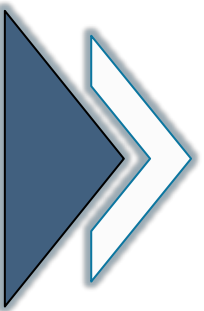




Agenda of the Ordinary General Assembly Meeting of the Shareholders of Batic Investment and Logistics Company

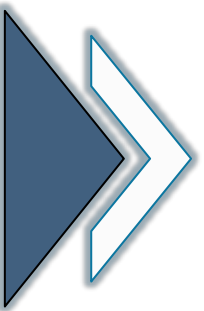


Agenda of the Ordinary General Assembly Meeting of the Shareholders of Batic Investment and Logistics Company – 2026

- 1) Review and discuss the Board of Directors' report for the fiscal year ending on December 31, 2025.
- 2) Review and discuss the consolidated financial statements for the fiscal year ending on December 31, 2025.
- 3) Vote on the auditor's report for the fiscal year ending on December 31, 2025, after discussion.
- 4) Vote on discharging the members of the Board of Directors from liability for the fiscal year ending on December 31, 2025.
- 5) Vote on appointing the company's auditor from among the nominees based on the recommendation of the Audit Committee to review and audit the financial statements for the second and third quarters and the annual financial statements of the fiscal year 2026, as well as the first quarter of the fiscal year 2027, and to determine their fees.
- 6) Vote on authorizing the Board of Directors with the powers of the Ordinary General Assembly as stated 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 authorized Board's term, whichever comes first, in accordance with the conditions stated in the Implementing Regulations of the Companies Law for listed joint-stock companies.



Auditor's Report for the Fiscal Year Ended December 31, 2025





ERNST & YOUNG PROFESSIONAL SERVICES (PROFESSIONAL LLC)
PAID-UP CAPITAL (ﷲ5,500,000 - FIVE MILLION FIVE HUNDRED THOUSAND SAUDI RIYAL)
Head Office
Financial Boulevard 3126, Al Aqeeq Dist. 6717, Riyadh 13519
KAFD 1.11 B, South Tower, 8th Floor
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بَاتِك batic

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF BATIC INVESTMENTS AND LOGISTICS COMPANY
(A SAUDI JOINT STOCK COMPANY)**

Report on Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Batic Investments and Logistics Company (A Saudi Joint Stock Company), and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statement of comprehensive income, consolidated statement of changes in equity, and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

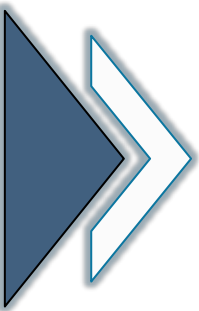
In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are endorsed by the Saudi Organization for Chartered and Professional Accountants.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia, as applicable to audit of financial statement of public interest entities. We have fulfilled our other ethical responsibilities in accordance with that Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 31-1 to the consolidated financial statements, which describes that one of the Group subsidiaries has received payment notices and invoices arising from contracts cancelled by various municipalities. The subsidiary has formally objected to these notices and invoices and has initiated legal proceedings before the courts. As disclosed in the note, the related matters remain subject to ongoing judicial processes, and a final court decision has not yet been issued. Our opinion is not modified in respect of this matter.



INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF BATIC INVESTMENTS AND LOGISTICS COMPANY
(A SAUDI JOINT STOCK COMPANY) (continued)

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming auditor's opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
<p>Revenue Recognition Revenues primarily include security guard services, ATM feeding services, transportation and logistics services, land sales, secured cash-in-transit services, maintenance and operation services, and other services, totaling SAR 543.9 million for the year ended 31 December 2025.</p> <p>We considered this a key audit matter due to the diversity of the Group's business activities. In addition, there are some inherent risks, primarily related to the judgment involved in recognizing revenue at a point in time or over a period of time.</p> <p>Refer to note (3) to the financial statements for the material accounting policy information of revenue recognition and note (22) for the disclosure of revenue</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> • We evaluated the Group's accounting policies, specifically relating to revenue recognition, in accordance with the requirements of IFRS (15). • Conducted a detailed test on a sample of revenue transactions and verified the source of the documents. In addition, we tested the accuracy of invoices on a sample basis. • Performed analytical procedures by comparing expectations of revenue with actual revenue and analyzing variances. • Implemented cut-off testing to ensure that revenue is recognized when control is transferred to the customer in the proper accounting period. • Performed substantive analytical reviews to understand how the revenue has trended over the year. • Assessed the adequacy of the relevant disclosures in the consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF BATIC INVESTMENTS AND LOGISTICS COMPANY
(A SAUDI JOINT STOCK COMPANY) (continued)

Other information included in the Group's 2025 Annual Report

Other information consists of the information included in the Group's 2025 annual report, other than the consolidated financial statements and our auditor's report thereon. Management is responsible for the other information in its annual report. The Group's 2025 annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of Management and those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are endorsed by the Saudi Organization for Chartered and Professional Accountants and the and the applicable provisions for the regulations for companies and Company's By-laws, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, i.e. Audit Committee, is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF BATIC INVESTMENTS AND LOGISTICS COMPANY
(A SAUDI JOINT STOCK COMPANY) (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)
As part of an audit in accordance with the International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF BATIC INVESTMENTS AND LOGISTICS COMPANY
(A SAUDI JOINT STOCK COMPANY) (continued)**

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

for Ernst and Young Professional Services

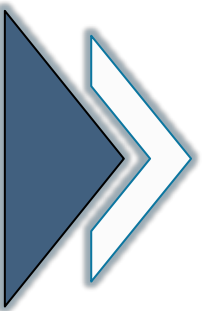
Fahad M. Al-Toaimi
Certified Public Accountant
License No. (354)



Riyadh: 10 Shawwal 1447H
(29 March 2026)



Audit Committee Report for the Fiscal Year Ended December 31, 2025





The Audit Committee Report to General Assembly of (BATIC) For Fiscal Year 2025

Honorable Shareholders of BATIC Investment and Logistics Company

The Audit committee is one of the committees of the Board of Directors of BATIC Investment and Logistics Company and the members of the current committee were formed by a resolution of the Company's Ordinary General Assembly on 03-04-2023 and its current members are:

- | | |
|-----------------------|--------------------------|
| 1. Mr. Taha Azhari | Audit Committee Chairman |
| 2. Mr. Turki AlObilan | Audit Committee Member |
| 3. Mr. Turki Alhammad | Audit Committee Member |

BATIC Audit Committee monitor the reporting of the company's financial statements on behalf of the Board of Directors. The company's management is primarily responsible for financial statements, for maintaining an effective internal control system for financial reporting and for assessing the effectiveness of internal control over financial reporting. During the year 2025, the Committee met five times at the company headquarter and through the means of visual and audio-visual communication technology, and the following is a summary of the committee's tasks and work during the year ended December 31-2025.

First: External Auditor and Financial Reports:

- The external auditor's independence ,objectivity, fairness, and effectiveness of the audit work, have been verified, taking into account the relevant rules and standards.
- The audit plan submitted by the Company external auditor was reviewed.
- The Committee reviewed the results of the company's interim and annual financial statements before presenting them to the Board and providing its opinion and recommendations thereon to ensure their integrity, fairness and transparency.
- External auditor's reports and comments on financial statements were examined, and following up the procedures taken in connection therewith.

Second: Internal Audit:

- The independence of internal auditors has been ensured and the availability of the necessary resources and their effectiveness in performing the assigned activities and duties.
- The Committee reviewed and approved the risk-based internal audit plan and ensured that the resources needed to implement it properly were available.
- Periodically meeting was held with the Director of Internal Audit of BATIC.

Third: Opinion of the Audit Committee on the Adequacy of the Company's Internal Control System:

Based on the content of the reports submitted to the Audit Committee during the year ending 2025 by the external auditor and internal auditors, within the limits of the tasks and actions covered by the approved internal audit plan, the Committee found that there is no substantial deficiency in the internal control system or the company's work to affect the integrity of financial statements that require disclosure, and therefore in the opinion of the Committee that the Company internal control systems are considered to be effective and capable of providing reasonable assurances, noting that any internal control system regardless of its integrity and effectiveness cannot provide absolute but a reasonable basis for expressing opinions.

On behalf of the Audit Committee

Mr. Taha Azhari
Chairman of the Audit Committee

