



Documents pertaining to the Related Parties Transactions from item (12) to item (20) of the AGM's Agenda

1. Board of Directors declaration to the AGM regarding the transactions with related parties.
2. Independent Limited Assurance Report issued by the External Auditor based on the requirements of Article (71) of the Companies Law.
3. Summary Report on Related Parties Transactions.

Jeddah on 26 March 2026 Corresponding: 07/10/1447

Dear respected Savola Group's Shareholders,
Greetings,

**Subject: Notification from the Board of Directors to the
General Assembly Meeting (AGM) regarding the
transactions with related parties.**

With reference to article (71) of the Saudi Companies' law, we would like to inform you that during the fiscal year 2025, the Savola Group (the "Group"), through its subsidiaries, entered into a number of business transactions and contracts in which some of Board members have an indirect interest, as per the attached report. These contracts and transactions were executed in accordance with the relevant regulations and without preferential conditions.

The Annual Directors' Report for the year 2025 includes detailed disclosure regarding the said contracts and transactions in accordance with legal requirements, noting that the Group in such transactions follows the same terms and commercial principles followed with third parties, without any preferential conditions.

In this regard, the agenda of your AGM includes a recommendation from the Board of Directors to approve these transactions and contracts, as well as their continuation and renewal (where applicable), in accordance with the details provided in the AGM agenda.

Additionally, an Independent Limited Assurance Report on these transactions and contracts has been issued by the Group's External Auditor in line with regulations to be presented to your esteemed General Assembly, which is attached along with the AGM's agenda. It's worth noting that transactions valued at less than SAR 10 million were approved by the Board of Directors pursuant to the authorization granted to the Board by the General Shareholders Assembly Meeting held on 30th of October 2025. These transactions were also disclosed in the Board of Directors' Annual Directors Report and in the Related Party transactions Report for the year 2025 as indicated above.

جدة في: 26 مارس 2026م الموافق: 07/10/1447هـ

السادة/ مساهمي مجموعة صافولا
الموقرين
السلام عليكم ورحمة الله وبركاته،

**الموضوع: تبليغ من مجلس الإدارة إلى الجمعية العامة للمساهمين حول
تعاملات الأطراف ذات العلاقة.**

بالإشارة إلى المادة (71) من نظام الشركات السعودي، نود إبلاغكم بأنه خلال العام المالي 2025م قامت مجموعة صافولا ("المجموعة") من خلال شركاتها الفرعية بالدخول في عقود ومعاملات تجارية كان لبعض أعضاء مجلس الإدارة مصلحة غير مباشرة فيها وذلك وفقاً للتقرير المرفق والتي تم التعامل معها في ضوء الأنظمة ذات العلاقة وبدون أي شروط تفضيلية.

كما يتضمن التقرير السنوي لمجلس الإدارة للعام 2025م إفصاحاً مفصلاً حول هذه التعاملات والعقود، وذلك حسب المتطلبات النظامية علماً بأن المجموعة في مثل هذه التعاملات تتبع نفس الشروط والأسس التجارية المتبعة مع الغير ودون أي تفضيل.

وبهذا الخصوص، فقد تضمن جدول أعمال اجتماع جمعيتكم الموقرة توصية من مجلس الإدارة بالموافقة على هذه التعاملات والعقود وعلى استمرارها وتجديدها (حيث ما ينطبق) وفقاً للمعلومات الواردة في بنود جدول أعمال الجمعية.

وقد صدر تقرير التأكيد المحدود المستقل حول هذه المعاملات والعقود حسب النظام من قبل مراجع حسابات المجموعة الخارجي لعرضه على جمعيتكم الموقرة والمرفق مع جدول أعمال الجمعية. وتجدر الإشارة إلى أن التعاملات التي تقل قيمتها عن 10 ملايين ريال قد تم الموافقة عليها من قبل مجلس الإدارة في ضوء التفويض الممنوح له من قبل جمعيتكم الموقرة في إجتماعها المنعقد بتاريخ 30 أكتوبر 2025م والتي تم الإفصاح عنها كذلك في التقرير السنوي لمجلس الإدارة وتقرير التعاملات مع أطراف ذات علاقة للعام 2025م المشار إليه.

وتفضلوا بقبول وافر التحية والتقدير،

Signatures of Chairman and Board Members

توقيعات رئيس وأعضاء مجلس الإدارة

ركان عبد العزيز الفضل
فهد عبدالله القاسم
بدر عبدالله العيسى (نائب الرئيس)
سليمان عبد القادر المهيدب (الرئيس)
بدر حمد الربيعة
أحمد وازع القحطاني
أحمد عبد الرحمن الحميدان
معتز قصي العزاوي
عصام ماجد المهيدب
باسل محمد بن جبر
وليد عبدالله الغريبي



Deloitte and Touche & Co.

Chartered Accountants

(Professional Simplified Joint Stock Company)

Paid-up capital ﷲ 5,000,000

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INDEPENDENT LIMITED ASSURANCE REPORT

To the shareholders
Savola Group Company
(A Saudi Listed Joint Stock Company)
Jeddah, Saudi Arabia

INDEPENDENT LIMITED ASSURANCE REPORT TO SAVOLA GROUP COMPANY ON THE BOARD OF DIRECTOR'S DECLARATION ON THE REQUIREMENTS OF ARTICLE 71 OF THE COMPANIES LAW

We have been engaged by the management of Savola Group Company (the "Company") to report on the Board of Director's declaration prepared by the Management in accordance with the requirements of Article 71 of the Companies Law, which comprises the transactions carried out by the Company during the year ended December 31, 2025 in which any of the members of Board of Directors of the Company had direct or indirect personal interest as detailed below ("Subject Matter") and the accompanying management's statement thereon as set out in Appendix, to perform a limited assurance engagement as defined by International Standards on Assurance Engagements endorsed in the Kingdom of Saudi Arabia ("limited assurance engagement") in order to state whether anything has come to our attention that causes us to believe that the subject matter detailed below, has not been prepared and presented, in all material respects, in accordance with the applicable criteria ("Applicable Criteria") below.

Subject Matter

The Subject Matter for our limited assurance engagement is related to the Board of Directors Declaration enclosed in the attached Appendix ("the Declaration") as prepared by the Management in accordance with the requirements of Article 71 of the Companies Law and presented by the Board of Directors of Savola Group Company (the "Company") for the year ended December 31, 2025.

The Declaration states the transactions with related parties where a Board of Directors member has a relationship and confirms whether the member has any interest, whether directly or indirectly, in the transactions or contracts made for the Company for the year ended December 31, 2025.

Applicable Criteria

The Applicable Criteria with respect to this engagement are the requirements of Article 71 of the Companies Law in the Kingdom of Saudi Arabia.

Responsibilities of Those Charged with Governance and Management

Those Charged with Governance and management of the Company are responsible for the preparation and presentation of the Subject Matter in accordance with the Applicable Criteria. Further, those charged with governance and management of the Company is responsible for establishing and maintaining internal controls relevant to the preparation and presentation of the Subject Matter that is free from material misstatement whether due to fraud or error, selecting and applying appropriate criteria, maintaining adequate records and making estimates that are reasonable in the circumstances.

INDEPENDENT LIMITED ASSURANCE REPORT - CONTINUED

To the shareholders
Savola Group Company
(A Saudi Listed Joint Stock Company)
Jeddah, Saudi Arabia

Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Subject Matter based on our limited assurance engagement conducted in accordance with the International Standard on Assurance Engagements (ISAE) 3000 "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" endorsed in the Kingdom of Saudi Arabia and the terms of engagement as agreed with the Company's management based on the evidence we have obtained.

Our procedures were designed to obtain a limited level of assurance on which to base our conclusion, and, as such, do not provide all of the evidence that would be required to provide a reasonable level of assurance. The procedures performed depend on our judgement including the risk of material misstatement of the Subject Matter, whether due to fraud or error. While 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.

Independence and Quality Controls

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia ("the Code"), that is relevant to our assurance engagement, and we have fulfilled our other ethical responsibilities in accordance with that Code.

Our firm applies International Standard on Quality Management 1 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.

Procedures

The 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 included, but were not limited to:

- Obtained the declaration that includes the transactions and/or contracts performed in which any of the Board of Directors members of the Company have either direct or indirect interest during the year ended December 31, 2025;
- Reviewed the minutes of meetings of the Board of Directors that indicate notifications to the Board of Directors by a certain director(s) of actual or potential conflicts of direct or indirect interest in relation to transactions and/or contracts;
- Checked that the minutes of meetings of the BOD that the relevant director(s) who notified the Board of Directors of actual or potential conflicts of direct or indirect interest did not vote on the resolution to recommend the related transaction(s) and/or contract(s);
- On a sample basis, obtained the required approvals along with supporting documents in respect of the transactions and/or contracts included in the declaration.

INDEPENDENT LIMITED ASSURANCE REPORT - CONTINUED

To the shareholders
Savola Group Company
(A Saudi Listed Joint Stock Company)
Jeddah, Saudi Arabia

Limited Assurance Conclusion

Based on the procedures performed and evidence obtained, nothing has come to our attention that causes us to believe that the Declaration has not been prepared, in all material respects, in accordance with the requirements of Article 71 of the Regulations for Companies in the Kingdom of Saudi Arabia.

Restriction of Use of Our Report

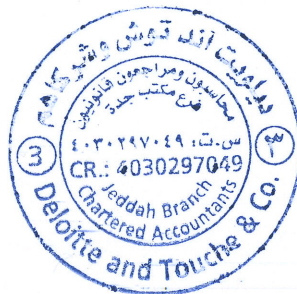
This report, including our conclusion, has been prepared solely upon the request of the management of the Company, to assist the Company and its Board of Directors in fulfilling its reporting obligations to the General Assembly in accordance with Article 71 of the Companies' Law. The report should not be used for any other purpose or to be distributed to or otherwise quoted or referred to, without our prior consent to any other parties other than the Ministry of Commerce, Capital Market Authority and the shareholders of the Company.

Very truly yours,

Deloitte and Touche & Co.
Chartered Accountants



Tariq Bin Mohammad Al Fattani
Certified Public Accountant
License No. 446



Shawal 7, 1447H
March 26, 2026

Value Built on Values

Summary Report on Related Party
Transactions for the Year 2025



Summary of related party transactions for 2025 in which some of the Board members have an indirect interest

Introduction:

During the fiscal year 2025, Savola Group (the “Company”) conducted several transactions with related parties in the ordinary course of business. The Group applies the same terms, conditions, and commercial principles to related-party transactions as those applied to third-party transactions, without granting any preferential treatment. These transactions include those in which certain Board members have an indirect interest. In accordance with Article (71) of Companies Law, Item (14) of Article (28), and Item (2) of Article (12) of the Corporate Governance Regulations issued by the Capital Market Authority (CMA), related-party transactions with an aggregate value of SAR 10 million or more during the year require approval by the General Assembly. While transactions valued at less than SAR 10 million were approved by the Board of Directors pursuant to the authorization granted to the Board by the General Shareholders Assembly. A summary of these transactions is presented below:

1) Transactions and contracts with indirect interest between the Company and Abdulkadir Al Muhaidib & Sons Co. and Al Muhaidib Group and their subsidiaries or any person related to any of them:

No.	The nature of the transaction or contract	The value amount of the transaction or contract for ٢٠٢٥	The conditions of the transaction or contract	The duration of the transaction or contract	Name of the Board member/ senior executive or any person related to any one of them
a. Savola and Al Muhaidib: Business or contract in which Abdulkadir Al Muhaidib & Sons Co. and its subsidiaries or any person related to any of them has direct or indirect interest. The total amount of the transactions is SAR 573.76 million.					
1.	Purchasing food products by Panda Retail Co. (a subsidiary of Savola) from Mayar Foods Co.	SAR 232.05 million	In the ordinary course of business and general commercial terms worked without any preferential treatment (including product quality, quantity/size, payment method, pricing, delivery, delay penalties, etc.)	Annually	Mr. Sulaiman Abdulkadir Al Muhaidib who is the chairman of Abdulkadir Al Muhaidib & Sons Co. Group as well as the Chairman of Savola, in addition to, Mr. Isam Majed Almuheidib who is a Board member in Savola Group as well he is the Board member of Al Muhaidib Group.
2.	Purchasing food products by Panda Retail Co. (a subsidiary of Savola) from Nestle Group and its subsidiaries.	SAR 309.58 million			
3.	Purchasing food products by Panda Retail Co. (a subsidiary of Savola) from Manhal Water Factory Co. Ltd.	SAR 9.46 million			
4.	Leasing spaces to sell its products along with trading foods products inside Panda Shopping Centers by Panda Retail Co. (a subsidiary of Savola) to Almehbaj Alshamiyah Trading Co.	SAR 20.22 million	In the ordinary course of business and general commercial terms worked without any preferential treatment (including renewal, payment methods, maintenance, insurance, etc.)		
5.	Scrap sales by Panda Retail Co. (a subsidiary of Savola) to Waste Collection & Recycling Company.	SAR 2.33 million			
6.	Leasing spaces to sell its products inside Panda Shopping Centers by Panda Retail Co. (a subsidiary of Savola) to Zohoor Alreef Co.	SAR 118 thousand			
Total		SAR 573.76 million			

2) Transactions and contracts with an indirect interest between the Company and Almarai Co.:

No.	The nature of the transaction or contract	The value amount of the transaction or contract for 2020	The conditions of the transaction or contract	The duration of the transaction or contract	Name of the Board member/ senior executive or any person related to any one of them
b. Savola and Almarai Co: Business or contract in which Almarai Co. and its subsidiaries, or any person related to any of them, has a direct or indirect interest. The total amount of the transactions is SAR 1,133.67 million.					
1.	Purchasing consumer foods goods by Panda Retail Co. (a subsidiary of Savola) from Almarai Co. and its subsidiaries	SAR 985.29 million	In the ordinary course of business and general commercial terms worked without any preferential treatment (including product quality, quantity/size payment method, pricing, delivery, delay penalties, etc.	Annually	Both Mr. Sulaiman Abdulkadir Al Muhaidib, Mr. Bader Abdullah Alissa are Board members in Almarai as well as Savola Group. In addition to Mr. Walid Fatani who was previously the CEO of Savola Group until 30/06/2025.
2.	Selling sugar by United Sugar Company (a subsidiary of Savola Foods Co.) to Almarai Co. and its subsidiaries	SAR 30.53 million			
3.	Selling specialty fats products by International Foods Industries Co. (a subsidiary of Savola Foods Co.) to Almarai Co. and its subsidiaries	SAR 113.90 million			
4.	Selling Legumes by Bayara Saudi Arabia Limited (a subsidiary of Savola Foods Co.) to Almarai Co. and its subsidiaries	SAR 3.95 million			
Total		SAR 1,133.67 million			

3) Transactions and contracts with an indirect interest between the Company and Herfy Food Services Co.:

No.	The nature of the transaction or contract	The value amount of the transaction or contract for 2020	The conditions of the transaction or contract	The duration of the transaction or contract	Name of the Board member/ senior executive or any person related to any one of them
c. Savola and Herfy Co: Business or contract in which Herfy Food Services Co. and its subsidiaries or any person related to any of them has direct or indirect interest. The total amount of the transactions is SAR 41.76 million.					
1.	Leasing shops and retail purchases of food products by Panda Retail Co. (a subsidiary of Savola) to/from Herfy Food Services Co.	SAR 19.39 million	In the ordinary course of business and general commercial terms worked without any preferential treatment (including renewal, payment methods, maintenance, insurance, etc.)	Annually	Mr. Isam Majed Almuheidib serves as a member in Herfy Board, and Chairman of Panda Board. In addition, Mr. Waleed Khalid Fatani is Herfy Board member and ex- Panda Board member until 30/06/2025.
2.	Selling edible oil products by Afia International (a subsidiary of Savola Foods Co.) to Herfy Food Services Co.	SAR 14.93 million	In the ordinary course of business and general commercial terms worked without any preferential treatment (including product quality, quantity/size, payment method,		
3.	Selling sugar by United Sugar Co.(a subsidiary of Savola Food Co.) to Herfy Food Services Co.	SAR 2.07 million			

No.	The nature of the transaction or contract	The value amount of the transaction or contract for ٢٠٢٥	The conditions of the transaction or contract	The duration of the transaction or contract	Name of the Board member/ senior executive or any person related to any one of them
4.	The sale of specialty fats products by the International Foods Industries Co. (a subsidiary of Savola Foods Co.) to Herfy Food Services Co.	SAR 5.37 million	pricing, delivery, delay penalties, etc.)		Board member and was previously a Board member of Afia International Co. and United Sugar Co, who was also held the position of CEO of the Savola Group until 30/06/2025.
Total		SAR 41.76 million			

4) Transactions and contracts with an indirect interest between the Company, other companies and any related parties:

No.	The nature of the transaction or contract	The value amount of the transaction or contract for ٢٠٢٥	The conditions of the transaction or contract	The duration of the transaction or contract	Name of the Board member/ senior executive or any person related to any one of them
1.	Leasing of shop by Panda Retail Co. (a subsidiary of Savola) from Dur Hospitality Co. (a subsidiary of Taiba Investments Co.)	SAR 12 million	In the ordinary course of business and general commercial terms worked without any preferential treatment including renewal, payment methods, maintenance, insurance, etc.	Annually	Mr. Bader Abdullah Alissa is a Board member and Mr. Fahad Abdullah Al Kassim are both Board members in Taiba Investments Co. (the owner of Dur Hospitality Co.), Savola Group and Panda Retail Co..
2.	Leasing of ATM locations by Banque Saudi Fransi from Panda Retail (a Savola Group company).	SAR 127 thousand	In the ordinary course of business and general commercial terms worked without any preferential treatment (including renewal, payment methods, maintenance, insurance, etc.)	Annually	Mr. Bader Abdullah Alissa is a Board member In Banque Saudi Fransi and vice chairman of Savola Group.

- The End-