Audit Committee identified certain observations related to the Company's internal control environment, particularly in operational and technical areas. The Committee notes that these observations were included in the management letter issued as part of the normal audit process and are intended to support management in enhancing control efficiency and continuously improving the internal control environment.

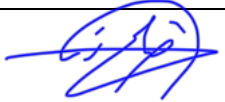
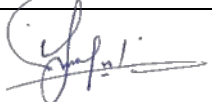


The executive management of Artex has developed a comprehensive corrective action plan to address these observations, including several improvement initiatives, most notably the implementation of an Enterprise Resource Planning (ERP) system and the enhancement of related procedures and controls. The Audit Committee regularly monitors the progress of the corrective action plan and emphasizes the importance of completing the implementation within the approved timeline.

Based on the foregoing, the Committee believes that, while certain aspects of the Company's internal control system require further enhancement, ongoing efforts are being undertaken to improve its efficiency and effectiveness. The Committee has not received any information indicating the existence of any material weakness that would affect the fairness or integrity of the Company's financial statements.

Auditor's Opinion on the Financial Results for the Year Ended 31-12-2025

The Audit Committee reviewed the qualified opinion issued by the external auditor regarding the inability to obtain sufficient appropriate audit evidence supporting the valuation of the investment in the associate company, Red Sea Cables Company. The Committee discussed the matter with both management and the external auditor and reviewed the efforts undertaken to obtain the required financial information. The external auditor explained that the qualification resulted from the limited availability of reliable financial information from the associate company.

The Committee directed management to strengthen coordination with associate and subsidiary companies and to implement measures that ensure the timely provision of accurate financial information in the future.

Saleh Hassan Al Sheikh (Member)		Abdul Aziz Mohammed Al-Suwaidan (Member)	
Mohammad Abdullah Al-Rasheed (Member)		Feras Khaled Al- Bawardi (Chairman)	

Date: 31 March 2026

To shareholders of Artex Industrial Investment Company
Subject: notice from the Board of Directors to the General Assembly Meeting

التاريخ: ٣١ مارس ٢٠٢٦ م

إلى مساهمين شركة أرتيكس للاستثمار الصناعي
الموضوع: تبليغ من مجلس الإدارة إلى اجتماع الجمعية العامة

We reference to Article (71) of the companies Law, we would like to inform you that during the fiscal year 2025, ARTEX Industrial Investment Company to enter into commercial contracts and transactions in which some members of the Board of Directors an interest (directly or indirectly), according to the attached report which dealt with in the light of the relevant regulations. Also disclosed in the company's annual report for 2025, according to the regulatory requirements, noting that the company in such dealing follow the same terms and commercial basis followed with others without any preference

According to the relevant regulatory requirements, the auditors of the company was requested to prepare a report by the company's external auditor regarding these works and contracts to be presented to the General Assembly and include in the agenda of Assembly, the nature of the transactions with these party is as follow

بالإشارة إلى المادة (٧١) من نظام الشركات نود إبلاغكم بأنه خلال العام المالي ٢٠٢٥ م قامت شركة أرتيكس للاستثمار الصناعي بالدخول في عقود ومعاملات تجارية كان لبعض أعضاء مجلس لإدارة مصلحة فيها (بطريقة مباشرة أو غير مباشرة) والتي تم التعامل معها في ضوء الأنظمة ذات العلاقة.

كما تم الإفصاح عنها في التقرير السنوي للشركة لعام ٢٠٢٥ م حسب المتطلبات النظامية، علماً بأن الشركة في مثل هذه التعاملات تتبع نفس الشروط و الاسس التجارية المتبعة مع الغير و دون اي تفضيل.

وحسب المتطلبات النظامية ذات العلاقة ، طلب من مراجع حسابات الشركة الخارجي اعداد تقرير من قبله بشأن هذه الاعمال و العقود لعرضة على الجمعية العامة والمرفق في جدول اعمال الجمعية ، وتتمثل طبيعة المعاملات مع هذه الاطراف فيما يلي :

Name	Relationship
Al-Abdullatif Furniture Company	Facility managed by Mr. Suleiman Omar Al-Abdullatif (General Manager company Furniture Abdullatif and Board member) He is Chairman of the Board of Directors of ARTEX Industrial Investment Company, Mr. Abdul Latif Omar Al-Abdul-Latif and Mr. Fahd Omar Al-Abdul-Latif are also members of the Board of Directors of Al-Abdullatif Furniture Company (closed contribution) (indirect relationship).

العلاقة	الاسم
منشأة تدار من قبل الاستاذ / سليمان بن عمر العبد اللطيف المدير العام لشركة مفروشات العبد اللطيف وعضو بمجلس الادارة و هو رئيس مجلس ادراة شركة ارتيكس للاستثمار الصناعي حالياً و الاستاذ / عبد اللطيف بن عمر العبد اللطيف عضو في مجلس ادارة شركة مفروشات العبد اللطيف و الاستاذ / فهد بن عمر العبد اللطيف عضو في مجلس ادارة شركة مفروشات العبد اللطيف (مساهمة مقللة) (علاقة غير مباشرة).	شركة مفروشات العبد اللطيف

The terms for dealing with the relevant parties were as follow:

Commercial transactions with related parties are conducted in accordance with the terms of normal dealing, which are no differ from dealing with ordinary debtors and commercial creditors and there are no other advantages.

A detailed explanation of the type of dealings carried out with these parties, which are as follows:

Sales to related party (Abdullatif Furniture Company)

Sales mainly consist of wholesale of carpet and carpet materials, knowing that all dealings with the relevant party It doesn't differ from dealings with debtors and ordinary commercial creditors, as mentioned in the conditions of dealing with the relationship, and it doesn't have any special advantages, and the duration of these works is one year renewed annually by the General Assembly, and the value of sales during the fiscal year 2025 Amount (36,258) thousand Riyals.







In accordance with the provisions of relevant regulations, the Board of Directors recommended to the General Assembly requesting approval of the works and contracts that will be carried out during the next year, which relate to the company's activity and don't include any preferential terms.

شروط التعامل مع الاطراف ذوي العلاقة كانت كما يلي

يتم اجراء المعاملات التجارية مع الجهات ذات العلاقة وفقاً لشروط التعامل العادي و التي لا تختلف عن التعاملات مع المدينين و الدائنين التجاريين العاديين و لا يوجد اي مزايا اخرى

شرح تفصيلي لنوع التعاملات التي تمت مع الاطراف و هي كالتالي :
المبيعات الى طرف ذو علاقة (شركة مفروشات العبد اللطيف)

تتكون المبيعات بشكل رئيسي من البيع بالجملة لمواد السجاد و الموكيت مع العلم بان جميع التعاملات مع الطرف ذو العلاقة لا تختلف عن التعاملات مع المدينين و الدائنين التجاريين العاديين كما ذكرنا في شروط التعامل مع العلاقة و لا يوجد لها اي مزايا خاصة، و مدة هذه الاعمال سنة تجدد سنويا من الجمعية العمومية وقد بلغت قيمة المبيعات خلال العام المالي ٢٠٢٥ م مبلغ (٣٦,٢٥٨) الف ريال و عليه ، و عملاً باحكام الانظمة ذات العلاقة يوصي مجلس الاداره الجمعية العامة بطلب الموافقة على الاعمال و العقود التي ستم خلال العام القادم و التي تتعلق بنشاط الشركة و لا تتضمن اي شروط تفضيلية.

	فهد بن عمر العبد اللطيف (عضو مجلس الإدارة) Fahd Omar Al-Abdullatif		عبد اللطيف بن عمر العبد اللطيف (العضو المنتدب) Abdul Latif Omar Al Abdul Latif
	سمير بن محمود حداد (عضو مجلس الإدارة) Samir Mahmoud Haddad		ماجد بن عبدالرحمن العسيلان (نائب رئيس مجلس الإدارة) Majed Abdulrahman Al-Aosilan
	محمد بن عبدالله الرشيد (عضو مجلس الإدارة) Muhammad Abdullah Al-Rashid		فiras بن خالد البواردي (عضو مجلس الإدارة) Firas Khalid Al-Bawardi
	سليمان بن عمر العبد اللطيف (رئيس مجلس الإدارة) Sulayman Umar al-Abdul-Latif		

ARTEX

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Independent Chartered Accountant's Report for Limited Assurance

To the Shareholders
Artex Industrial Investment Company
Saudi Joint-stock Company
Riyadh - Kingdom of Saudi Arabia

Limited Assurance Report on the Statement Submitted by the Board of Directors to the Shareholders

We have performed a limited assurance engagement to determine whether something has come to our attention that causes us to believe that the statement indicated in the subject matter paragraph below has not been fairly reported and presented, in all material respects, in conformity with the applicable regulations set out below.

Subject Matter

The subject matter of this limited assurance engagement pertains to the statement submitted by the Board of Directors of Al Abdullatif Industrial Investment Company (the "Company") to the General Assembly of Shareholders concerning the works and contracts in which any member of the Company's Board of Directors has a direct or indirect interest during the year ended 31 December 2025 (the "Statement") - **Annex 1**. This statement has been prepared in accordance with the applicable regulations mentioned below to comply with the requirements of Article (71) of the Companies Law.

Applicable Regulations

The applicable regulations are the requirements of Article (71) of the Companies Law issued by Royal Decree No. M/132 dated 01/12/1445H corresponding to 30/06/2024, concerning the disclosure of interest in works and contracts, which states: "In compliance with the provisions of Article (27) of the Law, a board member must immediately notify the board upon becoming aware of any interest, direct or indirect, in the company's works and contracts. This notification must be recorded in the minutes of the board meeting. This member is prohibited from participating in the vote on the resolution related to this matter in the board and general assemblies. The board must inform the general assembly at its next meeting about the works and contracts in which a board member has a direct or indirect interest, attaching to this notification a special report from the company's auditor prepared according to the auditing standards adopted in the Kingdom."

Inherent Limitations and Specific Purpose

This limited assurance engagement pertains only to the statement submitted by the company's board of directors for the year ended 31 December 2025. It should not be construed as providing assurance or conclusions on any contracts or transactions not included in the Board's statement, nor on contracts or transactions conducted during periods other than the mentioned reporting period.

This report, including our conclusion, was prepared at the request of the company's management to assist the company and its Board of Directors in meeting the requirements of Article (71) of the Companies Law. The report should not be used for any other purpose, nor distributed or quoted or referred to any other parties without our prior consent, except for the Ministry of Commerce, the Capital Market Authority, and the company's Shareholders to the extent permitted by law. We do not accept or assume any responsibility to any external party.

Management Responsibilities

The management is responsible for the preparation and fair presentation of the information contained in the statement in accordance with the applicable regulations. They are also responsible for designing, implementing, and maintaining internal control as they deem necessary to enable the preparation and fair presentation of the statement's information, free from material misstatement, whether due to fraud or error.

Independent Chartered Accountant's Report for Limited Assurance

To the Shareholders
Artex Industrial Investment Company
Saudi Joint-stock Company
Kingdom of Saudi Arabia– Riyadh

Limited Assurance Report on the Statement Submitted by the Board of Directors to the Shareholders...
(Continued)

Responsibilities of the Chartered Accountant

Our responsibility is to provide a limited assurance conclusion on the above subject matter based on the limited assurance engagement we performed in accordance with International Standard on Assurance Engagements (3000) "Assurance Engagements Other than Reviews or Examinations of Historical Financial Information" as 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 Board of Directors' Statement for the year ended 31 December 2025 has not been prepared, in all material respects, in conformity with the requirements of Article (71) of the Companies Law.

Our procedures are designed to obtain a level of limited assurance that is appropriate to provide a basis for our conclusion. In determining the nature and extent of the procedures performed, we considered the method used in preparing the information in the Statement, and exercised professional judgment in planning and performing the limited assurance engagement, including assessing the risks of material misstatement in the information within the Statement, whether due to fraud or error, and the appropriateness of the information and evidence obtained.

Quality Management and Ethical Requirements

We apply International Standard on Quality Management (ISQM) 1, as endorsed in the Kingdom of Saudi Arabia, which requires us to design, implement, and operate a system of quality management, including policies or 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) as endorsed in the Kingdom of Saudi Arabia, which are relevant to our limited assurance engagement.

Summary of the performed procedures

We planned and performed the following procedures to obtain limited assurance on the Company's compliance with the requirements of Article (71) of the Companies Law in preparing the Statement. Our procedures included the following:

- We discussed with management the procedures followed for any member of the Company's Board of Directors to engage in works and contracts.
- We obtained the attached Statement that includes a list of all works and contracts in which any member of the Company's Board of Directors has a direct or indirect interest for the year ended 31 December 2025.
- We examined the minutes of the Board of Directors' meetings, which indicate the notification of Board members about the works and contracts in which any member of the Company's Board of Directors has a direct or indirect interest for the year ended 31 December 2025, and that the Board member did not vote on the decision issued in this regard during the Board meetings.
- We examined the representations obtained from management regarding the contracts and transactions concluded in which any member of the Company's Board of Directors has a direct or indirect interest for the year ended 31 December 2025.
- We examined the alignment of the transactions and agreements listed in the Statement with the disclosures in the audited financial statements for the year ended 31 December 2025.

The procedures performed in a limited assurance engagement vary in nature, timing, and extent from those applied in a reasonable assurance engagement. As a result, the level of assurance obtained in a limited assurance engagement is significantly lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. In our opinion, the procedures we have performed and the evidence we have obtained are sufficient and appropriate to provide a basis for our limited assurance conclusion.

Independent Chartered Accountant's Report for Limited Assurance

To the Shareholders
Artex Industrial Investment Company
Saudi Joint-stock Company
Kingdom of Saudi Arabia- Riyadh

Limited Assurance Report on the Statement Submitted by the Board of Directors to the Shareholders...
(Continued)

Limited Assurance Conclusion

Based on the procedures performed and the evidence obtained, nothing has come to our attention that causes us to believe that the attached Board of Directors' Statement is not fairly presented, in all material respects, in accordance with the applicable regulations (Article 71 of the Companies Law).

For El Sayed El Ayouty & Co.



Abdullah A. Balamesh
Certified Public Accountant
License No. (345)

Riyadh on: 12 Shawal 1447H
Corresponding to: 31 March 2026



Amendment of the policy for Board of Director's Committees and Executive Management's Remuneration and Attendance Allowances

The following table includes the Article proposed to be amended, it should also be noted that the amendments made are categorized according to the highlighted color as follows:

- Amendments highlighted in **Red** indicate the deletion of all or part of the articles in the policy
- Amendments highlighted in **Green** indicate the addition of a new article in full or the addition of certain parts to the articles in the policy

Text of the Article before Amendment	Text of the Article after Amendment
Article Seven : Details of the Remuneration of Board Members and Committees	
<p>A. Board Member</p> <p>1.Payment of an attendance allowance of 3000 Riyals for each session attended.</p> <p>2.providing hotel accommodation reservations for Member traveling from outside Riyadh to attend the meeting.</p> <p>3.providing business Class flight tickets for members traveling from outside Riyadh.</p> <p>4.granting an annual bonus to each member of the Board not exceeding 100,000 Riyals after approval by the General Assembly.</p> <p>B. Committee Members</p> <p>1.Payment of an attendance allowance of 2000 Riyals for each session attended, and payment of bonuses to committee members as follows:</p> <p>-15,000 Riyals annually for each member within the board</p> <p>-20,000 Riyals annually for each member from outside the board</p> <p>The policy shall be implemented from the date of its adoption by the General Assembly of shareholders. Any proposed amendments shall be presented to the Board of Directors, which shall review them and approval, the payment of bonuses to members of committee emanating from the Board at the end of each Gregorian fiscal year.</p>	<p><u>A. Board Member</u></p> <p>1.Payment of an attendance allowance of 3000 Saudi Riyals for each session attended.</p> <p>2.providing hotel accommodation reservations for Member traveling from outside Riyadh to attend the meeting.</p> <p>3.providing business Class flight tickets for members traveling from outside Riyadh.</p> <p>4.Each Member of the Board of Directors shall be entitled to an annual remuneration of (150) thousand Saudi Riyals.</p> <p>5.The chairman of the Board of Directors shall be entitled to an annual remuneration of (200) thousand Saudi Riyals.</p> <p><u>B. Committee Members</u></p> <p>1.Payment of an attendance allowance of 2000 Saudi Riyals for each session attended</p> <p>2. Each member of the Committee is entitled an annual remuneration of (30) thousand Saudi Riyals</p> <p><u>c.</u> The policy shall be implemented from the date of its adoption by the General Assembly of shareholders. Any proposed amendments shall be presented to the Board of Directors, which shall in turn review such amendments and submit them to the General Assembly for approval.</p>