



The AGM Items for 2026

- 1- Review and discuss the Financial Statements for the fiscal year ending on 31 December 2025.
- 2- Voting on External Auditors Report for the fiscal year ending on 31 December 2025.
- 3- Review and discuss the Board of Directors Report for the fiscal year ending on 31 December 2025.
- 4- Voting on releasing liability of Board members for the year ending on 31 December 2025.
- 5- Voting on the appointment of External Auditors from those nominated based on the recommendation of the Audit Committee to review and audit the financial statements of the second, third, fourth quarter, and annual statements for the year 2026 and first quarter of 2027, and determination of their fees. (attached)
- 6- Voting on payment a total of SAR 879,000 as remuneration to the members of the Board of Directors for the year ending on 31 December 2025.
- 7- Voting on the business dealing relationship between the Company and ACE Gallagher Arabia Insurance Brokers Ltd., in which the Chairman, HH Prince Ahmed bin Khalid Al-Saud has an indirect interest of 12.73% (indirect ownership). The insurance premiums produced by ACE Gallagher for the benefit of SAICO amounted to SR 305,408,439 against a brokerage for ACE Gallagher of SR 22,498,924 as commission expense, and SR 185,034,311 as claims settled. The contract with ACE is for an indefinite period unless one of the parties notifies the other of its intention to cancel by giving 60-day notice. The contract does not give any preferential conditions. (attached)
- 8- Voting on the business dealing relationship between the Company and ACE Re Gallagher Arabia Reinsurance Brokers Ltd., in which the Chairman, HH Prince Ahmed bin Khalid Al-Saud has an indirect interest of 12.73% (indirect ownership). The insurance premiums produced by ACE Re Gallagher for the benefit of SAICO amounted to SR 179,032,466 as premiums ceded to facultative reinsurers through ACE Re Gallagher, against SR 24,500,646 as commission to ACE Re Gallagher and 151,554,324 as claims settled. The contract with ACE Re Gallagher is for an indefinite period unless one of the parties notifies the other of its intention to cancel by giving 60-day notice. The contract does not give any preferential conditions. (attached)
- 9- Voting on the business dealing relationship between the Company and Saudi Arabian Insurance Company B.S.C.(c) in which the Chairman Prince Ahmed Bin Khalid Al-Saud (indirect ownership 18.18%) as he is Chairman of the Boards of both companies. The dealing with Saudi Arabian Insurance Company B.S.C.(c) was for SR 195,137 representing reinsurance premiums ceded, and SR 48,784 received as commission. The dealing is for an indefinite period, and without any preferential conditions. (attached)



4 February 2026

Annual Report of the Audit Committee for the year ended 31 December 2025

Introduction

The Audit Committee is pleased to submit its annual report for the year ended 31 December 2025 to the Board of Directors and the Shareholders of the Saudi Arabian Cooperative Insurance Company.

The Audit Committee's ("AC") prime responsibility is to oversee the adequacy and effectiveness of the Company's internal and financial control systems and risk management system on behalf of the Company's Board of Directors. The Company's management is primarily responsible for reporting financial statements and establishing, maintaining, and assessing the effectiveness of adequate internal control and risk management systems. The system includes the policies, procedures, and processes designed under the supervision of the Board of Directors to achieve the Company's strategic objectives.

In fulfilling its oversight responsibilities, the AC reviewed and discussed the internal audit reports, which focused on internal controls and risk management, compliance reports, and the quarterly and annual financial statements with the Company management, including discussions with the external auditors where relevant matters were discussed, the adequacy of disclosures, the extent of implementing accounting policies and standards, and discussing all relevant aspects. The Committee's annual report is forwarded to the Board of Directors for review, which incorporates recommendations for improvement of the internal controls.

Committee's opinion on the Adequacy of the Internal and Financial Control Systems and Risk Management Systems in the Company

The Audit Committee has reviewed the internal and financial control systems and risk management systems of the Company to ensure that they are adequate and to ensure their application in a sound and regular manner. The committee has obtained based on the reports submitted by the Internal Audit Department, the Finance Department, the Actuary Department, and the Compliance Department, reasonable assurance that the internal and financial control systems and risk management systems meets the Company's need for the



effectiveness of its operational procedures, adherence to the applicable regulations including the submission of reports to the relevant supervisory authorities at the appropriate time.

Furthermore, the Audit Committee supports the annual confirmations and approvals by the executive management that it has not been informed of any significant deviation that might impair the integrity and correctness of the Company's financial statements for the year ending December 2025.

Responsibilities

While performing their tasks, the Committee members should prioritize the Company's interest against any other considerations that might affect their work or decisions. The Committee will carry out the following responsibilities:

Financial Statements

1. Review significant accounting and reporting issues, including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
2. Analysing 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.
3. Review the annual financial statements, and consider whether they are complete, consistent with information known to the Committee members, and reflect appropriate accounting principles and make recommendations thereon to the Board.
4. Examining the accounting estimates concerning significant matters that are contained in the financial reports.
5. Ensuring that the financial reports have been prepared per the accounting policies approved by the relevant supervisory authorities.
6. Identifying and reviewing the accounting problems that affect the process of preparing financial reports and understanding the extent of their impact on the validity of those reports.
7. Preparing the Board of Directors' recommendations regarding the appropriateness of the applied accounting policies to the nature of the Company's business and evaluating them for the financial reports issued by the Company and for the nature of the audit process.

Internal Controls

1. Examining and reviewing the Company's internal and financial control systems and risk management system.
2. Preparing recommendations related to establishing a control environment within the Company.

External Auditors

1. 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.
2. Verifying the independence of the external auditors, its objectivity, fairness, and effectiveness of the audit activities, taking into account the relevant rules and standards.
3. Conducting an annual audit of the performance of the external auditors and making recommendations related to their appointment, reappointment, or termination of the Company's contract with them.
4. Review the external auditors' proposed audit scope and approach, including coordination of audit efforts with the internal audit.
5. Work with the external auditors to coordinate the preparation of the audit plan and procedures for the financial year, taking into account the current conditions of the Company and any changes that occurred in the conditions required by the legal supervisory authorities.
6. Follow up on the work of the external auditors, and approve any work outside the scope of the audit work assigned to them while performing the audit work.
7. Work on solving the problems that external auditors may face during their performance of the audit, which may include any difficulties they encounter concerning the objectives of the audit process or their difficulty in accessing information.
8. Discuss the important findings and recommendations reached by the external auditors and executive management's response to them, as well as the corrective measures taken based on those recommendations and answering their inquiries.

Actuary

1. Reviewing the Actuary reports and making recommendations thereon for the Board.
2. Ensuring the Company's compliance with the Actuary's proposals and recommendations, where these are mandatory and required by Regulations or the Insurance Authority's instructions.
3. Ensuring External Auditors' Actuaries are appropriately qualified and possess sufficient and relevant experience to perform their tasks.

Internal Audit and Compliance

1. Supervising the Internal Audit Department in the company to verify its effectiveness in carrying out the tasks assigned to it by the Board of Directors.
2. Review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any instances of noncompliance.
3. Review the internal audit reports and pursue the implementation of the corrective measures in respect of the comments included in them.
4. Review the reports of the Compliance Department or the Compliance Officer and make recommendations thereon to the Board.
5. Approve the annual audit plan and all major changes to the plan. Review the internal audit activity's performance relative to its plan.
6. Review, approve, and monitor the implementation of the compliance plan.
7. Evaluate the efficiency, effectiveness, and objectivity of work performed by the Internal Audit Department or the Internal Auditor.
8. Evaluate the efficiency, effectiveness, and objectivity of the work carried out by the Compliance Control Department and the Compliance Officer.

The Committee held eight (8) meetings during the year 2025 with the members' attendance mentioned below:

Sr. No.	Meeting Number	Commencement Date
1	89	30-Jan-25
2	90	9-Mar-25
3	91	22-Apr-25
4	92	6-May-25
5	93	31-Jul-25
6	94	10-Sep-25



Sr. No.	Meeting Number	Commencement Date
7	95	2-Nov-25
8	96	23-Dec-25

At the end of the financial year 2025, the Audit Committee was made up of members indicated below:

Member Name	Designation	Attendance
Mr. Saleh Al Helaissi	Chairman (Independent), Since June 2025	4/4
Mr. Khalid Albawardi	Member (Independent)	8/8
Mr. Feras Alharbi	Member (Independent), Since June 2025	4/4
Dr. Khalil Kordi	Ex- Chairman (Independent)	4/4
Mr. Waleed Al Othaimen	Ex- Member (Independent)	4/4

Mr. Feras Alharbi
(Member Audit Committee)

Mr. Saleh Al Helaissi
(Chairman Audit Committee)

Mr. Khalid Albawardi
(Member Audit Committee)