



**Agenda
of the Ordinary General Assembly
Shareholders Meeting (No. 44)**



The Agenda of the Ordinary General Assembly Meeting (No. 44)

for the Savola Group's Shareholders, which will be held on

Tuesday, May 6th , 2024, corresponding to 8 Dhul Qada 1446H (as per Umm Al-Qura Calendar) at 07:00 PM

1. Review and discuss the Board of Directors' Report for the fiscal year ended 31 December 2024.
2. Review and discuss the Financial Statements for the fiscal year ended 31 December 2024.
3. Voting on the Auditors' Report for the fiscal year ended 31 December 2024 after discussing it.
4. Voting on absolving the Board of Directors from their liabilities for the fiscal year ended 31 December 2024.
5. Voting on the appointment of the Company's External Auditor among the nominees, and determine their fees, based on the Audit Committee (AC) recommendation in this regard, to review and audit the Company's Interim Financial Statements for the second, third and fourth quarters and the annual financial statements for the year ending 31 December 2025 in addition to the first quarter for the fiscal year ending 31 December 2026. (AC Recommendation Attached)
6. Voting on the proposed amendments on the Remuneration Policy for the Board, Committees and Executive Management. (attached)
7. Voting on the payment of SAR 4,600,000 as remuneration to the Board of Directors for the fiscal year ended 31 December 2024, provided that item (6) above, related to the proposed amendment of the Remuneration Policy for Board, Committees and Executive Management, has been approved.
8. Voting on the transactions and contracts of purchasing food products that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola), and Almarai Co. and its subsidiaries, in which two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Bader Abdullah Al Issa, both are non-executive) have indirect interest. These are continuing and existing contracts that take place in the normal course of business and are in accordance with the prevailing commercial terms without any preferential treatment, amounting to SAR 868.48 million. (Attached)
9. Voting on the transactions and contracts of selling sugar that were executed for the fiscal year ended 31 December 2024 between United Sugar Company (a subsidiary of Savola Foods Co. which is fully owned by the Group), and Almarai Co, and its subsidiaries, where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Bader Abdullah Al Issa, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 47.55 million. (Attached).
10. Voting on the transactions and contracts of selling specialty fats products that were executed for the fiscal year ended 31 December 2024 between International Foods Industries Co. (a subsidiary of Savola Foods Co. which is fully owned by the Group) and Almarai

Co. and its subsidiaries, where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib and Mr. Bader Abdullah Al Issa, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 74.44 million. (Attached)

11. Voting on the transactions and contracts of selling of pulses that were executed for the fiscal year ended 31 December 2024 between Bayara Saudi Arabia Limited Co. (a subsidiary of Savola Foods Co. which is fully owned by the Group) and Almarai Co. and its subsidiaries, where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib and Mr. Bader Abdullah Al Issa, both are non-executive) have indirect interest. Those contracts are within the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 14 thousand. (Attached)

12. Voting on the transactions and contracts of purchasing food products that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Mayar Foods Co. (a subsidiary of Abdulkader Al-Muhaidib & Sons Co.) where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 193.44 million. (Attached)

13. Voting on the transactions and contracts of purchasing food products that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Del Monte Saudi Arabia (a subsidiary of Abdulkader Al-Muhaidib & Sons Co.) where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 13 thousand. (Attached)

14. Voting on the transactions and contracts of purchasing food products that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola), Nestle Saudi Arabia Ltd., and its subsidiaries, where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 350.92 million. (Attached)

15. Voting on the transactions and contracts of purchasing products that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Manhal Water Factory Co. Ltd., where two of Savola's Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 8.44 million. (Attached)

16. Voting on the transactions and contracts of leasing spaces for selling food products inside Panda Shopping Centers and (buying and selling food products) that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Almehbaj Alshamiyah Trading Co. (a subsidiary of Abdulkader Al-Muhaidib & Sons Co.), where two of Savola's

Directors (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive) have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 20.73 million. (Attached)

17. Voting on the transactions and contracts of selling cardboard waste that were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Waste Collection & Recycling Company, where two of Savola's Directors, (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 2.38 million. (Attached)
18. Voting on the transactions and contracts of leasing spaces for selling products inside Panda Shopping Centers were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Zohoor Alreef Co., where two of Savola's Directors, (Mr. Sulaiman A. Al-Muhaidib, and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 103 thousand. (Attached)
19. Voting on the transactions and contracts of leasing shops and retail purchases of food products were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Herfy Food Services Co; where two of Savola's Director (Eng. Mutaz Q. Alazzawi and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those are continuing and existing contracts that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 25.28 million. (Attached)
20. Voting on the transactions and contracts of selling edible oil products were executed for the fiscal year ended 31 December 2024 between Afia International (a subsidiary of Savola Foods Co. which is fully owned by the Group) and Herfy Food Services Co. where two of Savola's Director (Eng. Mutaz Q. Alazzawi and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, SAR 16.08 million. (Attached)
21. Voting on the transactions and contracts of selling sugar to be executed for the fiscal year ended 31 December 2024 between United Sugar Company (a subsidiary of Savola food Co. which is fully owned by the Group) and Herfy Food Services Co, where two of Savola's Director (Eng. Mutaz Q. Alazzawi and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those are continuing and existing contracts, that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 3.36 million. (Attached).
22. Voting on the transactions and contracts of selling specialty fats products, were executed for the fiscal year ended 31 December 2024 between International Foods Industries Co. (a subsidiary of Savola food Co. which is fully owned by the Group) and Herfy Food Services Co., where two of Savola's Director (Eng. Mutaz Q. Alazzawi and Mr. Isam M. Al-Muhaidib, both are non-executive), have

indirect interest. Those are continuing and existing contracts that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment SAR 5.05 million. (Attached)

23. Voting on the transactions and contracts of selling spices products, which was executed for the fiscal year ended 31 December 2024 between Bayara Saudi Arabia Limited Co. (a subsidiary of Savola food Co. which is fully owned by the Group) and Herfy Food Services Co., where two of Savola's Director (Eng. Mutaz Q. Alazzawi and Mr. Isam M. Al-Muhaidib, both are non-executive), have indirect interest. Those contracts are within the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 322 thousand. (Attached)

24. Voting on the transactions and contracts of site leasing were executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Dur Hospitality Co. (which is owned by Taiba investment Co.), where two of Savola's Directors (Mr. Bader Abdullah Al Issa and Mr. Fahad Abdullah Al-Qassim, both are non-executive), have indirect interest. Those are continuing and existing contracts that take place in the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 12 million. (Attached).

25. Voting on the transactions and contracts of ATM site leasing which was executed for the fiscal year ended 31 December 2024 between Panda Retail Co. (a subsidiary of Savola) and Saudi Fransi bank, where Savola's vice chairman (Mr. Bader Abdullah Al Issa, non-executive), has indirect interest. Those contracts are within the normal course of business, and in accordance with the prevailing commercial terms without any preferential treatment, amounted to SAR 216.5 thousand. (Attached)

26. Voting on the election of the Board members among the nominees for the next office term, commencing from 1/07/2025, for a period of four years, ending on 30/06/2029. (Nominees' CVs attached)