



Documents related to items (5), (6), (10) and (11) of the AGM Agenda in addition to the Audit Committee report

1. Recommendation of the Savola Group Audit Committee regarding the nomination of the external auditors for reviewing the Group`s accounts, Item No. (5)
2. Competing Business Standards and Procedures document (Before and after) amendment, Item No. (6)
3. Items (1) and (2) of Article (27) of the Companies` Law Issued by the Ministry of Commerce, Items No. (10) and (11).
4. Audit Committee Report.

Jeddah, dated 10/10/1447H
Corresponding to: 29/3/2026


Recommendation of the Savola Group Audit Committee to the Board of Directors
regarding the nomination of an external auditor for reviewing the Group's accounts

The Savola Group Audit Committee (the Committee), in accordance with the law and its charter approved by the General Assembly of Shareholders, has analyzed and reviewed the proposals submitted by the external auditing firms to review the Group's preliminary and annual financial statements. The results are outlined in the Committee's recommendation below.

Recommendation:

After reviewing the proposals and conducting a technical and professional evaluation of the external audit firms submitted proposals to the Group, the Committee recommends to the Board of Directors the nomination of the firms listed below to perform audit activities by one of them, which includes the review and audit of the financial statements for the following periods:

- 1- Interim financial statements for the second, third, and fourth quarters of the year 2026.
- 2- Annual financial statements for the year 2026.
- 3- Interim financial statements for the year 2027.
- 4- Annual financial statements for the year 2027.
- 5- Interim financial statements for the first quarter of the year 2028.

SN	Nominated Audit Firms	Fees 		
		Year of 2026 (three quarters and year end)	Year of 2027 (interim and year-end financial statements, and 2028 Q1 financial statements)	Total
1	Deloitte	360,000	370,000	730,000
2	PricewaterhouseCoopers	375,000	375,000	750,000

Since the nominated firms are considered among the top four in the field of auditing and consulting services, and have met the required standards, the Committee has further confirmed their ability to provide the necessary service to the Group, considering the Group's diverse activities and its geographical presence both within the Kingdom and abroad. Therefore, the committee recommends that the Board of Directors select one of the three nominated firms, according to the stated fees and the periods mentioned above, with the committee's preference for the proposal submitted by Deloitte, as it is the most suitable from both financial and technical perspectives, and given that Deloitte have audited the Group's financial statements for the year 2025, which supports the continuity of the audit engagement.

Accordingly, the Committee submits this recommendation to the esteemed Board for consideration and for proceeding in the manner deemed most appropriate, as a prerequisite for presenting it to the General Assembly of shareholders for voting in accordance with the applicable regulatory requirements.



Aly Assem Barakat
Committee Secretary



Fahad Abdullah Al Kassim
Committee Chairman



Competing Business Standards and Procedures for Savola Group

These Standards and Procedures were approved for the first time based on the Savola Group Extraordinary General Assembly's resolution in its meeting held on May 10th 2023

Below is a proposal for certain amendments to the criteria and Procedures governing competitive businesses of Savola Group, which the Board of Directors recommends presenting to the Ordinary General Assembly of the Company, to be convened on 6 May 2026 for voting.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>1. Introduction</p> <p>The " Competing Business Standards and Procedures for Savola Group(“Savola” or the “Company”) ” has been prepared to comply with point (3) of Article (44) of the Corporate Governance Regulations issued by the Capital Market Authority Board pursuant to its Decision No. (8-6-2017) Dated 16/05/1438H corresponding to 13/2/2017, as amended pursuant to its decision No. (8-5-2023) dated 25/06/1444H corresponding to 18/01/2023, which stipulates that “the Board shall assesses the members’ competition with the Company's business or if he/she is in competition with one of the branch activities that it conducts in accordance with the standards issued by the Ordinary General Assembly upon a proposal from the Board”.</p>	<p>1. Introduction</p> <p>The " Competing Business Standards and Procedures for Savola Group(“Savola” or the “Company”) ” has been prepared to comply with point (3) of Article (44) of the Corporate Governance Regulations issued by the Capital Market Authority Board pursuant to its Decision No. (8-6-2017) Dated 16/05/1438H corresponding to 13/2/2017, as amended pursuant to its decision No. (8-5-2023) dated 25/06/1444H corresponding to 18/01/2023, which stipulates that “the Board shall assesses the members’ competition with the Company's business or if he/she is in competition with one of the branch activities that it conducts in accordance with the standards issued by the Ordinary General Assembly upon a proposal from the Board”.</p>
<p>2. Purpose</p> <p>The purpose of the Competing Business Standards and Procedures” is to define businesses and activities that are considered competing with the Company’s or its subsidiaries businesses or one of the branch activities. These standards and procedures also aim to clarify the procedures to be followed if a Board or a Committees member or a Board nominee participates in a competing business in accordance with the controls stipulated in the Implementing Regulations of the Companies’ Law for listed joint-stock companies and Corporate Governance Regulations, which contributes in enhancing the transparency in all of the Company’s transactions and avoid conflicts of interest.</p>	<p>2. Purpose</p> <p>The purpose of the Competing Business Standards and Procedures” is to define businesses and activities that are considered competing with the Company’s or its subsidiaries businesses or one of the branch activities. These standards and procedures also aim to clarify the procedures to be followed if a Board or a Committees member or a Board nominee participates in a competing business in accordance with the controls stipulated in the Implementing Regulations of the Companies’ Law for listed joint-stock companies and Corporate Governance Regulations, which contributes in enhancing the transparency in all of the Company’s transactions and avoid conflicts of interest.</p>

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>3. Competing with the Company</p> <ol style="list-style-type: none"> 1. A Board or Committee member may not engage in any business that may compete with the Company or any of its subsidiaries or with one its branch activities without the authorization of the Company’s General Assembly, or the Board if it was delegated from the General Assembly in accordance with the conditions mentioned in these standards and procedures, the Companies’ Law, and the relevant CMA regulations. 2. The election not to engage in a business that may compete with the Company or its group is a personal responsibility of each member of the Board, and If he/she violates these procedures, the Company may claim for appropriate compensation before the competent judicial authority.⁽²⁾ 	<p>3. Competing with the Company</p> <ol style="list-style-type: none"> 1. A Board or Committee member may not engage in any business that may compete with the Company or any of its subsidiaries or with one of its branch activities without the authorization of the Company’s General Assembly, or the Board if it was delegated from the General Assembly in accordance with the conditions mentioned in these standards and procedures, the Companies’ Law, and the relevant CMA regulations. 2. The election not to engage in a business that may compete with the Company or its group is a personal responsibility of each member of the Board, and If he/she violates these procedures, the Company may claim for appropriate compensation before the competent judicial authority.⁽¹⁾
<p>4. Duties of Members & Nominees of the Board of Directors regarding Competing Business</p> <ol style="list-style-type: none"> 1. A person who desires to nominate himself/herself for the Board membership shall disclose to the Board and the General Assembly if he/she engages in a business that may compete with the Company or any of its activities. 2. The Board member shall perform his/her duties with honesty and integrity and put the interests of the Company above his/her own interests, and not use his/her position to achieve personal interests.⁽⁴⁾ 3. The Board member shall protect the confidentiality of the information related to the Company and its activities, and not disclose any such information to any person. 4. Board member shall not misuse his/her position, duties and authorities in anyway or benefit, directly or indirectly, from any of the Company’s assets, information or investment opportunities presented to them or the Company, in his/her capacity as member 	<p>4. Duties of Members & Nominees of the Board of Directors regarding Competing Business</p> <ol style="list-style-type: none"> 1. A person who desires to nominate himself/herself for the Board membership shall disclose to the Board and the General Assembly if he/she engages in a business that may compete with the Company or any of its activities. 2. The Board member shall perform his/her duties with honesty and integrity and put the interests of the Company above his/her own interests, and not use his/her position to achieve personal interests.⁽³⁾ 3. The Board member shall protect the confidentiality of the information related to the Company and its activities, and not disclose any such information to any person. 4. Board member shall not misuse his/her position, duties and authorities in anyway or benefit, directly or indirectly, from any of the Company’s assets, information or investment opportunities presented to them or the Company, in his/her capacity as member

(1) Article (27) of the company’s law Article (44) of the Corporate Governance Regulation issued by the Capital Market Authority.

(2) Article (27) of the company’s law Article (44) of the Corporate Governance Regulation issued by the Capital Market Authority.

(3) Item (2) of Article (45) of the Corporate Governance Regulation issued by the Capital Market Authority.

(4) Item (2) of Article (45) of the Corporate Governance Regulation issued by the Capital Market Authority.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>of the Board. This includes investment opportunities which are within the activities of the Company, or which the Company wishes to make use of. Such prohibition shall extend to the Board member who resign to, directly or indirectly, use investment opportunities that the Company wishes to use, which came to their knowledge during their tenure on the Board.</p>	<p>of the Board. This includes investment opportunities which are within the activities of the Company, or which the Company wishes to make use of. Such prohibition shall extend to the Board member who resign to, directly or indirectly, use investment opportunities that the Company wishes to use, which came to their knowledge during their tenure on the Board.</p>
<p>5. Concept of the Competing Businesses⁽⁷⁾</p> <p>For the purposes of this Policy, and by way of example, the following shall be deemed a participation in a business that may compete with the Company, any of its activities or any of its subsidiaries:</p> <ol style="list-style-type: none"> 1) The Board members’ establishing a company, an establishment, or owning of a considerable percentage of shares or stakes in a company or any other entity that engages in business activities that are similar to the activities of the Company or its group. 2) Accepting membership in the Board of a company or an entity that is competing with the Company or its group or handling the management of a competing establishment or competing company of any form, except the Company’s subsidiaries. 3) Accepting membership in any committee of a company that competes with the Company or any other company in its group. 4) The Board member’s acting as an overt or covert commercial agent or the like for another company or entity competing with the Company or its group. 5) The Board member getting consideration for providing consultations to another company competing with the Company, which is in any main activity that Savola operates within. . 6) The Board member using his/her knowledge of or influence over any of the Company's or its group’s clients, suppliers or advisors for the benefit of any company or person working for a company that is 	<p>5. Concept of the Competing Businesses⁽⁵⁾</p> <p>The Remuneration and Nomination Committee assesses the professional or commercial activities undertaken by a Board member or one of its committees' member when there is a likelihood of the member engaging in a competing activity, in order to determine whether such activities constitute direct or indirect competition with the Company’s activities. The Committee shall have full authority to request any relevant information from the concerned member, conduct the necessary review and assessment, and submit a recommendation to the Board of Directors if necessary to present the activity to the General Assembly of Shareholders to obtain approval for it, with no conflict of relevant rules and regulations in this respect.</p> <p>For the purposes of this Policy, and by way of example, the following shall be deemed a participation in a business that may compete with the Company, any of its activities or any of its subsidiaries:</p> <ol style="list-style-type: none"> 1) The Board members’ establishing a company, an establishment, or owning of a considerable percentage⁽⁶⁾ of shares or stakes in a company or any other entity that engages in business activities that are similar to the activities of the Company or its group. 2) Accepting membership in the Board of a company or an entity that is competing with the Company or its group or handling the management of a competing establishment or competing company of any form,

(5) Article (45) of the Corporate Governance Regulation issued by the Capital Market Authority.

(6) considerable percentage in this policy, refers to 30% or more of voting power or having the right to appoint 30% or more of the competing company’s Board members.

(7) Article (45) of the Corporate Governance Regulation issued by the Capital Market Authority.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>competing with the Company or its group.</p>	<p>except the Company's subsidiaries.</p> <ol style="list-style-type: none"> 4) The Board member's acting as an overt or covert commercial agent or the like for another company or entity competing with the Company or its group. 5) The Board member getting consideration for providing consultations to another company competing with the Company, which is in any main activity that Savola operates within. . 6) The Board member using his/her knowledge of or influence over any of the Company's or its group's clients, suppliers or advisors for the benefit of any company or person working for a company that is competing with the Company or its group.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>6. Competing Business & activities Standards:</p> <p>Any business related to the Company’s main activities stipulated in the Company’s bylaws or/and its subsidiaries, shall be deemed a business that competes with the Company including but not limited to the following activities:</p> <ol style="list-style-type: none"> 1. Manufacturing and trading in all types of food products, especially the production and processing of vegetable oils, margarine, specialty fats, sugar, frozen foods, spices, nuts, and snacks, as well as marketing, distributing, and selling these products. 2. Wholesale and retail marketing, through supermarkets, of food products, household goods, stationery and school supplies, clothes, electrical and cosmetic items, perfumes, cars accessories, equipment and paints. 3. Establishing and managing restaurants and bakeries. 	<p>6. Competing Business & activities Standards:</p> <p>Any business related to the Company’s main activities stipulated in the Company’s bylaws or/and its subsidiaries, taking into consideration the listed companies in which the Group holds a considerable percentage, as these companies have independent Boards of Directors and their own competing business Standards and Procedures, shall be deemed a business that competes with the Company including but not limited to the following activities:</p> <ol style="list-style-type: none"> 1. Manufacturing and trading in all types of food products, especially the production and processing of vegetable oils, margarine, specialty fats, sugar, frozen foods, spices, nuts, and snacks, as well as marketing, distributing, and selling these products. 2. Wholesale and retail marketing, through supermarkets, of food products, household goods, stationery and school supplies, clothes, electrical and cosmetic items, perfumes, cars accessories, equipment and paints.
<p>7. Assessing the Competition</p> <p>The Board, when assessing the Board member or a member of any of the Company's or its subsidiaries Committees’ competition with the Company's business, shall take into account the following standards:</p> <ol style="list-style-type: none"> 1) The geographical reach of the business competing with the Company and/or any of its subsidiaries. 2) The total revenues of Savola the competing activity during the fiscal year compared to the revenues of the Savola Group in this activity, so that the business practiced by the member is considered competitive to the Company if its total revenues represent a substantial percentage of not less than 5% of the revenues of the Savola Group in this activity according to the latest audited financial statements. 3) Whether engaging in the competing business would prevent the Board member from providing the required care towards the interests of the Company. 4) Whether engaging in the competing business by the Board member is likely to have a material impact on his/her role as a member in the Company’s Board or any of its Committees. 	<p>7. Assessing the Competition</p> <p>The Board, when assessing the Board member or a member of any of the Company's or its subsidiaries Committees’ competition with the Company's business, shall take into account the following standards:</p> <ol style="list-style-type: none"> 1) The geographical reach of the business competing with the Company and/or any of its subsidiaries. 2) The total revenues of Savola the competing activity during the fiscal year compared to the consolidated revenues of the Savola Group, so that the business practiced by the member is considered competitive to the Company if its total revenues represent a substantial percentage of not less than 10% of the revenues of the Savola Group in this activity according to the latest audited financial statements. 3) Whether engaging in the competing business would prevent the Board member from providing the required care towards the interests of the Company. 4) Whether engaging in the competing business by the Board member is likely to have a material impact on his/her role as a member in the Company’s Board or any of its Committees.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>8. Controls of Competing with the Company (9)</p> <p>If a member of the Board, or a member of one of its Committees, desires to engage in a business that may compete with the Company or any of its activities, the following shall be taken into account:</p> <ol style="list-style-type: none"> 1) Notifying the Board of the competing businesses (direct or indirect) that he/she desires to engage in and recording such notification in the minutes of the Board meeting. 2) The conflicted member shall abstain from voting on the related decision in the Board meetings, the meetings of its Committees, and General Assemblies. 3) The Board informing the General Assembly, once convened, of the competing businesses that the member of the Board, or a member of one of its Committees, is engaged in, after the Board assessing the member's competition with the Company's business or if he/she is in competition with one of the branch activities that it conducts or its subsidiaries in accordance with these standards, , provided that such businesses are assessed on annual basis. 4) Obtaining an authorization of the General Assembly of the Company, for the Board member to engage in the competing business. The Ordinary General Assembly shall have the right to delegate the authorization powers to the Board provided that the resolution of that General Assembly specifies the competing businesses and activities that the Board may authorize during the delegation period. Any member of the Board shall not be allowed to vote on the items of delegation and its revocation in the Ordinary General Assembly. 5) The period for the delegation referred to in the point (4) above, shall be a maximum of one year from the date of the Ordinary General Assembly approval to delegate its powers to the Company's Board, or until the end of the term of the delegated Board, whichever is earlier. 	<p>8. Controls of Competing with the Company (8)</p> <p>If a member of the Board, or a member of one of its Committees, desires to engage in a business that may compete with the Company or any of its activities, the following shall be taken into account:</p> <ol style="list-style-type: none"> 1) Notifying the Board of the competing businesses (direct or indirect) that he/she desires to engage in and recording such notification in the minutes of the Board meeting. 2) The conflicted member shall abstain from voting on the related decision in the Board meetings, the meetings of its Committees, and General Assemblies. 3) The Board informing the General Assembly, once convened, of the competing businesses that the member of the Board, or a member of one of its Committees, is engaged in, after the Board assessing the member's competition with the Company's business or if he/she is in competition with one of the branch activities that it conducts or its subsidiaries in accordance with these standards, , provided that such businesses are assessed on annual basis. 4) Obtaining an authorization of the General Assembly of the Company, for the Board member to engage in the competing business. The Ordinary General Assembly shall have the right to delegate the authorization powers to the Board provided that the resolution of that General Assembly specifies the competing businesses and activities that the Board may authorize during the delegation period. Any member of the Board shall not be allowed to vote on the items of delegation and its revocation in the Ordinary General Assembly. 5) The period for the delegation referred to in the point (4) above, shall be a maximum of one year from the date of the Ordinary General Assembly approval to delegate its powers to the Company's Board, or until the end of the term of the delegated Board, whichever is earlier.

(8) Article (44) of the Corporate Governance Regulation issued by the Capital Market Authority.

(9) Article (44) of the Corporate Governance Regulation issued by the Capital Market Authority.

Competing Business Standards and Procedures for Savola Group (Before)	Competing Business Standards and Procedures for Savola Group (After)
<p>9. Refusal to Grant the Authorization for Competing Business ⁽¹¹⁾</p> <p>If the General Assembly or the Board - through a delegation of the Ordinary General Assembly - rejects granting the authorization for the member to participate in an activity competing with the Company or any of its subsidiaries, the member of the Board shall resign within a period specified by the General Assembly or the Board (if the Board was authorized by the General Assembly); otherwise, his/her membership in the Board shall be deemed terminated, unless he/she decides to withdraw from such competing activity or amend his/her situation in accordance with the Companies' Law and its implementing regulations prior to the end of the period set by the General Assembly or the Board (if the Board was authorized by the General Assembly).</p>	<p>9. Refusal to Grant the Authorization for Competing Business ⁽¹⁰⁾</p> <p>If the General Assembly or the Board - through a delegation of the Ordinary General Assembly - rejects granting the authorization for the member to participate in an activity competing with the Company or any of its subsidiaries, the member of the Board shall resign within a period specified by the General Assembly or the Board (if the Board was authorized by the General Assembly); otherwise, his/her membership in the Board shall be deemed terminated, unless he/she decides to withdraw from such competing activity or amend his/her situation in accordance with the Companies' Law and its implementing regulations prior to the end of the period set by the General Assembly or the Board (if the Board was authorized by the General Assembly).</p>
<p>10. Governance of the Standards and Procedures</p> <p>The Remunerations & Nomination Committee shall be responsible for periodically reviewing these Standards and Procedures as well as assessing their effectiveness in achieving their objectives.⁽¹³⁾</p>	<p>10. Governance of the Standards and Procedures</p> <p>The Remunerations & Nomination Committee shall be responsible for periodically reviewing these Standards and Procedures as well as assessing their effectiveness in achieving their objectives.⁽¹²⁾</p>
<p>11. Final Provisions (Review, Amendment, and Publication of these Standards)</p> <p>The " Competing Business Standards and Procedures for Savola Group shall be implemented and complied with by the Company starting from the date it is approved by the General Assembly and shall be published and made available to the shareholders, the public, and the stakeholders in the Company's website. These Standards shall be reviewed periodically as needed, and any amendment to the content shall be presented to the board. The Board will study and review such amendments and recommend them for its approval by the General Assembly.</p>	<p>11. Final Provisions (Review, Amendment, and Publication of these Standards)</p> <p>The " Competing Business Standards and Procedures for Savola Group shall be implemented and complied with by the Company starting from the date it is approved by the General Assembly and shall be published and made available to the shareholders, the public, and the stakeholders in the Company's website. These Standards shall be reviewed periodically as needed, and any amendment to the content shall be presented to the board. The Board will study and review such amendments and recommend them for its approval by the General Assembly.</p>

(10) Article (67) of the Implementing Regulation of the Companies law for listed companies.

(11) Article (67) of the Implementing Regulation of the Companies law for listed companies.

(12) item (7) of Article (62) of the Corporate Governance Regulation issued by the Capital Market Authority.

(13) item (7) of Article (62) of the Corporate Governance Regulation issued by the Capital Market Authority.

Article (27) of the Companies Law Issued by the Ministry of Commerce

1. A company's manager or board member may not have any direct or indirect interest in the transactions conducted and contracts concluded for the company's account without the authorization of the partners, general assembly, or shareholders or their designees.
2. A company's manager or board member may not engage in any business that may compete with the company or with any of its activities without the authorization of the partners, general assembly, or shareholders or their designees.
3. A company's manager or board member may not exploit the company's assets or information or any investment opportunity offered to the company or to him in his capacity as a manager or board member for his benefit whether directly or indirectly.
4. The Regulations shall specify the rules necessary for the implementation of paragraphs (1), (2), and (3) of this Article.
5. Paragraph (1) of this Article shall not apply to the following:
 - a) Transactions conducted and contracts concluded pursuant to public tenders.
 - b) Transactions and contracts that aim to meet personal needs if they are carried out under the same terms and conditions the company applies to all persons and contractors it deals with and are within the company's regular activities.
 - c) Any other transactions or contracts specified by the Regulations which are not inconsistent with the company's interest.
6. If the company's manager or a board member violates paragraph (1) of this Article, the company may petition the competent judicial authority to invalidate the contract and order him to return any profit or benefits realized from such violation.
7. If the company's manager or a board member violates paragraph (2) of this Article, the company may petition the competent judicial authority for appropriate compensation.

Audit Committee Report for the year 2025

For Savola Group Shareholders





Introduction

In accordance with the Corporate Governance Regulations issued by the Board of the Capital Market Authority pursuant to Resolution No. 8-16-2017 dated 16/5/1438H corresponding to 13/02/2017G based on the company law issued by Royal Decree No. M/3 dated 28/01/1437H, as amended by Board Resolution No. 8-5-2023 dated 25/06/1444H corresponding to 18/01/2023G, and in addition to other applicable laws and regulations, we are pleased to present the Audit Committee Report of Savola Group for the year 2025. This report has been prepared in accordance with the requirements of the Companies Law, the rules and regulations of the Capital Market Authority, and the Audit Committee Charter.

1- Appointment

A resolution of the Savola Group Board of Directors, in its new term, was issued to appoint the Group's Audit Committee for a four-year term commencing on 01/07/2025 and ending on 30/06/2029, following the expiry of the previous Audit Committee's term on 30/06/2025. The Committee comprises Mr. Fahad Abdullah Al Kassim (Non-Executive Board Member), Chairman of the Committee; Mr. Bader Hamad Al Rabiah (Independent Board Member); Mr. Basel M. Binabr (Independent Board Member); Dr. Jassim Shaheen Al Rumaihi (External, Independent Member); and Mr. Khalid Mohammed Al Solai (External, Independent Member).

2- Meetings

In line with its charter, the Audit Committee will convene periodically based on Chairman invitation, at least four (4) times per year, and as may be necessary, and majority attendance of members constitute a quorum whether in person or by proxy. The Committee held six (6) meetings during 2025 and the quorum for each meeting was reached.

3- Savola Group Operating Model

The organizational structure "Operating model" adopted by the Group as a strategic investment holding company reflects the independence of the operational aspects of the Group's subsidiaries.

Conversely, all interaction between the Group's Audit Committee on one hand and its subsidiaries' Audit Committees on the other hand are governed by the Group's representation membership at the Audit Committees of the subsidiaries.

4- Audit Committee members' qualifications:

The schedule below describes current and previous positions, qualifications and experience of the Audit Committee members as follows:

No	Member name	Current positions	Previous positions	Qualifications	Experience
1.	Mr. Fahad Abdullah Al Kassim	Businessman, Chairman of Osool Integrated Property Co. and Liwan for Real Estate Development Co.; and Board Member of several listed, unlisted and family-owned companies, Partner in Century 21 & Partner for Real Estate Appraisal Co. and Fahad Abdullah Al Kassim & Partners Chartered Accountants & Consultants.	CEO of Amwal Financial Consultants, General Manager of Othaim Trading Group, Managing Partner at KPMG International, and Executive Director at Dallah Hospital.	Bachelor of Science degree in Management (Accounting major) - King Saud University, KSA. Management and Leadership Program - Oxford University, UK.	Financial, administrative, real estate, and auditing consultancy, executive management in a health institution, and retail and wholesale, and sits on other Boards and Committees.
2.	Mr. Bader Hamad Al Rabia	Chairman of Board of Al-Durra National Real Estate Co., Vice Chairman and CEO of Noor Al-Salhiya Real Estate, Vice Chairman of Board & Chairman of Audit Committee of Amar Finance & Leasing Co., Vice Chairman and member of the Risk Management Committee of Mezzan Bank, and Member of the Board at Dimah Capital Investment Company for Providing Large Electronic Money Services, and Member of the Board at Palms Agro Production Company, MIDCHEM in KSA, International Hotels Group in Jordan, and General Manager at Ikarus Real Estate in the UAE, Noor International Co. For buying & Selling Shares and Bonds (Kuwait), Al Merqab Co. For buying & Selling Shares and bonds (Kuwait).	Supervisor of Real-Estate Financing in Kuwait Finance House, Head of Real Estate Investment at Noor Financial Investment Company, Vice Chairman of Board and CEO of Al Manar Financing & Leasing Co.	Bachelor's degree in accounting, Kuwait University, Kuwait.	He has extensive experience in business management, financial auditing, risk management, and real estate investment. Also served as a member of Kuwait Association of Accountants & Auditors and Kuwait Economic Society.

No	Member name	Current positions	Previous positions	Qualifications	Experience
3.	Mr. Basel Mohammed Binjabr	CEO, Thameen Holding	CEO for number of companies such as : HTDC, Saudi Binladen Group. Mohammed I. Al Subeaei & Sons Investment Co. (MASIC), Saudi Arabia Interactive, General Secretary of Permanent Committee of E-commerce at Ministry of Commerce.	MBA - University of Detroit, Michigan USA, BA in Business Administration, King Saud University - KSA.	Extensive experience of more than 25 years in various fields such as executive management, investment, strategic planning and information technology development, in addition to the membership in the Board of Directors and chairman of Committees of a number of joint stock companies that work in various activities such as investment, insurance, real estate development and finance.
4.	Dr. Jassim Shaheen Al Rumaihi	Retired professor, financial consultant, and dedicated administrative officer	Regional Manager of Arab Open University for East Region, Chief Executive Officer of Razan Cognitive Holding and Saudi Constructing Union Company, Head of the Finance and Administration of Faisal Al Qahtani & Sons for Trading & Constriction, and Head of the Accounting and Management Information Systems Department, King Fahd University of Petroleum and Minerals.	Ph. D in Accounting from University of Dundee, UK, Master's degree in Accounting from the University of Missouri, United States of America, Bachelor's degree in Accounting from King Saud University.	Has more than 30 years of academic and practical experience, currently working as a dedicated business consultant in the financial and administration fields, and member of several Boards and remuneration & nomination committees of other companies.
5.	Mr. Khalid Mohammed Alsolai	Board and Audit Committee Member in several listed and unlisted companies, including Nadec and Dallah Healthcare.	He served as a Board Member of the Capital Market Authority (CMA) and held the position of Chief Internal Auditor at Saudi Telecom Company (STC). He also served as the Supervisor of the Professional Quality Assurance	Holds a bachelor's degree in accounting from King Saud University, a Diploma in Economics and Management from an Economic Institute in the United States, Certified Public Accountant (CPA) from	He has over 41 years of extensive experience in accounting, auditing, and capital markets.

No	Member name	Current positions	Previous positions	Qualifications	Experience
			Program at the Saudi Organization for Certified Public Accountants (SOCPA). Additionally, he worked as the Director of Audit and Financial Consultancy at the Saudi Industrial Development Fund (SIDF) and was seconded to Ernst & Young (EY) in the United States.	the American Institute of Certified Public Accountants, and Certified Fraud Examiner (CFE) from the Association of Certified Fraud Examiners. He also has a Risk Management Fellowship from the Institute of Internal Auditors (IIA Global)	
Former Members of Savola Group Audit Committee for the previous term of office ended 30/06/2025					
-	Mr. Mohammed Ibrahim Al Issa	CFO of Assila Investments, and Board member of BlackRock Saudi Arabia and International Medical Center (IMC) and STC Bank.	Head of Balance Sheet Management and Investment at Saudi British Bank (SABB), and member of the Board of Directors at Sukoon Real Estate Company, Al Aqeeq Real Estate Company, and Kinan International Real Estate Development.	Bachelor's degree in commerce, Finance – Sauder School of Business, University of British Columbia, Canada.	Financial management, investments and financial markets.
-	Mr. Tareq Abdullah Al-Garaawy	He is currently an audit committee member of several joint stock companies.	Worked in several companies like Idfa Management & Financial Consultants, and Tatweer Buildings Company (TBC).	- Bachelor's degree in accountancy from King Saud University in 1996. - Master's degree in accountancy from George Washington University in 2002. - A Certified Management Accountant, and a member of the Institute of Management Accountants (USA) as well as a member of Institute of Internal Auditors.	Has more than 24 years' practical experience in financial, accountancy, compliance and consultancy gained from working with several banks such as, Saudi Investment Bank, Saudi Arabia British Bank and Bank Al-Bilad.

5- Audit Committee attendance:

The members of the Audit Committee attendance for the meetings of the Audit Committee held during the year 2025 are listed below:

Sr.	Name	4 Feb	10 Mar	6 May	24 Jun	6 Aug	4 Nov	Total
1.	Mr. Fahad Abdullah Al Kassim (Chairman) (Non-executive, Savola Board Member)	✓	✓	✓	✓	✓	✓	6 of 6
2.	Mr. Bader Hamad Al Rabia (Independent, Savola Board Member)	✓	✓	X	✓	X	✓	4 of 6
3.	Mr. Basel M. Binjabr (Independent, Savola Board Member)	N/A	N/A	N/A	N/A	✓	✓	2 of 2
4.	Dr. Jassim Shaheen Al Rumaihi (Independent, External Member)	✓	✓	✓	✓	✓	✓	6 of 6
5.	Mr. Khalid Mohammed Alsolai (Independent, External Member)	N/A	N/A	N/A	N/A	✓	✓	2 of 2
-	Mr. Aly Asim Barakat (Committee Secretary)	✓	✓	✓	✓	✓	✓	6 of 6
Former Members of Savola Group Audit Committee for the previous term of office ended 30/06/2025								
-	Mr. Mohammed Ibrahim Al Issa (Independent, Previous Savola Board Member)	✓	✓	✓	✓	N/A	N/A	4 of 4
-	Mr. Tareq Abdullah Al-Garaawy (Independent, Previous External Member)	✓	✓	✓	✓	N/A	N/A	4 of 4

6- Audit Committee remuneration for 2025 (Saudi Riyals):

Sr.	Name	Title	Fixed Remuneration (Except for the allowance for attending meetings)	Allowance for attending Meetings	Total	Other expenses
1.	Mr. Fahad Abdullah Al Kassim (Non-executive, Savola Board Member)	Chairman	200,000	30,000	230,000	6,300
2..	Mr. Bader Hamad Al Rabia (Independent, Savola Board Member)	Member	200,000	20,000	220,000	3,000
3.	Mr. Basel M. Binjabr* (Independent, Savola Board Member)	Member	100,000	10,000	110,000	4,650
4.	Dr. Jassim Shaheen Al Rumaihi (Independent, External Member)	Member	200,000	30,000	230,000	-
5.	Mr. Khalid Mohammed Alsolai (Independent, External Member)	Member	100,000	10,000	110,000	-
Former Members of Savola Group Audit Committee for the previous term of office ended 30/06/2025						
-	Mr. Mohammed Ibrahim Al Issa (Independent, Previous Savola Board Member)	Member	100,000	20,000	120,000	6,300
-	Mr. Tareq Abdullah Al-Garaawy (Independent, Previous External Member)	Member	100,000	20,000	120,000	-
Total			1,000,000	140,000	1,140,000	

*was appointed as an Audit Committee member on 01 July 2025

Summary of Audit Committee duties, responsibilities and achievements executed in 2025:

a- Financial reporting

- Analyze and recommend to the Group's Board of Directors the approval of the preliminary quarterly results
- and year-end consolidated financial statements focusing particularly on the reliability of the information disclosed therein, changes in accounting policy, significant and unusual events, reasonableness of accounting estimates for significant issues, as well as compliance with accounting standards and other legal requirements.

b- Internal audit

- Review and approve the Group's internal audit department plan, scope of activities, methodologies and outputs and ensure whether the function has the necessary authority and resources to carry out its work while maintaining its independence.
- Review and assess Savola Group internal audit reports and monitor the tracking and follow-up of procedures implementation determining whether or not appropriate actions are taken in respect of the internal audit recommendations therein.

c- External audit

- Review the external auditors service delivery plan, scope of work, the results of the financial audits, the relevant audit reports and verifying the independence of the external auditor as well as not providing any work that is beyond its scope of work.
- Ensure that appropriate assistance was given by the Group's executive management team to the external auditors and that no difficulties were encountered during the course of the audit, including any restrictions on the scope of activities or access to required information.
- Providing recommendations to the board to nominate external auditors and determine their remunerations, after verifying their independence and reviewing the scope of their work and the contract terms.

d- Related party transactions

- Review the results of external auditors limited review of Savola related party transactions for 2025 included in the related party transactions report prepared by the Board of Directors in relation to the related party transactions executed by the company during the year and provide any recommendation to the Board based on the results, if any.
- Ensure that related party transactions are properly disclosed in the Board of Directors report and audited financial statements.
- Review the contracts and proposed related party transactions (if applicable), and provide its recommendations to the Board.

e- Savola Integrity Hotline

Oversee the Group's wide whistleblowing reporting facility "Integrity Hotline" which captures and records

matters raised by any stakeholders, including the executive management team, senior managers, employees (permanent, temporary and part-time), shareholders, trainers, clients, individuals, agency staff, consultants, suppliers and vendors.

7- Review of Group internal control procedures and results:

The executive management of the Group and its subsidiaries certifies annually its responsibility for establishing and maintaining internal control procedures designed to provide reasonable assurance regarding the effectiveness and efficiency of operations, the reliability of financial reporting, and compliance with applicable laws and regulations. The reasonable assurance provided by the signed internal control certifications is supported by the results of a questionnaire completed by all heads of functions across the Group and its subsidiaries. The questionnaire was designed in line with the Internal Control-Integrated Framework published by Committee of Sponsoring

Organization (COSO) of the Treadway Commission. The signed internal control certificates for 2025 were submitted and filed with the Group's legal counsel.

The Internal Audit Department at the Group and its subsidiaries execute the annual audit plan, which is approved by the Audit Committee at the Group and its subsidiaries, and submit periodic reports evaluating the existing condition of internal control procedures. These evaluations focus on the control environment, organization's structure, risks, policies and procedures, segregation of duties and information systems. A random sample of activities within the planned audit area is selected to test the effectiveness and efficiency of the design and operation of internal control procedures. All internal control recommendations resulting from the execution of annual audit plans are communicated to concerned management parties and followed-up by internal audit departments at the Group and its subsidiaries to support continuous improvement of the effectiveness of internal control procedures.

The Group's external auditors conducted their audit in accordance with international auditing standards adopted in Saudi Arabia which require that they plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. This resulted in providing an unqualified opinion on the Group's consolidated financial statements for the year ended on December 31, 2025, based on International Financial Reporting Standards (IFRS) that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants (SOCPA).

Based on the results of the above mentioned procedures, the Group's Audit Committee believes that reasonable assurance was provided regarding the adequacy and effectiveness of internal control procedures.

However, we emphasize that due to the geographical spread of the Group's operations locally and regionally we cannot conclude exclusively on the comprehensiveness of the internal control procedures, as these procedures in substance, rely on selecting random samples as above mentioned.

Accordingly, the Audit Committees at the Group and its subsidiaries efforts are focused continuously to develop and improve the effectiveness and efficiency of the internal control procedures review mechanism in place across the Group and its subsidiaries.

Conclusion: the Audit Committee report was prepared by the Audit Committee for the year 2025 in line with the regulatory requirements and the charter of the Committee and will be submitted to the general assembly when the Board of Directors issue its invitation.