

Extraordinary General Assembly Meeting



RETAL



Jun 2026

RETAL.COM.SA

General Assembly Items


#	Item
1	Reviewing and discussing the Board of Directors' report for the fiscal year ending on December 31, 2025.
2	Voting on the Company auditor's report for the fiscal year ending on December 31, 2025, after discussing it.
3	Reviewing and discussing the financial statements for the fiscal year ending on December 31, 2025.
4	Voting on the appointment of the Company's external auditor from among the Nominees based on the recommendation of the Audit Committee, to examine, review, and audit the financial statements for Q2 and Q3 and the annual financial statements for the fiscal year 2026, as well as the first quarter of 2027, and determine their fees.
5	Voting on the disbursement of SAR (2,082,506.85) to the Members of the Board of Directors as remuneration for the fiscal year ending on December 31, 2025.
6	Voting on the clearance of the Board of Directors from liability for the fiscal year ending on December 31, 2025.
7	Voting to authorize the Board of Directors to distribute interim dividends on a semi-annual or quarterly basis for the fiscal year 2026.
8	Voting on authorizing the Board of Directors to exercise the authority of the Ordinary General Assembly to authorize the Company 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 term of the delegated Board of Directors, whichever occurs earlier, in accordance with the conditions set out in the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
9	Voting on authorizing the Board of Directors to exercise the authority of the Ordinary General Assembly to authorize the licenses mentioned in paragraph (2) of Article Twenty-Seven of the Companies Law for a period of one year from the date of approval by the General Assembly or until the end of the term of the authorized Board of Directors, whichever is earlier, for the works and activities related to real estate development, construction, and general construction of residential, non-residential, and governmental buildings, real estate leasing, buying, selling, and dividing real estate, off-plan sales activities, real estate management, real estate brokerage, engineering consulting, real estate activities, and general cleaning of buildings.
10	Voting on the amendment of the Remuneration Policy for the Board of Directors, Committees, and Executive Management. (Attached)
11	Voting on the Company's purchase of a maximum number of its shares (2,000,000) shares for the purpose of allocating them to the Company's Employees within the "Long-Term Employee Incentive Program." The purchase will be financed from the Company's own resources, and delegating the Board of Directors - or its delegate - to complete the purchase process within a maximum period of (18) months from the date of approval by the Extraordinary General Assembly. The Company may hold the purchased shares for a period not exceeding (4) years from the date of approval of the Extraordinary General Assembly, and once the 4 years period lapses, the Company will follow the procedures and controls stipulated in the relevant laws and regulations. (Attached)

General Assembly Items

#	Item
12	Voting on the businesses and contracts to be conducted between the Company and RC Beach Real Estate Fund, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, Eng. Abdullah Faisal AlBraikan, Mr. Fahd Abdulrahman AlMojel, and former Board Member Mr. Ali Abdullatif AlFozan have an indirect interest, consisting of revenues. The total transactions conducted during 2025 amounted to SAR (14,109,230), all of which were revenues, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
13	Voting on the businesses and contracts to be conducted between the Company and Ramal Park Fund, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, Eng. Abdullah Faisal AlBraikan, and Mr. Fahd Abdulrahman AlMojel have an indirect interest, consisting of revenues. The total transactions conducted during 2025 amounted to SAR (89,895,857), all of which were revenues, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
14	Voting on the businesses and contracts to be conducted between the Company and Wajha Alpha for Investment Company (Ewan Tharwa), in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, and Mr. Fahd Abdulrahman AlMojel have an indirect interest, consisting of revenues. The total transactions conducted during 2025 amounted to SAR (10,034,818), all of which were revenues, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
15	Voting on the businesses and contracts to be conducted between the Company and Bawan Metal Industries Company, in which the Board Members Mr. Abdullah Abdullatif AlFozan and Mr. Fozan Mohammed AlFozan have an indirect interest, consisting of contract costs and services/allocated expenses. The total transactions conducted during 2025 amounted to SAR (14,964,600), all of which were contract costs and services/allocated expenses, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
16	Voting on the businesses and contracts to be conducted between the Company and Madar Building Materials Company Limited, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, and former Board Member Mr. Ali Abdullatif AlFozan have an indirect interest, consisting of contract costs and services/allocated expenses. The total transactions conducted during 2025 amounted to SAR (112,611,974), all of which were contract costs and services/allocated expenses, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
17	Voting on the businesses and contracts to be conducted between the Company and Madar Electrical Materials Company Limited, in which the Board Members Mr. Abdullah Abdullatif AlFozan and Mr. Fozan Mohammed AlFozan have an indirect interest, consisting of contract costs and services/allocated expenses. The total transactions conducted during 2025 amounted to SAR (17,710,273), all of which were contract costs and services/allocated expenses, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
18	Voting on the businesses and contracts to be conducted between the Company and Specialized Construction Company Limited, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Eng. Abdullah Faisal AlBraikan, and former Board Member Mr. Abdulrahman Ibrahim AlJalal have an indirect interest, consisting of contract costs and services/allocated expenses. The total transactions conducted during 2025 amounted to SAR (458,094,179), all of which were contract costs and services/allocated expenses, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)

General Assembly Items

#	Item
19	Voting on the businesses and contracts to be conducted between the Company and Business Complex Fund, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, Eng. Abdullah Faisal AlBraikan, Mr. Fahd Abdulrahman AlMojel, and former Board Member Mr. Ali Abdullatif AlFozan have an indirect interest, consisting of dividends received from an associate company. The total transactions conducted during 2025 amounted to SAR (77,370,343), all of which were dividends received from an associate company, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
20	Voting on the businesses and contracts to be conducted between the Company and Saudi Tharwa Company, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Eng. Abdullah Faisal AlBraikan, and Mr. Fahd Abdulrahman AlMojel have an indirect interest, consisting of dividends received from an associate company. The total transactions conducted during 2025 amounted to SAR (11,850,000), all of which were dividends received from an associate company, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
21	Voting on the businesses and contracts to be conducted between the Company and Al-Ahsa Real Estate Fund, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, Eng. Abdullah Faisal AlBraikan, Mr. Fahd Abdulrahman AlMojel, and former Board Member Mr. Ali Abdullatif AlFozan have an indirect interest, consisting of dividends received from an associate company. The total transactions conducted during 2025 amounted to SAR (14,226,932), all of which were dividends received from an associate company, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
22	Voting on the businesses and contracts to be conducted between the Company and Al Oula Real Estate Development Company, in which the Board Members Mr. Abdullah Abdullatif AlFozan, Mr. Fozan Mohammed AlFozan, and former Board Member Mr. Ali Abdullatif AlFozan have an indirect interest, consisting of the purchase of fixed assets. The total transactions conducted during 2025 amounted to SAR (25,177,268), all of which were purchases of fixed assets, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
23	Voting on the businesses and contracts to be conducted between the Company and Building Construction Company Limited, in which the Board Member Eng. Abdullah Faisal AlBraikan has an indirect interest, and former Board Member Mr. Abdulrahman Ibrahim AlJalal, consisting of contract costs and services/allocated expenses. The total transactions conducted during 2025 amounted to SAR (2,035,427,439.69), all of which were contract costs and services/allocated expenses, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)
24	Voting on the businesses and contracts to be conducted between the Company and Building Construction Company Limited, in which the Board Member Eng. Abdullah Faisal AlBraikan has an indirect interest, and former Board Member Mr. Abdulrahman Ibrahim AlJalal, consisting of dividends paid to non-controlling interests. The total transactions conducted during 2025 amounted to SAR (19,000,000), all of which were dividends paid to non-controlling interests, and were carried out on commercial terms without any preferential conditions or benefits. (Attached)



BUILD
FOR
*Gene-
rations*

800 3030 888

info@retal.com.sa

retal.com.sa