

Arabian Centres Company "Cenomi Centers"

AGM Agenda - June 30, 2026

1. Reviewing the Board of Directors Report for the financial year ending 31-Dec-2025 and discussing it.
2. Voting on the Company's Auditor's Report for the financial year ending 31-Dec-2025, after discussing it.
3. Reviewing the Company's Financial Statements for the financial year ending 31-Dec-2025 and discussing it.
4. Voting on discharging the Board of Directors members from their liabilities related to the management of the company during the financial year ended 31-Dec-2025.
5. Voting on delegating the Board of Directors to distribute interim dividend, either semi-annually or quarterly, for the upcoming financial year ending on 31-Dec-2026.
6. Voting on appointing the External Auditor of the Company among the nominees based on the recommendation of the Audit Committee, to review and audit the Company's quarterly and annual financial statements for the second, third and annual periods of fiscal year 2026 in addition to the first quarter of fiscal year 2027 and determine their fees.
7. Voting on the payment of a remuneration amounting to SAR 4,794,044 to the members of the Board of Directors for the financial year ended 31 December 2025.
8. Voting on delegating the AGM authority to approve related parties' transactions to the Board of Directors, as stated in paragraph (1) of Article 27 of the Companies Law, for a period of one year from the date of the AGM's approval or until the end of the Board of Directors term, whichever is earlier, and according to the conditions stated in the "Implementing Regulations of the Companies Law for Listed Joint Stock Companies".
9. Voting on delegating the AGM authority to approve in accordance with the license mentioned in paragraph (2) of Article 27 of the Companies Law, for a period of one year from the date of the AGM's approval or until the end of the Board of Directors term, whichever is earlier, this includes the activities of establishing, operating, developing, leasing, and managing malls and commercial centers.
10. Vote on Business dealings and contracts that took place between the Company and the Lynx Contracting Company, where Mr. Fawaz Alhokair (Non-Executive), Eng. Salman Alhokair (Non-Executive) and Mr. Kamel Alqalam (Executive) have an indirect interest, and Mr. Abdulmajeed Albasri (Non-Executive) whose membership on the Board of Directors at Lynx Contracting Company ended on January 16, 2025, and board membership at Cenomi Centers ended on June 18, 2025. These dealings and contracts relate construction & development contracts, in the amount of 1,625,394,169 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)

11. Vote on Business dealings and contracts that took place between the Company and the **Fawaz Abdulaziz Alhokair and Co. and its subsidiaries**<sup>1</sup>, where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Abdulaziz Alhokair (Non-Executive) had an indirect interest, and Mr. Abdulmajeed Albasri (Non-Executive) whose membership on the Board of Directors of Cenomi Centers ended on June 18, 2025. These dealings and contracts relate lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom, in the amount of 184,813,475 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)
12. Vote on Business dealings and contracts that took place between the Company and **Tadaris Alnajid Security Company**, where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest in it. These dealings and contracts relate are security services contracts for all the commercial centers of the Company, in the amount of 46,827,047 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)
13. Vote on Business dealings and contracts that took place between the Company and **Muvi Cinema Company**, where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest. These dealings and contracts relate lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom, in the amount of 306,220 Saudi Riyals for the fiscal year ended on December 31, 2025. In addition to the capital expenditures charge to the related party and Marketing Expenses charge by related party amounted to 6,440,000 and 17,474,163 Saudi Riyals respectively. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)
14. Vote on Business dealings and contracts that took place between the Company and the **Muvi Real Estate Company**, where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest. These dealings and contracts relate lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom, in the amount of 35,250,896 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)
15. Vote on Business dealings and contracts that took place between the Company and the **Sala Entertainment Company**, where Eng. Salman Alhokair (Non-Executive) has an indirect interest in it. These dealings and contracts relate lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom, in the amount of 21,560,397 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)
16. Vote on Business dealings and contracts that took place between the Company and the **Abdulmohsen Alhokair for Tourism & Development Group**, where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest. These dealings and contracts relate lease contracts for rental spaces in several commercial centers of the Company in various

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<sup>1</sup> The amount of transactions with "Fawaz Abdulaziz Alhokair and Co. and its subsidiaries" represents transactions with Fawaz Abdulaziz Alhokair and its following subsidiaries; Al Waheedah Equipment Co. Ltd, Haifa B. Al Kalam & Partners Co. International for Trading, Saudi Retail Co. Ltd, Wahba Trading Company Limited and Unique Technology Trading Company, Neski Trading Company, innovative union, Food Gate.

cities of the Kingdom, in the amount of 25,327,409 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)

17. Vote on Business dealings and contracts that took place between the Company and the Support Maintenance & Cleaning Co., where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest in it. These dealings and contracts relate cleaning services contracts for all the commercial centers of the company, in the amount of 36,847,615 Saudi Riyals for the fiscal year ended on December 31, 2025. It should also be noted that these transactions are carried out on a commercial basis (there are no preferential terms). (Attached)

# **Arabian Centers**

**Audit Committee**

**Annual Report to Shareholders**

**For the Financial Year 2025**

**(January 1, 2025 to December 31, 2025)**

**Presented at the**

**General Assembly**

**Report Date**

**16 April 2026**

# AUDIT COMMITTEE REPORT TO THE SHAREHOLDERS of ARABIAN CENTERS

## For the Financial Year 2025

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### INTRODUCTION

This report summarizes the Audit Committee (AC) activities from January 1, 2025, to December 31, 2025 and how it has discharged its duties towards the shareholders of Cenomi Centres (CC).

The current audit committee is composed of three members:

- Mr. Turki AlDayel (AC Chairperson- Independent Board member)
- Mr. Yanal Soudi (Independent)
- Mr. Zaher Fattouh (Non Executive)

The Committee was formed by the Board of Directors on June 19, 2025 for a four-year term ending June 18, 2029.

It should be noted that the current report also includes in part the work of the previous committee, which ended its session on June 18, 2025, and consisted of three members:

1. Mr. Fahad Al-Khorayef (Chairman ) (Independent)
2. Mr. Turki Aldayel (Independent Board Member)
3. Mr. Wissam Moukahal (Independent)

CC is compliant with article 54 of Capital Market Authority (CMA) Corporate Governance Regulations, which require the audit committee to have at least one independent director and that no executive director is among its members. The Audit Committee current composition is sufficient to exercise their judgment in an informed and impartial manner to fulfil its mandated responsibilities, overseeing financial reporting, related parties' transactions, conflicts of interest, risk management, internal control environment, internal audit, and external audit processes.

The Audit Committee has adopted appropriate formal terms of reference in its charter, approved by the General Assembly, in line with CMA requirements and Cenomi Corporate Governance Manual. The Committee should meet at least four times per annum as per its approved terms of reference and conduct its affairs in compliance with its charter.

# AUDIT COMMITTEE REPORT TO THE SHAREHOLDERS of ARABIAN CENTERS

## For the Financial Year 2025

### AUDIT COMMITTEE MEETINGS

The Audit Committee held twelve (12) meetings during 2025. Meetings were attended by all Committee members. The Chief Executive Officer and the Chief Financial Officer were invited to meetings related to financial and operational matters:

| Meeting Date | Fahad AlKhorayef<br>(Membership ended on June 18 2025) | Wissam Moukahal<br>(Membership ended on June 18 2025) | Turki AlDayel<br>(Current AC Chairman) | Yanal Saoudi | Zaher Fattouh |
|--------------|--|---|--|--------------|---------------|
| 10 February  | Present  | Present   | Present                                | -            | -             |
| 4 March      | Present  | Present   | Present                                | -            | -             |
| 10 March     | Present  | Present   | Present                                | -            | -             |
| 12 March     | Present  | Present   | Present                                | -            | -             |
| 17 March     | Present  | Present   | Present                                | -            | -             |
| 23 March     | Present  | Present   | Present                                | -            | -             |
| 11 May*      | Present  | Present   | Present                                | -            | -             |
| 4 August**   | -  | -   | Present                                | Present      | Present       |
| 8 September  | -  | -   | Present                                | Present      | Present       |
| 20 October   | -  | -   | Present                                | Present      | Present       |
| 29 October   | -  | -   | Present                                | Present      | Present       |
| 18 December  | -  | -   | Present                                | Present      | Present       |

\*The last meeting of the previous Audit Committee, which ended its session on June 18, 2025.

\*\* The first meeting of the current Audit Committee, which began its session on June 19, 2025

The Audit Committee held several meetings with the external auditors to discuss the financial statements audit process, management's co-operation with the external auditors, their sharing of information and whether there were any unresolved issues.

The Committee chairperson also invited the external auditors to contact him at any time to report any incidents or matters that require AC's support. Minutes of each Committee meeting were approved and subsequently presented to the Board.

### SUMMARY OF AUDIT COMMITTEE ACTIVITIES

The Audit Committee reports regularly to the Board on its activities, deliberations, and recommendations in discharging its duties and responsibilities as set out in its charter. The Committee chairperson regularly updates the Board on Committee activities during each Board meeting. The main activities undertaken by the Audit Committee during the year were as follows:

# AUDIT COMMITTEE REPORT TO THE SHAREHOLDERS of ARABIAN CENTERS

## For the Financial Year 2025

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### **1- Financial Reporting:**

- a. Reviewing and analyzing the Company's interim and annual financial statements to ensure their integrity, fairness and transparency and discuss them with the External Auditor and Chief Financial Officer, with a particular focus on examining any significant or unusual issues contained in the financial reports, verifying accounting estimates on material matters contained in the financial reports, and significant changes in accounting policies and practices, significant or unusual events, comply with accounting standards and other legal requirements and ensure that there are no unresolved issues, before recommending them to the Board for approval.
- b. Recommending to the Board of Directors the approval of the financial statements after the Committee was satisfied with the unqualified external auditor's reports attached to the statements and free of any reservation.

### **2- Internal Audit:**

- a. Examining and reviewing the Company's internal and financial control systems and risk management system
- b. Monitoring and overseeing the performance and activities of the internal auditor and the internal audit department in the company and ensure the availability of the necessary resources and their effectiveness in performing assigned activities and duties.
- c. Approving the annual internal audit plan for the fiscal year.
- d. Meeting with the Director of Internal Audit periodically during the year to ensure that his/her duties are carried out effectively, objectively, and independently of management. The Committee was convinced that the Internal Audit Department was operating effectively in accordance with its charter and annual risk-based plan.
- e. Reviewing the reports resulting from the work carried out by the Internal Audit Department and following up on the extent of management's commitment to applying corrective actions as recommended.

### **3- External Audit:**

- a. Providing recommendations to the Board to nominate external auditors, dismiss them, determine their remunerations, and assess their performance after verifying their independence and reviewing the scope of their work and the terms of their contracts;
- b. Verifying the independence of the external auditor, its objectivity, fairness, and effectiveness of the audit activities, taking into account the relevant rules and standards;
- c. Reviewing the plan of the Company's external auditor and its activities, and ensuring that it does not provide any technical, administrative or consulting works that are beyond its scope of work, and provides its opinion thereon;
- d. Responding to queries of the Company's external auditor; and
- e. Reviewing the external auditor's reports and its comments on the financial statements, and following up the procedures taken in connection therewith.

# AUDIT COMMITTEE REPORT TO THE SHAREHOLDERS of ARABIAN CENTERS

## For the Financial Year 2025

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### **4- Ensuring Compliance**

- a. Reviewing the findings of the reports of supervisory authorities and ensuring that the Company has taken the necessary actions in connection therewith.
- b. Ensuring the Company's compliance with the relevant laws, regulations, policies and instructions.
- c. Reviewed the related parties' contracts and transactions during the year to ensure compliance with the relevant laws, regulations, and related internal policies and reported its recommendations to the Board in connection therewith.
- d. Reporting to the Board any issues in connection with what it deems necessary to take action on, and providing recommendations as to the steps that should be taken.

### **Committee's opinion on the adequacy of internal and financial control and risk management systems**

As part of its responsibilities, the Audit Committee periodically reviews reports prepared by internal and external auditors that assess the adequacy and effectiveness of the Company's internal control, financial and risk management systems. Based on these reviews, the Audit Committee is of the opinion that the Company's internal control, financial reporting and risk management systems are appropriately designed and operating effectively in all material respects, providing reasonable assurance regarding the achievement of the Company's objectives. No material weaknesses were identified during the year. However, certain observations were noted as part of ongoing review activities, and management has initiated appropriate corrective actions.

Audit Committee Chairperson  
Turki ALDayel  
April 16 2026



To the Shareholders of Arabian Centres Co.  
To the Board of Directors of Arabian Centres Co.  
Riyadh- Saudi Arabia

السادة مساهمي شركة المراكز العربية المحترمين،  
السادة رئيس وأعضاء مجلس إدارة شركة المراكز العربية المحترمين،  
الرياض- المملكة العربية السعودية

Greetings,

تحية طيبة وبعد،،

In accordance with the principles of corporate governance adopted by Arabian Centres, and based on the bidding process that the audit committee performed for the selection of the external auditors, the audit committee nominates to the AGM the following firms to choose one of them in order to review the Company's quarterly financial statements for the second and third quarters of the financial year (FY) 2026, to audit the annual financial statements for the FY 2026, and to review the first quarter of FY 2027:

استناداً إلى مبادئ حوكمة الشركات المعتمدة من قبل الشركة، وبناءً على عملية تقديم العروض التي قامت بها لجنة المراجعة لاختيار المراجعين الخارجيين، فإن اللجنة ترشح مكاتب المراجعة التالية لعرضها على الجمعية العامة لمساهمي الشركة لاختيار أحدهم لفحص القوائم المالية للربع الثاني والثالث من العام المالي 2026 م. ومراجعة وتدقيق القوائم السنوية للعام 2026 م بالإضافة إلى الربع الأول للعام المالي 2027 م:

1. Ernst & Young (LLC) for **SAR 3,820,000**
2. BDO Dr. Mohamed Al-Amri & Co. for **SAR 3,124,000**

1. أرنست ويونغ وبمبلغ **3,820,000** ريال سعودي
2. محمد العمري وشركاه بمبلغ **3,124,000** ريال سعودي

With best Regards

Audit Committee Chairperson  
Arabian Centres Company

Turki AlDayel



Date: April 16, 2026

وتفضلوا بقبول الاحترام،

رئيس لجنة المراجعة  
شركة المراكز العربية

تركي الدايل

التاريخ: 16 ابريل 2026



**Ernst & Young Professional Services (Professional LLC)**  
**Paid-up capital (SR 5,500,000 – Five million five hundred thousand Saudi Riyal)**  
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## LIMITED ASSURANCE REPORT TO THE SHAREHOLDERS OF ARABIAN CENTRES COMPANY (A SAUDI JOINT STOCK COMPANY)

### Scope

We have been engaged by Arabian Centres Company (a Saudi Joint Stock Company) (the “Company”) to perform a ‘limited assurance engagement,’ as defined by International Standards on Assurance Engagements endorsed in the Kingdom of Saudi Arabia, here after referred to as the engagement, to report on the Company’s compliance with the requirements of Article (71) of the Regulations for Companies (the “Subject Matter”) contained in the Company’s attached notification (“Appendix A”) which is presented by the Company’s Board of Directors to the Ordinary General Assembly on the transactions and contracts in which some members of the Company’s Board of Directors have a direct or indirect personal interest in them dated 3 May 2026.

### Criteria Applied by the Company

In preparing the Subject Matter the Company applied the below criteria (the “Criteria”). Such Criteria were specifically designed for the notification presented by the Company’s Board of Directors to the Ordinary General Assembly (Appendix A). As a result, the subject matter information may not be suitable for another purpose.

- Article (71) of the Regulations for Companies issued by the Ministry of Commerce (“MC”) (1443H -2022G).
- Notification presented by the Company’s Board of Directors to the Ordinary General Assembly (Appendix A) dated 3 May 2026.
- Declarations submitted by some of the Company’s Board of Directors’ members regarding the transactions and contracts in which some members of the Company’s Board of Directors have a direct or indirect personal interest in them.
- Meeting minutes of the Board of Directors meeting which include disclosures by some of the Company’s Board of Directors’ members regarding transactions and contracts in which some members of the Company’s Board of Directors have a direct or indirect personal interest in them.
- Discussion with the management regarding the contracts and transactions between the Board of Directors’ members either directly or indirectly with the Company for the year ended 31 December 2025.

### Company's Responsibilities

The Company’s management is responsible for selecting the Criteria, and for presenting the Subject Matter in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records and making estimates that are relevant to the preparation of the Subject Matter, such that it is free from material misstatement, whether due to fraud or error.



**LIMITED ASSURANCE REPORT  
TO THE SHAREHOLDERS OF ARABIAN CENTRES COMPANY  
(A SAUDI JOINT STOCK COMPANY) (continued)**

**Our Responsibilities**

Our responsibility is to express a conclusion on the presentation of the Subject Matter based on the evidence we have obtained.

We conducted our engagement in accordance with the *International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* ('ISAE 3000') that is endorsed in the Kingdom of Saudi Arabia, and the terms of reference for this engagement as agreed with the Company on 24 March 2026. Those standards require that we plan and perform our engagement to express a conclusion on whether we are aware of any material modifications that need to be made to the Subject Matter in order for it to be in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

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

**Our Independence and Quality Management**

We have maintained our independence and confirm that we have met the requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia, and have the required competencies and experience to conduct this assurance engagement.

Our firm also applies International Standard on Quality Management 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, and accordingly maintains a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Description of Procedures Performed**

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. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

A limited assurance engagement consists of making enquiries, primarily of persons responsible for preparing the Subject matter and related information and applying analytical and other appropriate procedures.



LIMITED ASSURANCE REPORT  
TO THE SHAREHOLDERS OF ARABIAN CENTRES COMPANY  
(A SAUDI JOINT STOCK COMPANY) (continued)

Description of Procedures Performed (continued)

Our procedures included:

- Obtained the notification presented by the Company's Board of Directors to the Ordinary General Assembly (Appendix A) regarding the transactions and contracts entered between some of the Board of Directors' members directly or indirectly with the Company dated 3 May 2026.
- Obtained the declarations from some of the Company's Board of Directors' members for the transactions and contracts done with the Company's in which some members of the Company's Board of Directors have a direct or indirect personal interest in them.
- Obtained Board of Directors minutes of meetings that indicates some members' notification to the Board of Directors of transactions and contracts done with the Company in which some members of the Company's Board of Directors have a direct or indirect personal interest in them.
- Discussing with the management the contracts and transactions between the Board of Directors' members either directly or indirectly with the Company during the year ended 31 December 2025.

We also performed such other procedures as we considered necessary in the circumstances.


**Other Matter**

The attached notification (Appendix A) is stamped by us for identification purposes only.

**Conclusion**

Based on our procedures and the evidence obtained, we are not aware of any material modifications that need to be made to the Subject Matter, in order for it to be in accordance with the Criteria applied by the Company referred to above.

for Ernst & Young Professional Services

  
Abdullah A. Alshenaibir  
Certified Public Accountant  
License No. (583)



Riyadh: 19 Thul-Qi'dah 1447H  
(6 May 2026)

Date:16/11/1447H

Gregorian: 03/05/2026G

Respected Messrs. General Assembly of Arabian Centres Company

**Subject: Board of Directors declaration regarding related party transactions where members of the Board of Directors have direct or indirect interest in contracts and agreements with the related party, with a brief description of these transactions**

## **Board of Directors declaration**

### **Introduction**

Based on Article (71) Paragraph (1) of the Companies Law and Article (21) Paragraph (15) of the Corporate Governance Regulations issued by the Capital Market Authority, which requires that the Board of Directors should inform the General Assembly of shareholders when it convenes about the business and contracts in which the Company is a party and in which a member of the Board of Directors has a direct or indirect interest.

During financial year ended 31 December 2025, the Group carried out transactions with related parties in the ordinary course of business. Transactions are entered into with the related parties on terms and conditions approved by either the Group's management or its Board of Directors.

With reference to the above, We hereby declare to the General Assembly, **contracts and agreements the following related party transactions** where members of the Board of Directors have a direct or indirect interest are as follows:

#### **A. Transactions with related parties with value of more than SR 10 million, which require AGM approval:**

| Related party name and description   | Nature of transaction      | Total amount of transactions in SR |
|--|----------------------------|------------------------------------|
| 1. Business contracts that occurred between the Company and <b>Lynx Contracting Company</b> , where Mr. Fawaz Alhokair (Non-Executive), Eng. Salman Alhokair (Non-Executive) and Mr. Kamel Alqalam (Executive) have an indirect interest, and Mr. Abdulmajeed Albasri (Non-Executive) Whose membership on the Board of Directors at <b>Lynx Contracting Company</b> ended on January 16, 2025, and board membership at <b>Cenomi Centers</b> ended on June 18, 2025., which are construction & development contracts of commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis. | Construction & development | (1,625,394,169)                    |

| Related party name and description  | Nature of transaction                                | Total amount of transactions in SR             |
|---|--|--|
| 2. Business contracts that occurred between the Company and <b>Fawaz Abdulaziz Alhokair and Co. and its subsidiaries<sup>1</sup></b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Abdulaziz Alhokair (Non-Executive) had an indirect interest, and Mr. Abdulmajeed Albasri (Non-Executive) Whose membership on the Board of Directors of Cenomi Centers ended on June 18, 2025.,which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis. The entity and its subsidiaries are no more Related Parties from 16 September 2025 onwards. | Rental revenue                                       | 184,813,475                                    |
| 3. Business contracts that occurred between the Company and <b>Tadaris Alnajd Security Company</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest in it, which are security services contracts for all the commercial centers of the Company. It is also worth mentioning that those transactions are conducted on a commercial basis.   | Security services                                    | (46,827,047)                                   |
| 4. Business contracts that occurred between the Company and <b>Muvi Cinema Company</b> , where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis  | Rental revenue<br><br>Capex<br><br>Marketing Expense | 306,220<br><br>(6,440,000)<br><br>(17,474,163) |
| 5. Business contracts that occurred between the Company and <b>Muvi Real Estate Company</b> , where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis   | Rental revenue                                       | 35,250,896                                     |

<sup>1</sup> The amount of transactions with “Fawaz Abdulaziz Alhokair and Co. and its subsidiaries” represents transactions with Fawaz Abdulaziz Alhokair and its following subsidiaries; Al Waheedah Equipment Co. Ltd, Haifa B. Al Kalam & Partners Co. International for Trading, Saudi Retail Co. Ltd, Wahba Trading Company Limited and Unique Technology Trading Company, Nesk Trading Company, innovative union, Food Gate.

| Related party name and description   | Nature of transaction | Total amount of transactions in SR |
|--|-----------------------|------------------------------------|
| 6. Business contracts that occurred between the Company and <b>Sala Entertainment Company</b> , where Eng. Salman Alhokair (Non-Executive) has an indirect interest in it, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis  | Rental revenue        | 21,560,397                         |
| 7. Business contracts that occurred between the Company and <b>Abdulmohsen Alhokair for Tourism &amp; Development Group</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis. | Rental revenue        | 25,327,409                         |
| 8. Business contracts that occurred between the Company and <b>Support Maintenance &amp; Cleaning Co.</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest in it, which are cleaning services contracts for all the commercial centers of the company. It is also worth mentioning that those transactions are conducted on a commercial basis.   | Cleaning services     | (36,847,615)                       |

- B. Transactions with related parties with values of less than SR 10 million, where the approval of these transactions has been delegated to BOD by shareholders in last AGM convened on 17th June 2025. Such delegation was according to the conditions stated in article (64) of the of the implementing regulations of the companies' law issued by CMA pursuant to the Companies Law relating to Listed Joint Stock Companies, which doesn't require AGM approval:

| Related party name and description   | Nature of transaction | Total amount of transactions in SR |
|--|-----------------------|------------------------------------|
| 1. Business contracts that occurred between the Company and <b>Fashion District Trading Co.</b> , where Eng. Salman Alhokair (Non-Executive) has an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis. | Rental revenue        | 6,261,307                          |

| Related party name and description  | Nature of transaction | Total amount of transactions in SR |
|---|-----------------------|------------------------------------|
| 2. Business contracts that occurred between the Company and <b>Majd Business Co. Ltd. and its subsidiaries<sup>2</sup></b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis. | Rental revenue        | 9,253,400                          |
| 3. Business contracts that occurred between the Company and <b>Ezdihar Sports Co.</b> , where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest, which is the lease contract for a fitness centers in a commercial center of the Company. It is also worth mentioning that those transactions are conducted on a commercial basis.  | Rental revenue        | 3,843,406                          |
| 4. Business contracts that occurred between the Company and <b>Wealth Company Limited</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis.                                  | Rental revenue        | 119,576                            |
| 5. Business contracts that occurred between the Company and <b>Fahad Abdulaziz Alhokair Trading Est.</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis.                   | Rental revenue        | 2,911,989                          |
| 6. Business contracts that occurred between the Company and <b>Nail Place Trading Est.</b> , where Mr. Fawaz Alhokair (Non-Executive) has an indirect interest, which are lease contracts for rental spaces in several commercial centers of the Company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis.   | Rental revenue        | 3,043,294                          |

<sup>2</sup> The amount of transactions with “Majd Business Co. Ltd. and its subsidiaries” represents transactions with the parent company and its following subsidiaries; Diwan Al Majd For Meals Co, Majd Alaamal Co. Ltd, Majed Luxury For Meals Co, and Sarya Majed For Meals Co.

| Related party name and description  | Nature of transaction  | Total amount of transactions in SR |
|---|------------------------|------------------------------------|
| 7. Business contracts that occurred between the Company and <b>Support Human Resource Co.</b> , where Mr. Fawaz Alhokair (Non-Executive) and Eng. Salman Alhokair (Non-Executive) have an indirect interest in it, which are maintenance services contracts for the commercial centers of the Company. It is also worth mentioning that those transactions are conducted on a commercial basis. | Human Resource Service | (5,511,319)                        |
| 8. Business contracts that occurred between the Company and <b>Medical Beauty Decorations Co.</b> , Mr. Fawaz Alhokair (Non-Executive) has direct interest in them, which are lease contracts for rental spaces in several commercial centers of the company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis.         | Rental revenue         | 707,838                            |
| 9. Business contracts that occurred between the Company and <b>Vida for trading Co.</b> , where Eng. Salman Alhokair (Non-Executive) has an indirect interest, which is a lease contract for a rental space in Mall of Arabia in Jeddah city. It is also worth mentioning that those transactions are conducted on a commercial basis.  | Rental revenue         | 218,891                            |
| 10. Business contracts that occurred between the Company and <b>Active GYM</b> , Mr. Fawaz Alhokair (Non-Executive) has direct interest in them, which are lease contracts for rental spaces in several commercial centers of the company in various cities of the Kingdom. It is also worth mentioning that those transactions are conducted on a commercial basis.                            | Rental revenue         | 1,144,597                          |

### C. Other Transactions:

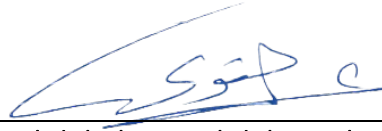
In addition to the above, below transactions took place with related party where Mr. Fawaz Alhokair (Non-Executive), Eng. Salman Alhokair (Non-Executive) and Mr. Kamel Alqalam (Executive) have an indirect interest are as follows:

| Related party             | Nature of transaction | Amount of transaction |
|---------------------------|-----------------------|-----------------------|
| Saudi FAS Holding Company | Rental revenue        | 329,980               |

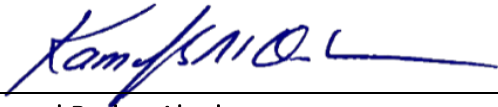
Subject: Board of Directors declaration regarding related party transactions where members of the Board of Directors have direct and indirect interest in contracts and agreements with related party.



Salman Abdulaziz Al-Hokair  
Deputy Chairman



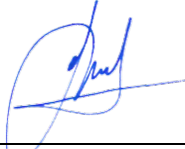
Abdulrahman Abdulaziz Al-Tuwaijri  
Member of Board of Directors



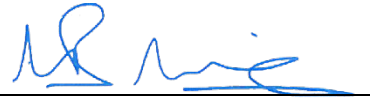
Kamel Badee Alqalam  
Member of Board of Directors



Turki Saud Al-Dayel  
Member of Board of Directors



Mohamad Rafic Mourad  
Member of Board of Directors



Ahmed Demerdash Badrawi  
Member of Board of Directors



Johan Henri Brand  
Member of Board of Directors



Khalid Abdullah Al-Suwailem  
Member of Board of Directors



Fawaz Abdulaziz Al-Hokair  
Chairman