

# ANNUAL REPORT 2025



العنثيم  
Othaim

مرحباً بكم Welcome







— The Custodian of the Two Holy Mosques —

**King Salman bin Abdulaziz Al Saud**

— King of Saudi Arabia —



— His Royal Highness —

**Prince Mohammed bin Salman bin Abdulaziz Al Saud**

— Crown Prince and Prime Minister —

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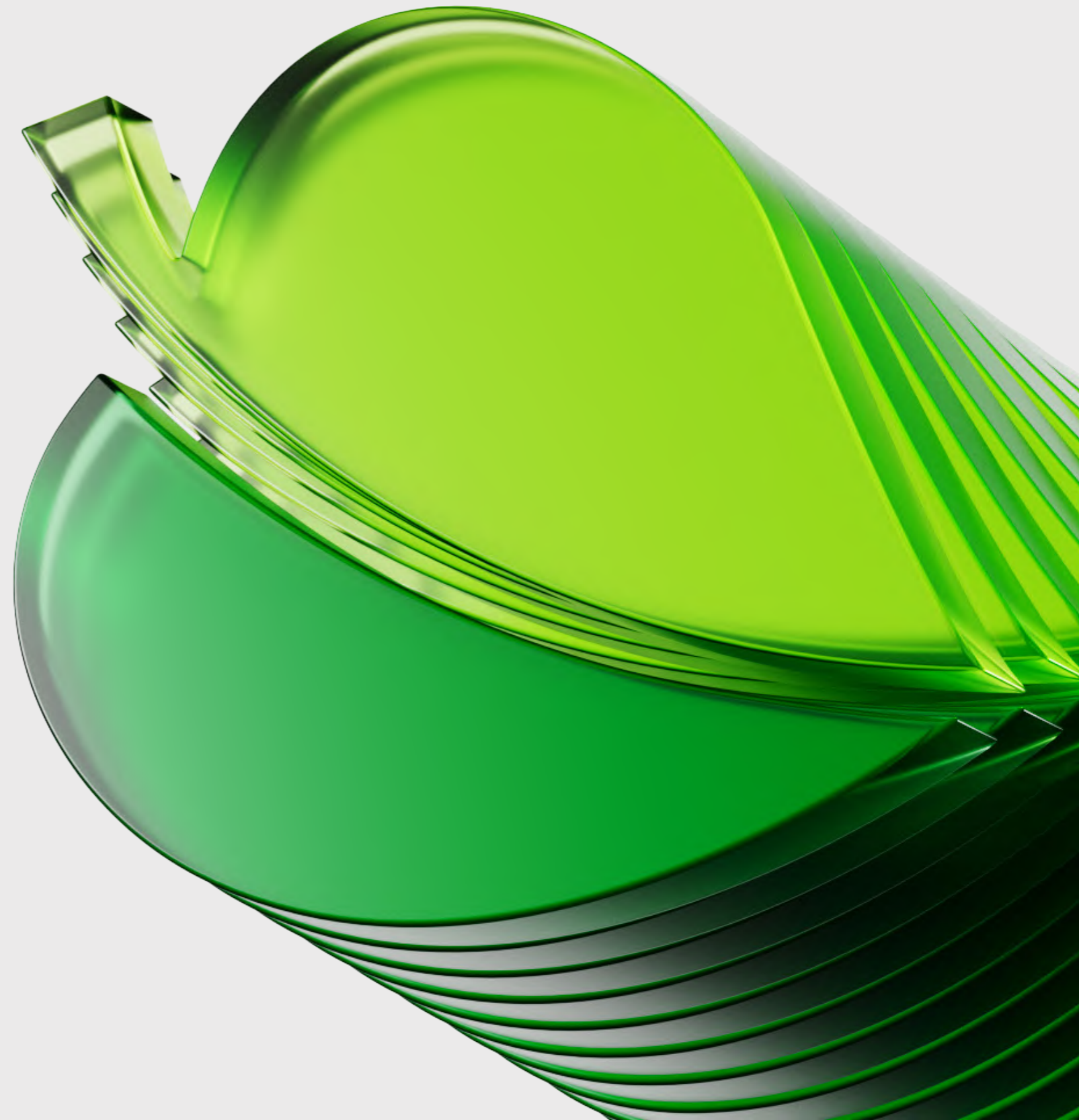
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# Overview



### A Brief History of Abdullah Al-Othaim Markets:

Abdullah Al-Othaim Markets Company traces its origins to Saleh Al-Othaim Commercial Establishment, founded in 1956 by the late Sheikh Saleh Ali Al-Othaim (may he rest in peace). The business began its operations in the food trading sector from its first location in Al-Batha District in Riyadh, which at the time represented the center of commercial activity.

In 1401H (1980), Al-Othaim Trading Company was formally established to continue its expansion through the opening of wholesale and retail outlets. A major strategic milestone was achieved in 1410H (1990), when the Company implemented the “Consumer Wholesale” model across all its markets after expanding to fourteen outlets, strengthening its position as one of the leading companies in this field.

To support operational growth, the Company inaugurated central warehouses in 1412H (1992), designed to advanced storage standards and equipped with modern dry and refrigerated storage systems. This was complemented by the expansion of the distribution fleet, enhancing supply chain efficiency and elevating the level of service provided to both customers and suppliers.

The Company continues to implement its expansion strategy by growing its branch network, enhancing its electronic services, and targeting new segments of society, including students, across the Kingdom, guided by an integrated vision focused on operational sustainability and the delivery of comprehensive services that meet the expectations of diverse customer segments.



## Highlight Information of Abdullah Al-Othaim Markets:

Abdullah Al-Othaim Markets Company is a Saudi joint-stock company listed on the Saudi Stock Exchange.

01

Currently the Company is present in the Kingdom of Saudi Arabia and the Arab Republic of Egypt.

02

For the fourth consecutive year, Abdullah Al-Othaim Markets Company maintained its leadership in the grocery retail sector in the Kingdom of Saudi Arabia, being recognized as the most valuable brand in the sector according to Kantar BrandZ.

03

For the second consecutive year, the Company was awarded the Corporate Social Responsibility (CSR) Award (Gold Category). In addition, it achieved two national recognitions, including fourth place in the "Best Practices" category and the "Best Community Contributions" award (Mega Category).

04

The main activities of the company are retail and wholesale sales, ownership and operation of supermarkets, hypermarkets and convenience stores.

05

The company has several investments in various sectors, such as manufacturing and distribution of general foodstuffs and manpower services.

06

The company seeks, through ambitious plans, to strengthen its position in the customer's minds, and its brand, and improve the shopping experience, which enhances its leadership in the retail sector.

Listing date



2008

Number of shares



900

Million shares

Market value



5.52

Billion SR

Paid-up capital



900

Million SR

Number of employees



19,872

Male and Female Employee

Number of branches



476

branches inside and outside the KSA

Book value



1

Riyal

Headquarter



Riyadh



## Our Products Quality:

Abdullah Al-Othaim Markets Company in the Kingdom of Saudi Arabia is committed to providing consumer goods that meet the highest standards of quality and safety, driven by its ongoing dedication to fulfilling customer requirements and enhancing overall customer satisfaction. This commitment supports the Company's vision to maintain its competitive position and deliver sustainable value through the quality of its products and services.

To achieve these objectives, the Company has adopted a scientific and structured approach through the development and implementation of an integrated Quality and Food Safety Management System. This approach includes enhancing operational efficiency, ensuring the availability of qualified human capital, leveraging modern technological solutions, and implementing specialized training programs. In addition, the Company places strong emphasis on building effective partnerships with trusted suppliers and maintaining continuous coordination with them, thereby supporting the ongoing improvement of product and service quality delivered to customers.



Vision

«Better life at lower costs»



Mission

«To contribute to enabling our society to live a better life in order to achieve the vision of our kingdom»

**For our customers:** providing the best and most appropriate quality and experience.

**For our employees:** providing the best development and stimulating work environment.

**For our suppliers:** Building business partnerships based on trust and mutual gains.

**For our investors:** maximizing the investment return in the short and long term.

**For our society:** Support sustainability, food and environmental security, and job generation



Values



Responsibility



Mastery



Honesty



Charity



Trust



## Our Brands:

Aligned with its strategic objectives and commitment to supporting national food security, Abdullah Al-Othaim Markets Company has strengthened the role of its brands as a key mechanism for providing essential consumer goods at competitive prices and reliable quality, particularly in light of rising prices among some major brands and the resulting limitations on consumer choice.

Within this context, the Company has adopted a strategy focused on diversifying its private-label brands and local and international commercial agencies, thereby expanding the range of options available to consumers, mitigating the impact of price increases, and contributing to a better balance between quality and cost.

This strategy plays an important role in supporting the food security ecosystem by diversifying sources of supply across national and international products, and by ensuring the availability of essential food and consumer goods at well-considered prices that meet the needs of various segments of society.

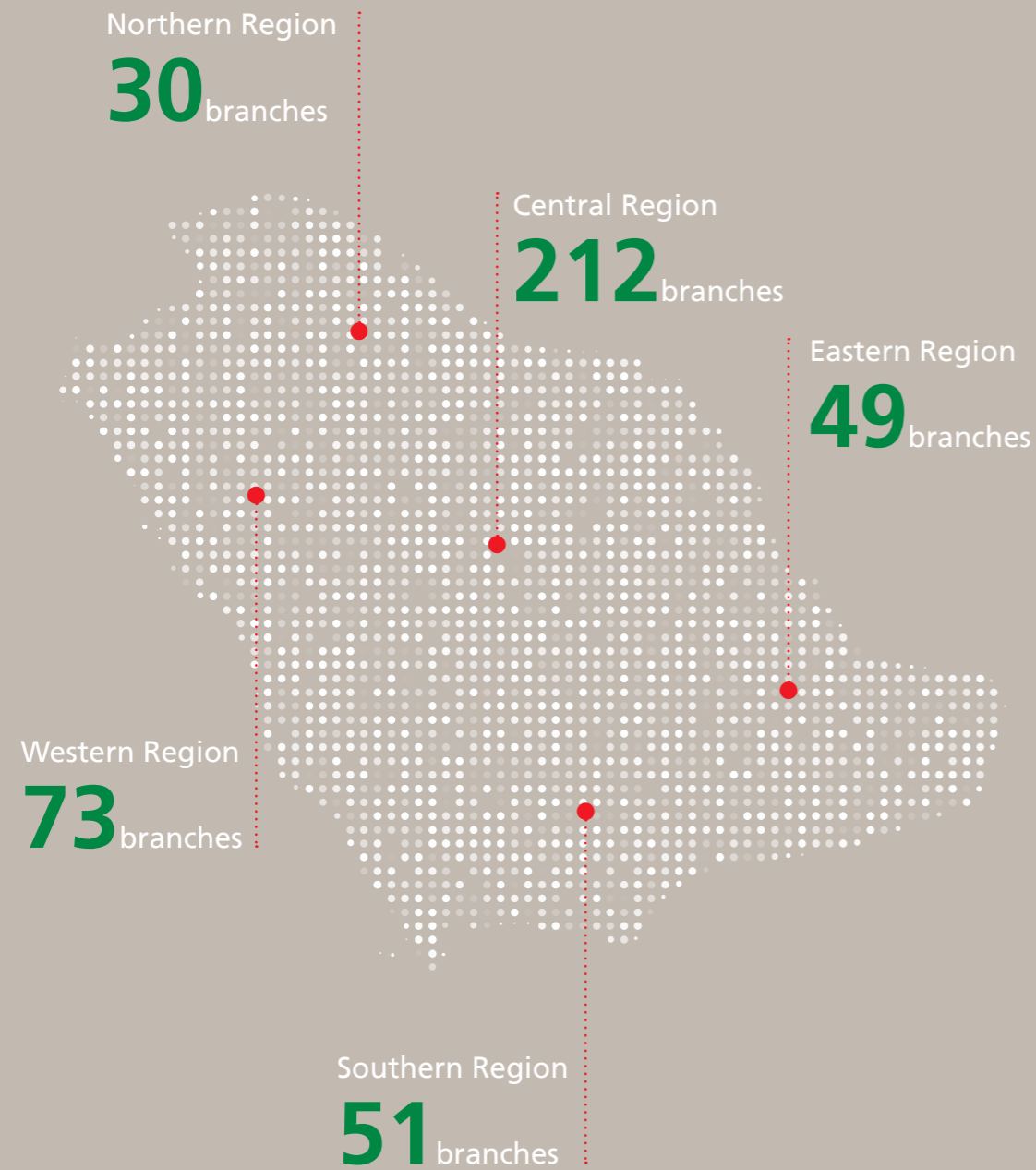
The Company's owned brands are registered under its name and are manufactured and packaged by certified facilities that adhere to high-quality standards, both locally and internationally. These brands cover a wide range of essential food and non-food products, ensuring supply continuity, meeting market demand, and providing consumers with reliable and accessible options. Key brands include the following:



### Main Success Partners:



**Our Geographical Presence:**




**415**  
Total number of branches in Saudi Arabia

**12**  
new branches during **2025**

Five (5) branches were closed during the year **2025**



**61**  
Total number of branches in the Arab Republic of Egypt

**6**  
new branches during **2025**

Two (2) branches were closed during the year **2025**

## Awards:

As part of Abdullah Al-Othaim Markets Company's ongoing efforts to enhance its performance and excellence and to strengthen its position in the retail sector, the Company achieved several notable milestones during 2025. These achievements contributed to supporting the community and the national economy, improving environmental performance, and enhancing the customer experience in line with the highest standards of quality and service.

As a result of these efforts, the Company received a number of awards during the year, including the following:

1. For the fourth consecutive year, Abdullah Al-Othaim Markets Company maintained its leadership in the grocery retail sector in the Kingdom of Saudi Arabia, being recognized as the most valuable brand in the sector according to Kantar BrandZ.



2. In 2025, Abdullah Al-Othaim Markets Company received the Best Retail Chain for Value for Money in the Kingdom of Saudi Arabia award from The Global Economics, in recognition of its excellence in offering high-quality products at competitive prices.



3. In 2025, Abdullah Al-Othaim Markets Company received the Best Omnichannel Retail Chain in the Kingdom of Saudi Arabia award from International Finance, in recognition of its success in developing an integrated shopping experience that combines physical stores with digital platforms, contributing to meeting customer expectations and enhancing overall customer satisfaction.



- For the third consecutive year, Abdullah Al-Othaim Markets Company ranked first in Supply Chain Efficiency in the Kingdom of Saudi Arabia, according to the annual evaluation issued by Advantage Group since 2023.



- For the second consecutive year, Abdullah Al-Othaim Markets Company was awarded the Corporate Social Responsibility (CSR) Award (Gold Category). In addition, it achieved two national recognitions, including fourth place in the "Best Practices" category and the "Best Community Contributions" award (Mega Category).



- As a result of its commitment to job localization and the development of a sustainable human capital base, Abdullah Al-Othaim Markets Company was awarded the "Work Award" (Fifth Edition) under the Localization Track, selected from among more than 216,000 participating entities across the Kingdom of Saudi Arabia, in recognition of its application of best practices in empowering national talent and advancing localization objectives.



- Othaim Training Academy, a subsidiary of the Company, received the "Labor Award" for Best Training Program for Students and Graduates, in recognition of its efforts in empowering young talents, developing their skills, and preparing them for integration into the labor market.



8. The Company's Othaim Training Academy obtained accreditation from the UK-based Martin Thompson institution in the field of experiential learning, reflecting the Academy's commitment to applying internationally recognized training methodologies.



9. Abdullah Al-Othaim Markets Company was honored by the Ministry of Human Resources and Social Development in recognition of its efforts in supporting the "Parallel Training" initiative, which aims to empower Saudi women professionally across various career paths and job roles.



10. Abdullah Al Othaim Markets Company achieved the highest level of compliance with the Wage Protection System by attaining the Diamond Level after 12 consecutive months of compliance, reaffirming its commitment to implementing best regulatory practices and safeguarding employees' rights.



11. For the second consecutive year, Abdullah Al-Othaim Markets Company received the Great Place to Work® certification from Great Place To Work, reaffirming its commitment to providing a supportive and motivating work environment that enhances employee satisfaction and strengthens organizational performance.



## Members of the Board of Directors:



Chairman of Board of Directors  
**Mr. Abdullah Saleh Ali Al-Othaim**



Vice Chairman of the Board of Directors  
**Eng. Bader Hamed Abdulrazaq Alaujan**



Board Member  
**Mr. Bandar Suliman Mohammed Al-Bohairy**



Board Member  
**Dr. Raed Abdullah Ibrahim Al-Hogail**



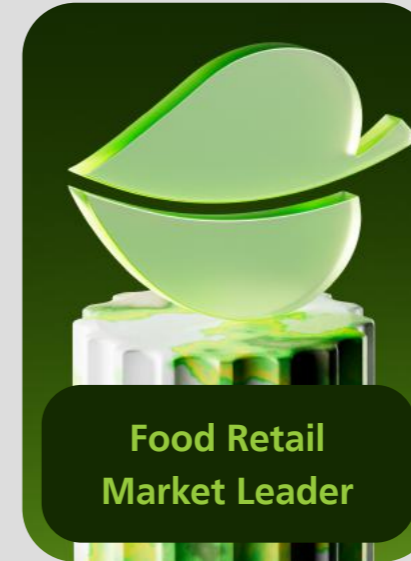
Board Member  
**Mr. Saad Ibrahim Saad Al-Mushawah**



Board Member & CEO  
**Eng. Muaffaq Abdullah Mohammed Mubarah**

# The Most Performance Financial for the Year 2025:

<b>Profit Margin Growth</b>	<b>Sales Growth</b>	<b>Earnings Per Share</b>	<b>Dividends</b>	<b>Total Sales</b>	<b>Net Profit</b>
<b>2.24%</b>	<b>3.03%</b>	<b>0.28</b>	<b>414</b>	<b>11.09</b>	<b>250.10</b>
Saudi Riyal		SAR Million	SAR Million	SAR Billion	SAR Million



**Food Retail Market Leader**



**Nationalization Rate 47.27%**



**Female Employees**

**23%**



**Our Vision.. Better Life at Lower Costs**



**CASH & CARRY**



**Iktissab Card Customer Growth Rate**

**15.64%**



**Branch Network Growth Rate**

**1.72%**

**476 Branches at Your Service**



**Customer Growth Rate**

**10.10%**



**Remote Empowerment & Employment Opportunities for People with Disabilities**



## Chairman of the Board of Directors Message:



Chairman of Board of Directors  
**Mr. Abdullah Saleh Ali Al-Othaim**

### Dear Shareholders of Abdullah Al-Othaim Markets Company, May the peace, blessings, and mercy of God be upon you ,,,

In light of the rapid economic transformations and the diversification of the drivers of success, excellence is no longer measured solely by the size of growth, but rather by a company's ability to achieve sustainable growth, maximize shareholder value and protect shareholders' rights, and adhere to the principles of governance and transparency. The economic stability and supportive regulatory environment established by our wise leadership – may God grant them success – have contributed to empowering national companies to enhance their competitiveness and ensure the sustainability of their operations.

Therefore, on my own behalf and on behalf of the Members of the Board of Directors, I am pleased to present to the Company's shareholders the annual report of Abdullah Al-Othaim Markets Company for the fiscal year 2025, which reviews the financial and operational performance, key strategic developments, and governance and risk management practices.

The year 2025 marked a significant milestone in the Company's journey, as it continued to strengthen its presence in the food retail sector through a well-planned expansion of its branch network and the implementation of strategic initiatives that contributed to increased operational efficiency, improved service quality, and enhanced competitiveness. These results are a testament to the integrated roles of the Board of Directors and the executive management, supported by a clear vision and disciplined execution.

In this context, the Board of Directors continued to fulfill its responsibilities in overseeing the Company's operations, strengthening the governance framework, ensuring the integrity of internal control and risk management systems, and adhering to the principles of transparency and

disclosure, thereby safeguarding shareholders' rights and strengthening investor confidence.

The Company also continued to develop its environmental, social, and economic sustainability practices as a fundamental pillar for creating long-term value and supporting business continuity, in accordance with best practices.

In the area of social responsibility, the Company received, for the second time, the 2025 Corporate Social Responsibility (CSR) Award – Gold Category – presented by the Ministry of Human Resources and Social Development, affirming its commitment to its social role and achieving a sustainable positive impact.

In conclusion, I extend my sincere thanks and appreciation to our wise leadership – may God grant them success – for their continued support of the private sector. I also thank the members of the Board of Directors and its committees for their active contributions to decision-making and supporting the Company's business direction, the executive management and all company employees for their efforts and achievements, and the company's shareholders, customers, and suppliers for their trust and continued support. We reaffirm our commitment to continuing to operate according to the highest standards of sustainability and governance, and to achieving sustainable growth that enhances the company's position and meets the aspirations of shareholders.

**May Allah grant us success.**

## CEO's Message:

**Dear Shareholders of Abdullah Al-Othaim Markets Company,  
May the peace, blessings, and mercy of God be upon you ,,,**

The year 2025 marked a pivotal phase in Abdullah Al-Othaim Markets Company's journey, as it combined rapidly evolving market conditions with tangible growth opportunities, requiring a high level of flexibility and disciplined execution. In this context, the Company continued to achieve sustainable growth in line with its strategic plans, while maintaining operational efficiency and strengthening its competitive position.

During the year, the Company focused on maximizing the benefits of its operational strengths and extensive geographic presence, enabling it to enhance revenues and expand its branch network within the Kingdom of Saudi Arabia and internationally, in response to growing demand and evolving consumer behavior. This well-planned expansion further reinforced the Company's leading position in the food retail sector and enhanced its ability to serve broader customer segments.

This expansion also supported the Company's social impact initiatives, including its ability to serve more than 230,000 school students affiliated with the Takaful Charitable Foundation across the Kingdom of Saudi Arabia through the distribution of educational support. With branches operating in (114) cities, governorates, and villages, the Company continues to strengthen its accessibility and position as a preferred choice for communities across the Kingdom.

The performance achieved during 2025 reflects the Company's ability to adapt to market developments and intensifying competition by improving resource utilization, enhancing operational efficiency, and continuing to deliver a shopping experience that meets customer expectations. The Company continued its efforts to increase its market share, supported by a flexible operating model and a clear growth vision.

As a result of its commitment to providing a healthy and motivating work environment and fostering employee engagement, the Company

was Great place to Work Certification for the second consecutive year.

As part of its expansion strategy, the Company opened (12) branches in the Kingdom of Saudi Arabia, and (6) branches in the Arab Republic of Egypt during 2025, bringing the total number of branches to (476). This reflects the Company's commitment to executing its expansion strategy on sustainable and well-structured foundations.

As a result of these efforts, the Company achieved total sales of SAR 11.09 billion during the year, representing a growth rate of 3.03% compared to 2024, and recorded a net profit of SAR 250.10 million for 2025. These results affirm the resilience of the Company's business models, the effectiveness of its operational decisions, and its continuous focus on delivering added value to shareholders.

Building on these results, the Company continues to pursue its strategic objectives with confidence, focusing on expanding its branch network, developing e-commerce channels, and enhancing operational efficiency, in support of sustainable growth over the medium and long term.

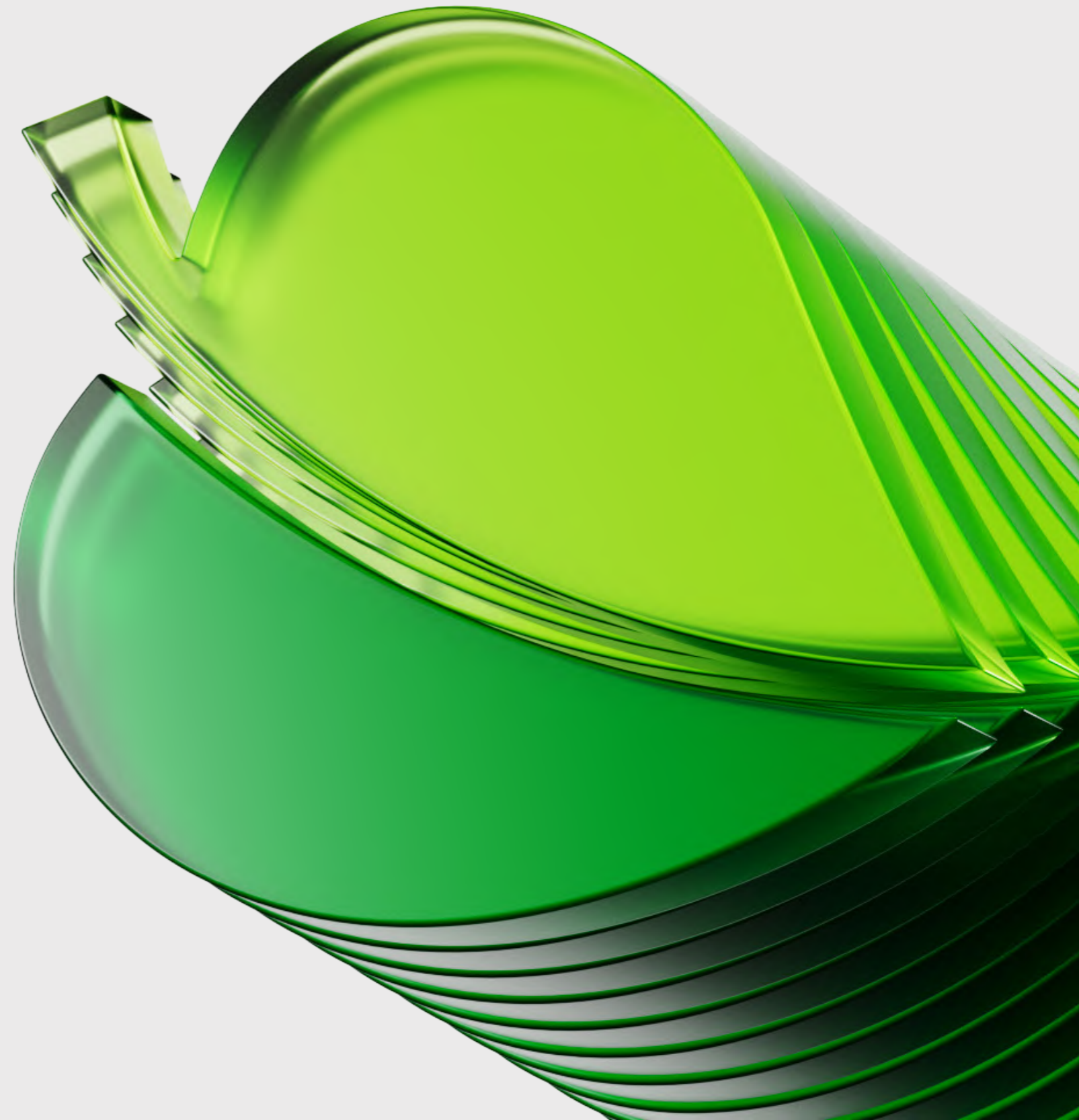
In conclusion, I extend my sincere thanks and appreciation to the Board of Directors for their guidance and continued support, to the Company's shareholders for their trust, and to all employees for their dedication and efforts. I also thank our customers and suppliers for their partnership and continued support. We reaffirm our commitment to operating with responsibility and ambition, and we look forward to a promising future filled with opportunities and growth.

May Allah grant us success.



CEO & Board Member  
Eng. Muaffaq Abdullah Mohammed Mubarah

# Company Strategy and Future Projections



# Strategy

Consumer behaviors have shifted rapidly, with several sectors growing at the expense of traditional retail, most notably e-commerce, discount markets, and the HoReCa sector. Abdullah Al-Othaim Markets Company enjoys unique competitive advantages, including extensive market presence, strong relationships with suppliers, and a leading market share exceeding 21% in the supermarket and hypermarket sector.

The company has continued to implement its structured strategy across various platforms, rebranding « Al-Othaim City» to «Al-Othaim Express» by renovating existing outlets, enhancing product assortments, introducing new high-quality products, and targeting new customers across its retail network. It has also expanded the implementation of quality programs across all sectors while continuously improving the customer experience.

Among the notable achievements is the ongoing development of the e-commerce sector through partnerships with both local and global platforms, in addition to serving more than 230,000 beneficiaries in collaboration with Takaful Charity Foundation. The company also strengthened its IT infrastructure and cybersecurity by implementing the Microsoft Dynamics 365 ERP system across the enterprise.

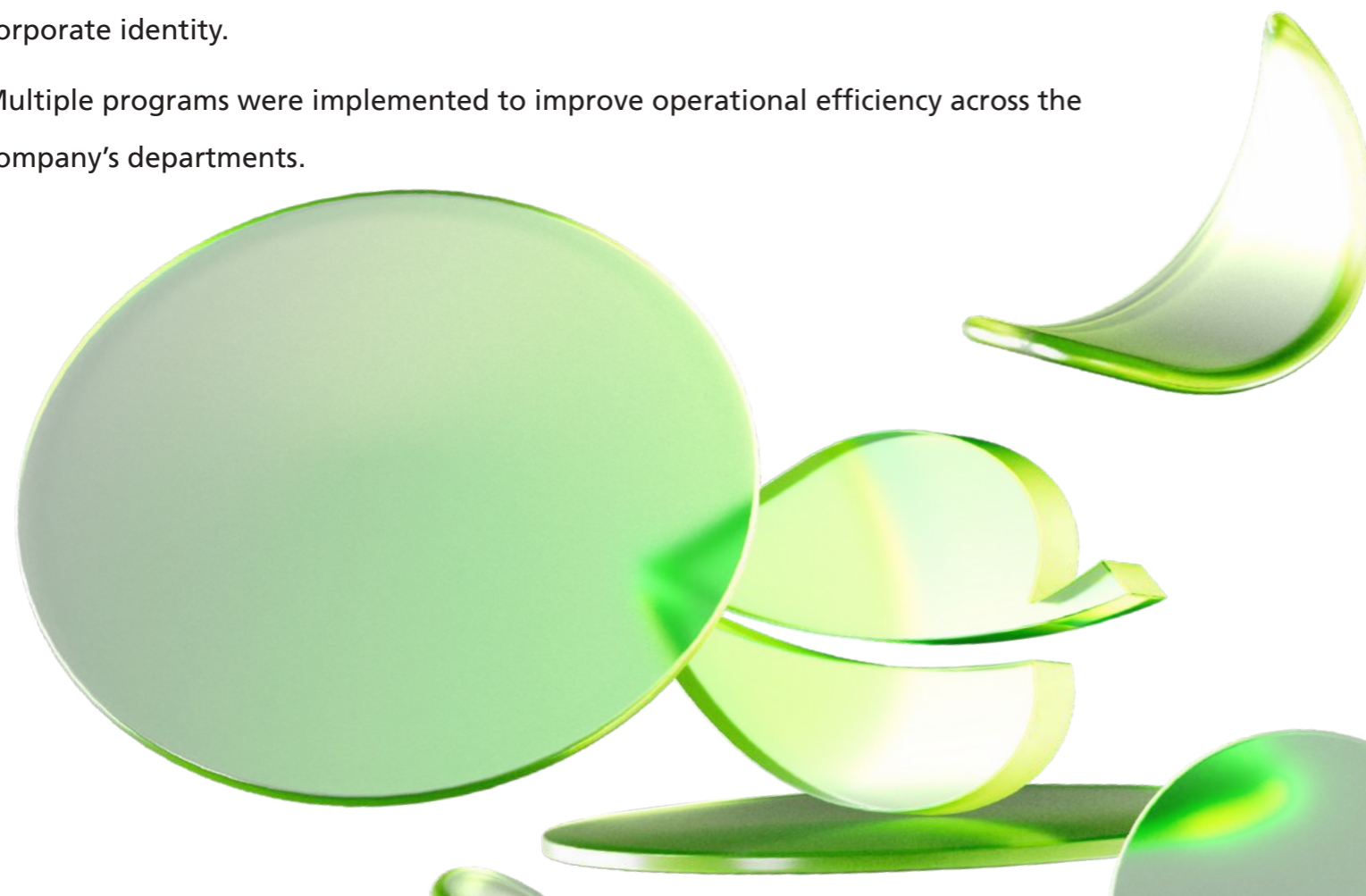
In terms of workplace development, the company focused on tailored training programs, e-learning initiatives, and the enhancement of Al-Othaim Training Academy, contributing to its recognition as a Great Place to Work®, reaffirming its commitment to institutional excellence and employee support.

## Key Strategic Achievements In 2025:

1. The company's sales grew by approximately 3% compared to the previous year, exceeding the growth rate of the organized retail market, which was approximately -2%, positively impacting market share.
2. 12 new branches were opened during 2025, with a larger share in the western region, bringing the total number of branches in the Kingdom to 415. Construction of new buildings on multiple sites and lands in Jeddah was also initiated to support the city's expansion plan.
3. Strategic partnerships were established with major companies such as Amazon, while strengthening e-commerce operations with companies engaged in 2024 (including HungerStation, Jahez, and Noon), contributing to increased sales in this promising sector.
4. Several existing retail outlets were renovated and upgraded with the new corporate identity.
5. Multiple programs were implemented to improve operational efficiency across the company's departments.

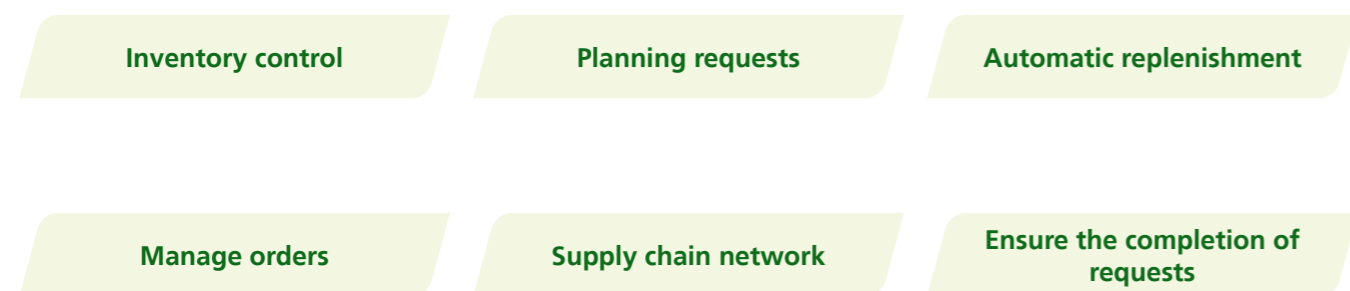
## Key Strategic Targets and Enablers for 2026:

1. Continue implementing the new expansion approach to increase market share in the Kingdom, with a particular focus on the Western region.
2. Continue improving product availability across all branches, supported by AI programs, while completing Al-Othaim City's dedicated logistics operations, opening new regional warehouses, and preparing storage facilities for chilled and frozen products. The new warehouse in the Western region is expected to open in the first half of 2026.
3. Continue expanding e-commerce operations through partnerships with global platforms, strengthening existing partnerships in delivery and dark store fulfillment, and continuously improving operational processes and product availability.
4. Launch the new loyalty program and attract new customers.
5. Begin expanding services to new segments of the community by providing services to schools across the Kingdom, following the signing of an agreement with Tatweer Company in this regard.
6. Launch company services in the HORECA sector (Hotels, Restaurants, Cafés, and Catering Services) leveraging advanced systems and the extensive branch network across the Kingdom.



## Supply Chains and Logistics Services:

Abdullah Al-Othaim Markets Company recognizes the vital role that the supply chain sector plays in the success of retail trade. Based on this understanding, the company is committed to continuously developing and improving its logistical performance. This is achieved by adopting the latest technologies and enhancing effective communication with all stakeholders, from suppliers to customers. This approach aims to ensure smooth operations, achieve customer satisfaction, and meet the company's objectives with the highest efficiency. Logistics services are implemented through the following stages:



### The Strength of Supply Chains Extends Through the Following:

#### A ) Control Tower Management:

Control Tower Management represents a key pillar in supply chain operations, ensuring the smooth and efficient flow of products. It is responsible for effective inventory planning to meet customer demand while optimizing storage costs.

The function also oversees procurement activities, including supplier selection, negotiation of pricing and delivery terms, and monitoring purchase orders to ensure timely delivery and compliance with required quality standards.

In addition, it establishes structured and reliable supply schedules aligned with business needs, with the flexibility to adapt to demand fluctuations and changing market conditions.

#### B ) Warehouse Management:

The Warehouse Management function adopts a continuous development approach aimed at enhancing operational efficiency and strengthening the effectiveness of storage and distribution operations. This is achieved through the implementation of a set of organizational and operational measures focused on optimal planning and productivity improvement, including the analysis of current and future storage requirements, the identification of best-in-class storage and distribution methods, and the optimal utilization of available space to achieve the highest levels of efficiency.

In addition, the function focuses on reorganizing inventory within warehouses to facilitate product accessibility and ensure accurate location tracking, alongside the activation of automated packaging systems to improve the speed and efficiency of packing operations. This approach has contributed to reducing operating costs, streamlining warehouse operations, and enhancing the ability to accommodate operational expansions within existing capacities, thereby ensuring smooth and high-quality receiving and dispatch operations.



### C ) Fleet Management:

The Transportation Division contributes to supporting the Company's performance and achieving its operational objectives by adopting innovative and effective solutions that enhance distribution efficiency and improve service levels. Among the key initiatives is the design of a high-capacity transport vehicle (Mega) with a load capacity of up to 56 pallets. This advanced design is considered one of the leading models in the Kingdom of Saudi Arabia and has contributed to improving shipping efficiency, reducing fuel consumption, and lowering the carbon footprint associated with transportation.

In addition, the Division continues to develop the distribution network and enhance operational efficiency, while placing strong emphasis on driver awareness and guidance programs. These efforts have positively impacted operational safety, contributed to reducing violations and accidents, and improved the reliability and sustainability of transportation and logistics operations.

### D ) Supply Chain Excellence Management:

Supply Chain Excellence Management adopts a comprehensive methodology aimed at building resilient supply chains capable of adapting to market changes, while achieving high levels of efficiency, effectiveness, and sustainability across all stages of supply and procurement. This approach is built on several key pillars, most notably:

- **Comprehensive Project Analysis:** This includes the assessment of all aspects related to supply and procurement projects, starting from planning and design phases, through execution and monitoring, and extending to delivery and post-delivery stages, ensuring operational integration and the achievement of operational objectives.
- **Key Performance Indicator (KPI) Measurement:** Through the monitoring and measurement of a set of performance indicators covering all stages of supply and procurement, including quality and efficiency metrics, to support informed decision-making and drive continuous improvement

- **Capability Development:** By focusing on enhancing the competencies of supply chain personnel through continuous training and development programs, contributing to improved institutional performance and the development of sustainable professional capabilities.

### E ) Non-Trade Procurement Management:

Non-Trade Procurement Management contributes to the Company's success by ensuring the timely provision of materials and services required for the efficient and effective operation of internal processes. This is achieved through supporting various administrative functions that enable the opening of new projects, the development of existing projects, and the fulfillment of operational requirements aligned with sales targets and expansion plans.

The management focuses on enhancing procurement efficiency, improving the quality of sourced materials and services, and developing the skills and capabilities of procurement personnel, thereby strengthening procurement processes and increasing productivity. In addition, it seeks to achieve cost efficiencies through effective negotiation to secure optimal pricing and payment terms, the establishment of framework agreements and strategic contracts with partners, and the advancement of partnerships to deliver maximum value to the Company.

This approach aims to ensure the availability of required materials and services in a timely manner, at the highest quality standards and at optimal cost, thereby supporting operational sustainability and the achievement of the Company's strategic objectives.



## Total Quality Management and Food Safety:

Abdullah Al-Othaim Markets Company adopts a comprehensive approach to quality, recognizing it as a continuous process that requires ongoing development rather than a final outcome. Through the implementation of Total Quality Management and Food Safety principles, the Company focuses on continuously enhancing its products, services, and operational processes. This approach reflects its commitment to meeting customer expectations and maintaining the highest quality and food safety standards.

### A ) Quality in Branches and Warehouses:

- The Company works to enhance the level of quality and food safety in all its branches and warehouses by implementing periodic inspection programs. These programs included more than 2,000 food quality and safety visits and more than 1,000 occupational health and safety visits, aiming to assess compliance with operational standards and improve performance efficiency. This approach has contributed to strengthening compliance, reducing workplace injuries, and improving the quality and safety of food.
- More than 9,000 trainees participated in intensive training programs covering safety, quality, and hygiene, in addition to development programs designed to enhance employees' skills and professional capabilities.
- The Company launched a comprehensive hygiene guide and standardized hygiene programs across all branches to unify general and personal hygiene standards, as well as cleaning and sanitation procedures. In this context, the hygiene systems project was completed by installing cleaning and disinfection systems in more than 400 branches across the Kingdom. Employees were trained on these systems, and operational challenges related to implementation were addressed, enhancing adherence to safe and healthy practices and improving the overall work environment.
- The Company implemented a project to monitor and measure the effectiveness of cleaning operations, including conducting ATP tests on work surfaces and employees' hands to verify actual cleanliness levels. Test results are used to follow up with corrective and preventive measures, ensuring high-quality implementation and sustained compliance with hygiene and food safety standards.
- The Company continues to implement its plan to test fresh department products in laboratories to ensure their compliance with specifications, their freedom from contaminants, and to enhance the level of food safety for customers.
- A comprehensive quality and safety inspection system was established for the Company's fleet and suppliers, covering vehicles, drivers, and the transportation sector. More than 300

field inspection visits were carried out to evaluate compliance with health and operational standards and enhance the safety of product transportation.

- As part of enhancing regulatory compliance, the entire fleet of refrigerated and frozen vehicles underwent maintenance and calibration of measuring devices, and was electronically linked with the Food and Drug Authority in cooperation with the Transport and Movement Department. This achieved a 100% linkage rate, ensuring the preservation of the cold chain and the safety of food products during transport.
- The Company introduced new monitoring devices for air quality, particulate matter, chemical and organic pollution, as well as for measuring temperature, humidity, and drinking water quality in all warehouses. Sensors were installed to periodically track temperatures, ensuring products are stored under appropriate conditions.

### B ) Brand Quality:

- The Company has prepared and adopted comprehensive technical specifications for all food and non-food brand products, reviewing all components used in manufacturing to ensure compliance with Saudi standards and approved quality requirements. This has contributed to unifying quality standards and enhancing product quality.
- All product designs and labels have been reviewed and approved to ensure compliance with the Saudi Standards, Metrology and Quality Organization and the Saudi Food and Drug Authority, including the implementation of nutritional facts tables and the review of allergens on all food products. These measures enhance consumer safety, increase transparency, and strengthen customer confidence in the brand's products.
- The Company has reviewed and approved packaging materials and their technical specifications to ensure food safety and compliance with regulatory requirements, while improving the efficiency of review and approval procedures. This approach helps reduce waste and increases the efficiency of products.
- Existing suppliers are regularly reassessed to ensure adherence to quality and food safety systems. New suppliers undergo field inspection visits to ensure ongoing compliance and maintain product quality throughout all stages of the supply chain.
- New food and non-food product samples are evaluated according to an approved quality methodology. Detergent products have also been re-evaluated and their chemical formulations and performance improved, enhancing product efficiency, raising perceived quality, and increasing customer trust and the brand's competitive position in the market.
- The Company has adopted the "Made in Saudi Arabia" logo on a range of non-food products, supporting local products and manufacturers, and aligning with the objectives of the Kingdom's Vision 2030.

### C ) Quality Assurance:

- The Company continues to strengthen its quality assurance system by consolidating its partnerships with relevant government regulatory authorities, including the Saudi Standards, Metrology and Quality Organization, the Saudi Food and Drug Authority, the Ministry of Health, and the Ministry of Municipal and Rural Affairs and Housing. This is achieved through organizing meetings, awareness sessions, and training programs related to World Quality and Food Safety Day, with the participation of a number of major suppliers across the Kingdom, contributing to spreading the culture of quality and food safety, and raising awareness of proper regulatory practices.
- As part of product quality control, the Company implements comprehensive inspection and review mechanisms for incoming shipments of branded products, systematically addressing any non-conformities and verifying the effectiveness of corrective and preventive actions. These practices help enhance product reliability, reduce customer complaints, and minimize violations or alerts issued by regulatory authorities.
- The Company reinforces its preventive control system by developing operational environment monitoring mechanisms in branches and warehouses, identifying critical control points, and implementing integrated pest management programs across all company locations. These programs are supported by standardized digital evaluation systems and a centralized reporting platform, which contribute to faster response times, higher follow-up efficiency, and a noticeable reduction in pest control reports.
- The Company maintains an updated database of approved standards issued by relevant authorities, providing a unified reference for quality and food safety requirements, which reduces discrepancies in interpretation and prevents the duplication of operational observations.
- The Quality Management Department participates in product acceptance committees to provide technical evaluations before products are approved and made available in branches, thereby enhancing product safety and ensuring prior compliance with regulatory requirements.

### D ) Quality in Factories:

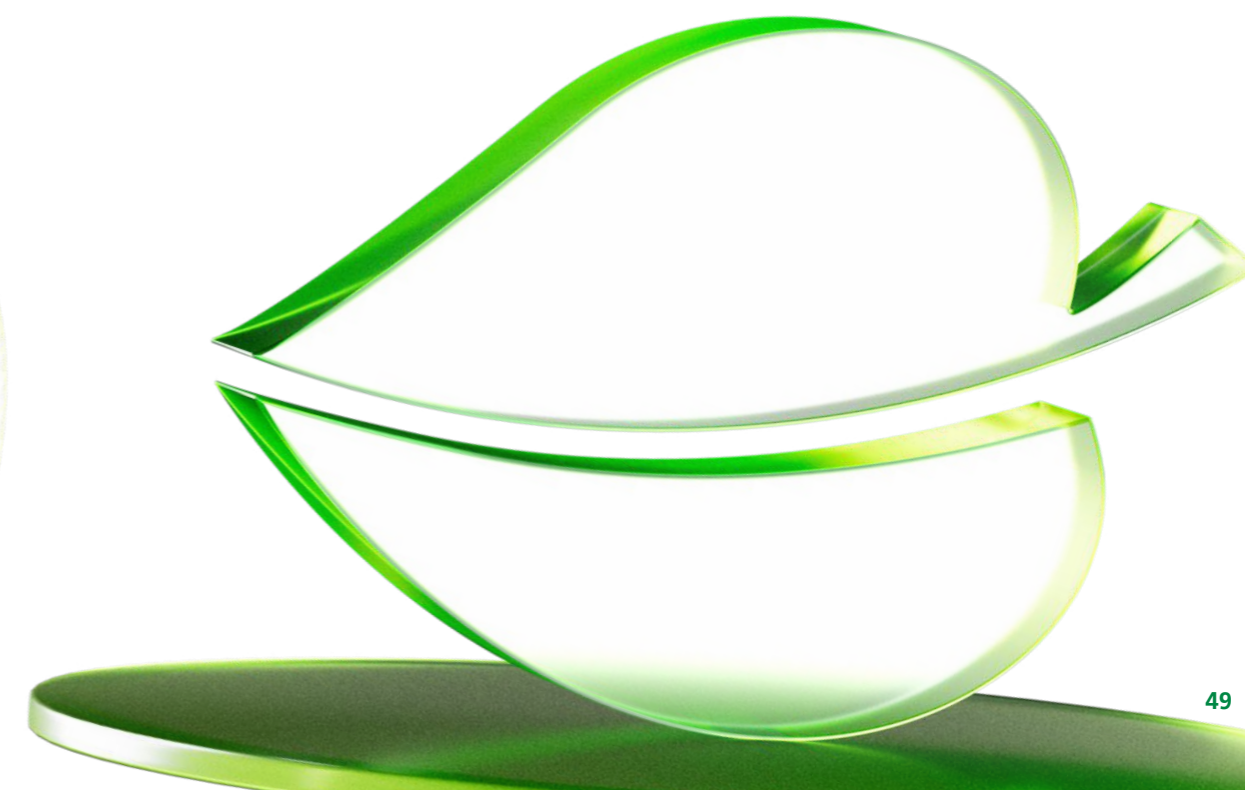
- The Company has strengthened its quality and food safety system in factories by implementing a comprehensive preventive control framework covering production, storage, and transportation. Quality requirements are integrated into the design and execution of new projects in coordination with relevant departments, helping to reduce operational risks from the early stages and ensure compliance with best practices and regulatory standards.
- The Company has reinforced its relationship with regulatory authorities, particularly the Saudi Food and Drug Authority, by monitoring periodic self-assessment and review reports, and implementing corrective actions to address any gaps. Additionally, a Food Safety and Quality Representative was appointed to act as a liaison with regulatory authorities, ensuring all related matters are addressed and supporting continuous compliance.
- A daily reporting system has been established to monitor cleaning and sanitization operations in all factory departments, ensuring effectiveness and detecting any potential deviations in hygiene and sanitation procedures.
- The Company has enhanced its factory quality and food safety system through a comprehensive update of HACCP systems and risk assessments, and by adopting ISO 22000 certification, which enabled the successful renewal of certifications for all factories.
- Operational performance has been assessed and improved across all facilities, including production, storage, transportation, maintenance, and pest control, along with the implementation of daily checklists and continuous monitoring to ensure adherence to the highest quality and food safety standards, and to raise employee professional awareness.
- Comprehensive inspections and audits were conducted for key suppliers, in addition to monitoring internal and external products to ensure compliance with all specifications, regulations, and food safety standards. This included reviewing product packaging and labels, updating records on the Saudi Food and Drug Authority's "Ghad" platform, and addressing any non-conformities to ensure product safety and protect consumers.
- The Company conducted a study to establish a comprehensive central laboratory for chemical, physical, and microbiological testing, enabling in-house analysis and further enhancing product quality.



## Key Board of Directors' Resolutions During 2025:

Within the framework of fulfilling its supervisory and regulatory responsibilities, and in furtherance of sound corporate governance practices and the oversight of financial and operational performance, the Company's Board of Directors issued several decisions during 2025 supporting the sustainability and stability of the Company's operations, most notably the following:

1. Approval of the interim and annual financial statements based on the recommendations of the audit committee.
2. Recommending to the General Assembly of Shareholders, based on the recommendation of the Audit Committee, the appointment of the company's external auditor.
3. Approval of the update and review of a number of the Company's internal policies and regulations governing its operations, as part of the ongoing development of the corporate governance framework and the enhancement of compliance levels in line with regulatory requirements and best practices.
4. Approval of the voluntarily liquidate of four fully owned subsidiaries due to lack of need.
5. Approval of the quarterly dividend distribution plan to the Company's shareholders during 2025, and the distribution of interim cash dividends to shareholders for the fourth quarter of 2024, and for the first, second, and third quarters of 2025.
6. Approval of the company's budget for the fiscal year 2026.
7. Approval of the signing of a contract with Abdullah Al Othaim Investment Company to lease a commercial complex and to lease a showroom in Dammam, KSA.
8. Approval of the CEO's performance indicators for 2025, based on the recommendations of the Remuneration and Nomination Committee and the Executive Committee.



## The Company's Investments:

### A ) Investments In Companies According to Equity:

- The Company holds a 55% ownership interest in Riyadh Food Industries Company (a closed Saudi joint stock company) through its subsidiary, Bayt Al Watan Company. The nominal value of the investment amounts to SAR 43,946,881. The principal activities of Riyadh Food Industries Company include establishing industrial buildings and facilities and investing in them for the benefit of the Company; operating, maintaining, and developing factories for third parties; marketing food and consumer products; and importing and exporting food and consumer goods. The Company's share of profit for the year 2025 amounted to SAR 2,277,560, compared to a profit of SAR 4,147,256 for the year 2024.
- The Company holds a 25% ownership interest in Al Wousta for food industries Company (a limited

liability company), with an investment amounting to SAR 25,000,000. The company was established in 2015, and its principal activity is the management and operation of restaurants. The Company's share of profit for the year 2025 amounted to SAR 2,512,405, compared to a profit of SAR 4,226,106 for the year 2024.

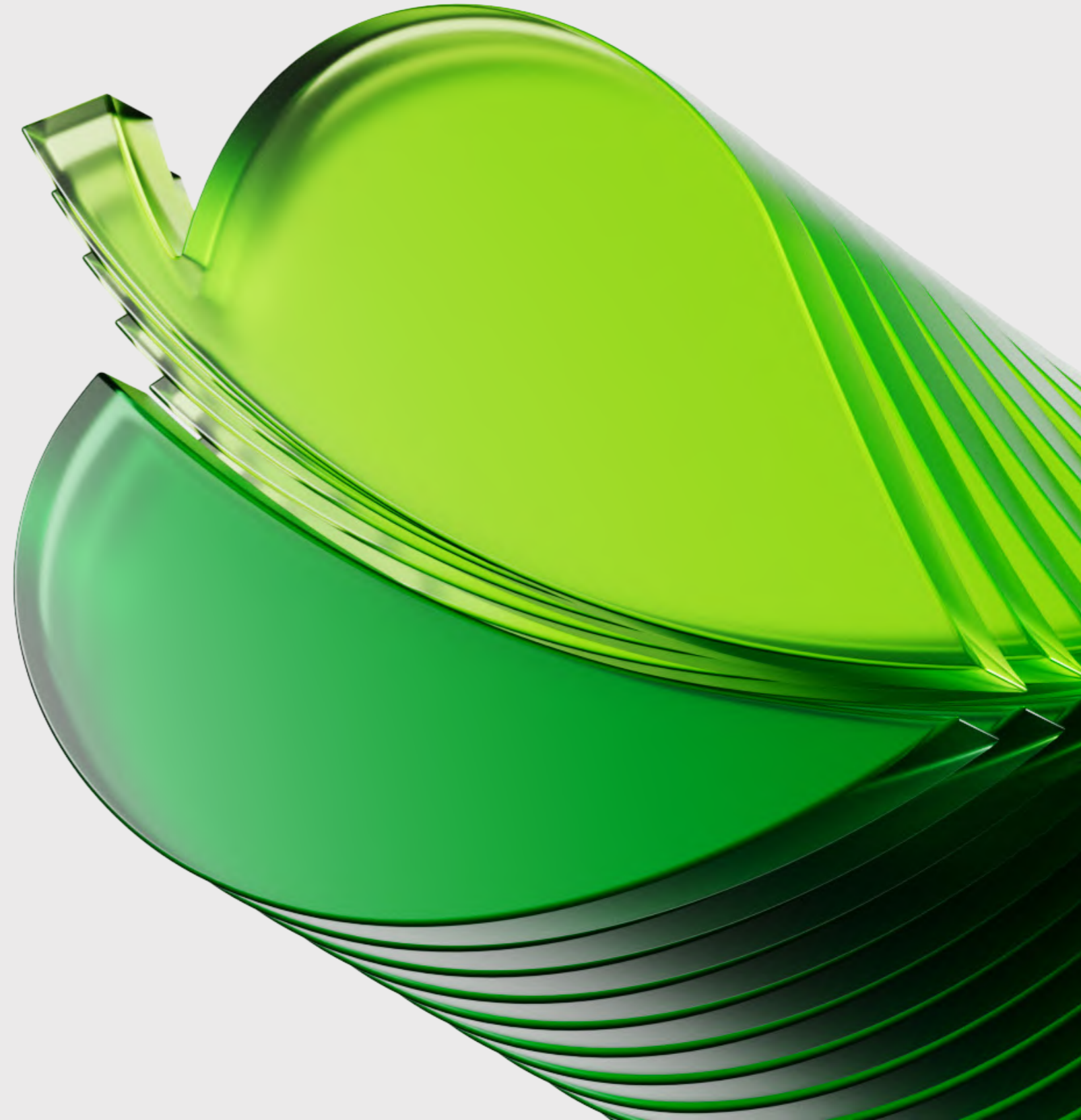
- The Company holds a 33% ownership interest in Gulf Flour Milling Industrial Company – a joint venture (a limited liability company), with a nominal investment value of SAR 50,000,000. The principal activities of the company include grain milling and processing, flour production, feed manufacturing, and the storage of grains, flour, and agricultural products in silos. The Company's share of net profit for the year 2025 amounted to SAR 46,565,182, compared to a profit of SAR 190,012,705 for the year 2024.

### B ) Investments In Available for Sale Securities:

- The Company holds a 6% ownership interest in The National Laboratories Company (a limited liability company), with an investment amounting to SAR 3,400,000. The company was established in 2009, and its principal activity is the management and operation of analytical laboratories for food products, pharmaceuticals, gas, petroleum materials, and petrochemicals, in addition to providing technical services in this field. The company's head office is located in Dammam. The carrying value of the investment as of 31 December 2025 amounted to SAR 8,258,400.
- The Company holds an 18% ownership interest in The South Europe Investment Company (a limited liability company) registered in the Republic of Bosnia and Herzegovina, with an investment amounting to EUR 900,000 (equivalent to SAR 4.54 million). The company's activities include investment in real estate and property development, the tourism sector, and renewable energy, in addition to providing financial, technical, and administrative consultancy services to various business sectors. In 2017, The South Europe Investment Company repaid an amount of SAR 1.55 million as a capital reduction. A fair value provision of SAR 800,000 was recognized for this investment during 2017, which was increased by SAR 800,000 in 2018 and by a further SAR 675,000 in 2021. The provision was subsequently reduced by SAR 278,335 in 2022. The carrying value of the investment as of 31 December 2025 amounted to SAR 989,964.



# Risks



# Risks

In 2025, Abdullah Al-Othaim Markets Company continued to enhance its risk management framework to ensure business sustainability, achieve its strategic objectives, and maintain operational resilience in the face of changing conditions. This comes within a business environment characterized by accelerating economic, regulatory, and technological challenges.

The Company works to identify potential risks, analyze and assess their impact, and implement appropriate controls and procedures to manage them and mitigate their effects on financial and operational performance.

The following outlines the key risks associated with the Company's activities at both the external and internal levels.



## External Risks

1. Natural and environmental risks.
2. Changes in laws and regulations.
3. Changes in the market environment and conditions.
4. Failure to keep pace with changes in consumer behavior and meet their expectations.
5. Economic-related risks, such as price fluctuations.
6. Wars and geopolitical changes.

## Internal Risks

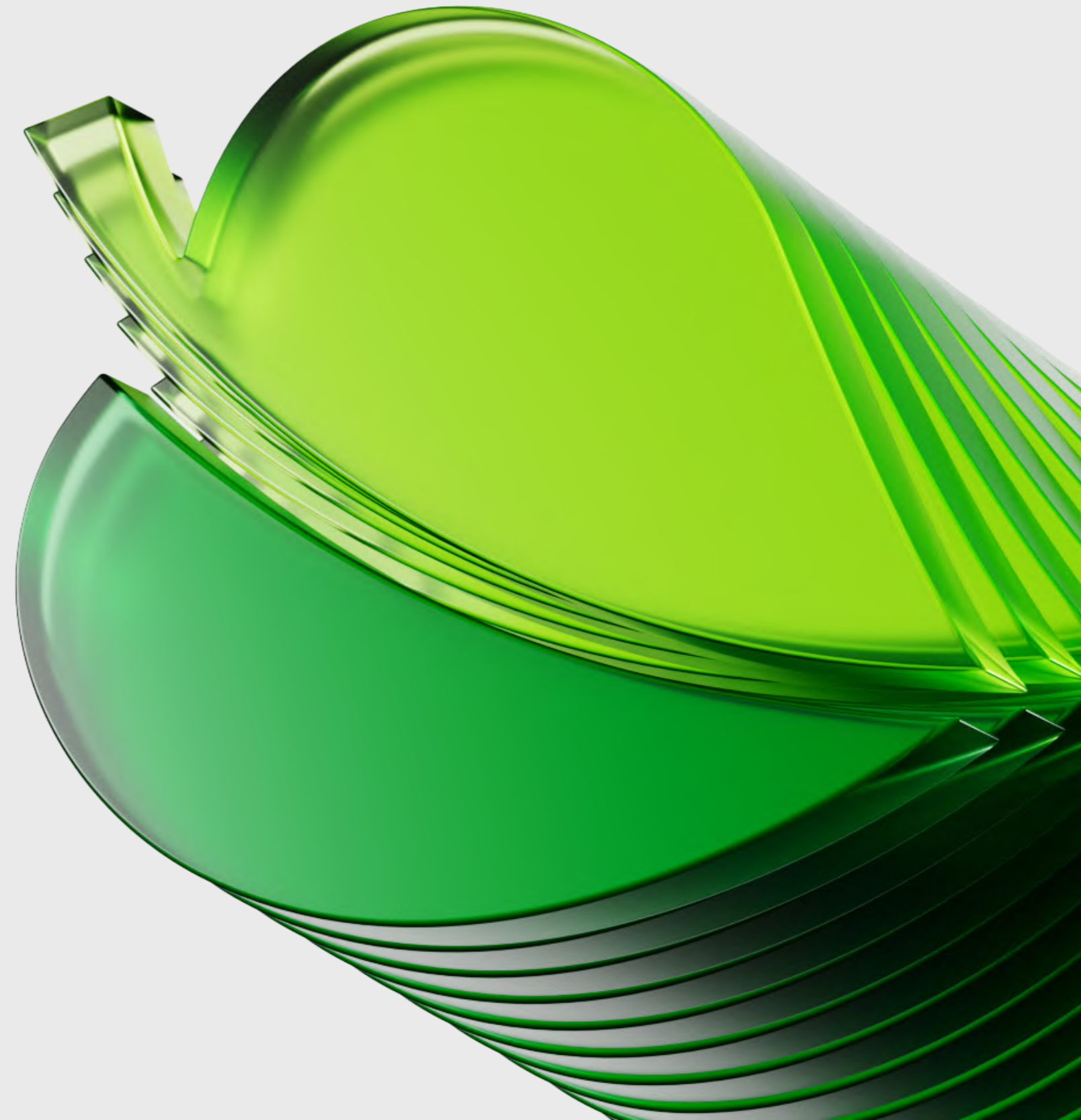
1. Disruptions in supply chains.
2. Inventory value impairment.
3. Business resilience and the ability to adapt to change.
4. Talent availability and retention.
5. Cyberattacks, and information security.
6. Business expansion and capital expenditures.

## Risk Management:

The Board of Directors performs its oversight role over the risk management framework by monitoring the performance of the executive management and ensuring the effectiveness of the approved controls. During 2025, the executive management strengthened the implementation of the risk management framework by enabling the Risk Management function to follow up on the plans and activities of various sectors and to continuously monitor potential risks.

Internal communication channels were also enhanced to ensure the timely flow of information for addressing challenges as they arise, which contributed to increasing the Company's readiness and improving its ability to respond to operational and technological risks throughout the year.

# Environmental, Social and Governance Practices



In alignment with its business development strategy and its commitment to the vision of Saudi Arabia 2030, Abdullah Al-Othaim Markets Company has adopted an integrated approach to implementing best practices in Environmental, Social, and Governance (ESG), considering them a key pillar for enhancing sustainability and creating long-term value for all stakeholders.

This commitment was recognized by the Company's receipt of the Corporate Social Responsibility Award for 2025 (Gold Category), in addition to achieving advanced rankings at the Kingdom level. These achievements included being classified among the Best Practices category, winning the Best Community Contributions Award (Mega Category), and securing first place within the retail sector, reflecting the maturity of its practices and the sustainability of its social impact.

## Environmental Practices:

In alignment with the objectives of Saudi Vision 2030 and its commitment to achieving net-zero emissions by 2060, the Company continued to implement its environmental strategy by adopting a number of initiatives aimed at enhancing energy efficiency and reducing the environmental impact of its operations.

This was carried out in parallel with its expansion plans over the next five years, supporting the acceleration of the energy transition and the achievement of its long-term sustainability objectives. Within this framework, the Company implemented several environmental practices, the most notable of which are as follows:

### A ) Reduction of Packaging Waste

As part of its efforts to reduce waste and promote responsible environmental practices, the Company has implemented several initiatives aimed at minimizing the use of paper and conventional packaging materials. The most notable initiatives include:

- **Digital Gift Card:**

Providing customers with the option to use digital gift cards through the “Iktissab” application, thereby reducing the need to issue physical cards and the associated packaging materials.

- **E-Invoicing:**

Offering electronic invoicing services via the “Iktissab” application, eliminating the need to print paper receipts and reducing the consumption of paper and thermal printing rolls.



### B ) Promotion of Plant-Based and Organic Products

As part of its commitment to supporting sustainable consumption patterns, the Company works to enhance the availability of plant-based and organic products within its assortment, contributing to responsible agricultural practices and reducing reliance on conventional chemical inputs.

The Company also seeks to expand the range of these products in line with the growing societal awareness of sustainable food choices, thereby strengthening its role in supporting more sustainable supply chains and reducing the environmental impact associated with conventional food production.

### C ) Local Sourcing of Products

The Company adopts a strategic approach to strengthening local content within its supply chains, recognizing the positive economic, social, and environmental impact this generates for both the Company and the national economy.

Economically, local sourcing supports the growth of related sectors, stimulates job creation, and enhances price competitiveness, enabling the Company to offer high-quality products at competitive prices.

Socially, local sourcing contributes to supporting local communities and building long-term partnerships with suppliers, reinforcing principles of corporate social responsibility.

Environmentally, reliance on local suppliers reduces transportation distances and the associated carbon emissions, while also improving supply chain efficiency and mitigating operational risks related to shipping fluctuations and logistics costs.

### D ) Water Use Efficiency

The Company adopts an integrated approach to enhancing the efficiency of desalinated water use in its manufacturing operations by implementing monitoring and operational mechanisms aimed at reducing waste and improving consumption efficiency.

These efforts include the use of advanced smart electronic meters to accurately measure and monitor water consumption across various stages of production, enabling effective control of usage levels and improved operational efficiency.

The Company also reuses water generated from desalination processes for washing and cleaning purposes through a dedicated distribution network, thereby maximizing the utilization of water resources and minimizing losses.

These initiatives reinforce the Company's commitment to responsible resource management, contribute to reducing operational costs, and support its long-term sustainability objectives.

## E ) Electricity Consumption Optimization

The Company adopts a sustainable approach aimed at enhancing electricity efficiency across its various operational sites by implementing initiatives designed to improve energy efficiency and reduce consumption rates per square meter. In this context, the Company works to:

- Improve electricity efficiency in warehouses by reducing the average annual consumption per square meter through the implementation of operational and technical solutions that enhance energy performance.
- Optimize electricity consumption at transportation management facilities by regulating operating systems and improving usage efficiency per square meter.
- Reduce energy consumption of office equipment through the gradual transition from traditional desktop computers (PCs) to laptops, thereby significantly lowering the average energy consumption per device.

## F ) Waste Recycling

The Company recognizes the importance of waste management and recycling as part of its environmental responsibility, emphasizing that its operations do not generate hazardous waste affecting the environment. The Company implements a range of initiatives aimed at minimizing environmental impact and promoting sustainability, including:

- **Use of eco-friendly and biodegradable materials:** The Company adopts biodegradable packaging materials across its operations, reducing waste and limiting environmental impact.
- **Safe disposal of used oils:** Oils generated from operational processes are collected and disposed of safely and in an environmentally responsible manner through certified specialized companies.
- **Recycling of packaging materials:** The Company is committed to collecting damaged packaging materials generated from its operational activities and recycling them through certified recycling facilities, thereby supporting Circular Economy practices and contributing to the reduction of environmental impact.

## G ) Preserving Blessings

The Company demonstrates its social responsibility through collaboration with Hifz Al-Ni'mah Association in Riyadh, supporting charitable initiatives aimed at providing food to families in need. The Company also places great emphasis on efficient management of food resources by redirecting food items unfit for human consumption—such as certain vegetables, fruits, baked goods, and

pastries—for use as animal feed. These practices contribute to reducing food waste and promoting environmental sustainability through the optimal utilization of resources.

## H ) Fuel Consumption

The Company continued implementing its fleet renewal plan and increasing the share of modern vehicles compared to 2024 by introducing a number of new trucks. This contributed to improved fuel efficiency and a reduction in carbon emissions.

## I ) Initiatives to Reduce Hazardous Ingredients and Prevent Cross-Contamination

The Company implements strict policies and procedures to minimize the use of hazardous industrial ingredients and prevent cross-contamination, with a strong focus on product quality and safety by adopting the best antimicrobial materials and globally recognized best practices. Key initiatives include:

- Reviewing environmental measurements and thermal and carbon emissions at factories in collaboration with specialized firms to ensure compliance with regulatory standards and requirements.
- Conducting regular microbial swabs of surfaces and employees' hands to ensure hygiene and reduce the risk of cross-contamination.
- Providing periodic on-the-job training for employees on food safety and good handling practices to ensure adherence to procedures during operations.



### K ) Supplier Relationship Management and the Criteria for Selection and Evaluation

The Company selects its suppliers based on their alignment with its operational strategies, with a strong emphasis on sustainability and social and environmental responsibility standards. Suppliers are expected to meet the requirements for raw materials, production tools, and operational needs while adhering to regulatory guidelines and standards. This approach promotes the adoption of best sustainability practices and reflects the Company's commitment and responsibility toward its supply chain.

### L ) Occupational Health and Safety

- Employees are trained through specialized programs and courses in partnership with Othaim Training Academy, complemented by the placement of instructional boards, posters, and awareness screens to communicate safety procedures and manage potential workplace hazards.
- The company instills a "Safety First" culture across all work areas, enhancing employee preparedness for emergencies through evacuation simulation exercises and by providing top-quality personal protective equipment and occupational safety requirements.
- All workplace incidents and injuries are analyzed, with practical recommendations implemented to prevent recurrence and ensure a safer working environment.

### M ) Zod Factory for Pastries and Bakeries

- Zod Factory for Pastries and Bakeries is a branch of Abdullah Al-Othaim Markets Company, and one of the most modern and integrated factories for sweets, pastries and bakery products in the Kingdom of Saudi Arabia.
- The total area of the factory is 8352 square meters and has a production capacity of (97.8) tons of products per day, which are distributed into (407) groups. Measures are taken and quality is monitored to ensure that the final products meet the requirements of the Saudi Food and Drug Authority (SFDA).
- Zod Factory for Pastries and Bakeries is certified as a Saudi product.
- Zod Factory for Pastries and Bakeries uses natural gas to reduce energy costs.
- The factory's acquisition of the Food and Drug Authority's trust reflects its commitment to standards and requirements and its responsiveness to regulatory authorities.
- The external audit (ISO) confirms the efficiency of the production lines and full compliance with quality standards and specified requirements.

## Environmental Practices and Sustainability of Zod Factory for Pastries and Bakeries:

### Sustainability

- **Adopting Sustainability Criteria in Supplier Selection:** Zod Factory ensures the adoption of strict sustainability criteria when selecting suppliers to guarantee adherence to environmental and social practices.
- **Establishing partnerships with small suppliers to support the community:** Initiatives have been launched to support small suppliers through strategic partnerships. These partnerships contribute to boosting the local economy, creating new job opportunities, and supporting sustainable development.
- **Reliance on Local Suppliers:** The company relies heavily on local suppliers for its sourcing activities, supporting the national economy and strengthening integration with the local community.
- **Energy Efficiency: Natural Gas Transition Project – Future Objectives:** As part of Zod Factory's commitment to reducing environmental impact and enhancing energy efficiency, the factory launched a strategic project in 2025 to transition from kerosene to natural gas as the primary energy source for its production operations. Upon completion, the project is expected to achieve the following:
  1. Reduce conventional fuel consumption by more than 30%.
  2. Decrease annual energy costs by approximately 15%.
  3. Improve temperature stability within the furnaces, enhancing operational efficiency and ensuring consistent product quality.
  4. Reduce maintenance requirements associated with traditional combustion systems.



The project is expected to be a key contributor to reducing the factory's carbon footprint over the next five years, supporting sustainability objectives and strengthening overall Energy Efficiency practices.

- **Food Quality and Nutritional Value Improvement:** In line with the growing trend toward healthier consumption patterns and strengthened product responsibility, Zod Factory implemented several initiatives in collaboration with quality teams to enhance product formulations and improve the nutritional balance of its products. Key results achieved include:
  1. Reducing the use of sugar and its derivatives by 10% of total production.
  2. Maintaining product taste and sensory quality through extensive testing and trials.
  3. Developing products that better align with consumer expectations for healthier food options.
- **Circular Economy and Industrial Waste Management:** In 2025, Zod Factory strengthened its circular economy practices through partnerships with local companies specialized in recycling, as part of its efforts to improve industrial waste management and reduce environmental impact. Key initiatives implemented include:
  1. Recycling 30 tons of used oils and converting them into environmentally friendly fuel in cooperation with a local partner.
  2. Recycling 68 tons of cardboard and plastic, contributing to reducing pollution and protecting the environment.
  3. Enhancing internal waste segregation practices and increasing environmental awareness among employees.
  4. Reducing solid waste through recovery and reuse initiatives.

These efforts support the transition toward a more sustainable industrial model aligned with the principles of the Circular Economy.

- **Supporting Local Suppliers and Empowering Small and Medium Enterprises (SMEs):** The factory expanded its collaboration with Saudi small and medium enterprises as part of its commitment to supporting the national economy and strengthening local supply chains. Key achievements include:
  1. Local SME purchases accounted for approximately 32% of total non-strategic procurement.
  2. Knowledge transfer provided to suppliers regarding food safety and quality standards.
  3. Establishment of long-term partnerships based on mutual development and collaboration.

These initiatives contribute to advancing the objectives of Saudi Vision 2030, particularly in increasing local content and empowering SMEs as key drivers of sustainable economic growth.

### Energy efficiency

The first solar energy system was installed at one of the company's branches in Dammam. This initiative contributes to reducing carbon dioxide emissions by 221 tons annually, which is environmentally equivalent to planting 110,000 trees or removing 1,400 cars from the roads for a full year.

### Reducing food waste

The products are sorted during the packaging processes and recycled.

### Sourcing products locally

Most of the raw products are sourced locally.

### Environmental measures

The factory is working to implement all environmental measures that contribute to environmental preservation, coordinating this with periodic visits from the National Center for Environmental Preservation.



## Successfully renewed the certifications for the following: ZOD Bakery Factory, ZOD Vegetables Factory, and Abdullah Al-Othaim Markets Company:

### ISO 9001:2015 Quality Management System:

The most widely used standard for applying quality criteria to all operations and activities to enhance an organization's ability to provide high-quality products and services, increase customer confidence, and is a fundamental requirement for large companies to accept suppliers and a basic requirement for a number of countries to accept exports to them.



### ISO 22000:2018 Food Safety Management System:

A preventive system for applying food safety standards to protect consumers from illness. It aims to control all operations within the food chain, including infrastructure, raw materials, employees, and equipment.



### ISO 45001:2018 Occupational Health and Safety Management System:

A system for applying occupational health and safety requirements in an organization to prevent accidents that may threaten the safety of workers, buildings, and surrounding areas. This is achieved by establishing the necessary safety guidelines, providing a safe working environment, and responding effectively to emergencies in the event they occur.



### HACCP (Hazard Analysis and Critical Control Points):

A system that identifies hazards that threaten the safety of food products, whether biological, chemical, or physical, or allergens and determines the critical points that need to be controlled to ensure product safety.



### Abdullah Al-Othaim Markets Company's Certification in Environmental Management System for Its Commitment to Environmental Protection, Environmental Management System 14001:2015:

The Environmental Management System supports Saudi Arabia's Vision 2030 by promoting environmental sustainability and enhancing resource efficiency. The system helps reduce waste and emissions, improves energy and water management, aligns with the Green Economy and Quality of Life initiatives, and contributes to sustainable development and the protection of the environment for future generations.



## Social Responsibility Initiatives:

In alignment with the Company's commitment to social responsibility and its ongoing efforts to contribute to various community service activities, the Company has adopted a range of purposeful and impactful initiatives, including:

### A ) Othaim Training Academy:

As part of the Company's commitment to developing human capital as a key enabler of sustainability, Othaim Training Academy continued in 2025 to deliver comprehensive training programs targeting the Company's employees across branches and departments.

During the year, a total of 500 training programs were conducted, benefiting more than 14,000 participants. These programs were designed to meet operational requirements, enhance performance efficiency, improve service quality, and support the Company's growth and expansion plans.

**1) Qualification Pathways:** Othaim Training Academy focused on delivering structured qualification pathways tailored to branch employees, with the objective of developing job competencies and enhancing operational readiness.

These pathways included specialized programs for several key roles, including Branch Managers, Custodians, Branch Supervisors, Accountants, and Sales Associates. More than 1,900 participants graduated from these programs.

The initiatives also included training 100 new candidates, in addition to 250 e-commerce order pickers across branches, supporting the expansion of digital channels.

**2) Development Pathways:** Othaim Training Academy continued to implement development pathways aimed at enhancing both the behavioral and technical skills of branch employees. During the year, 250 training programs were delivered, benefiting approximately 6,800 employees.

As part of efforts to improve customer experience, more than 400 participants were trained through specialized programs focused on handling customer complaints. These initiatives contributed to a 75% reduction in behavioral complaints and a 66% reduction in product quality complaints.

The development pathways also included awareness programs related to community initiatives, including the School Meal Project in collaboration with Takaful Charity Foundation. In addition, specialized technical programs were delivered for certain operational activities, along with training programs conducted in partnership with accredited entities, benefiting more than 500 participants.

**3) Training Programs for Corporate Departments:** Othaim Training Academy delivered targeted training programs for corporate department employees, including 100 training courses benefiting approximately 1,000 employees. These programs focused on developing leadership, language, and technical skills.

The initiatives included structured pathways to enhance English language proficiency and Arabic language skills for non-native speakers, in addition to leadership assessment and development programs within the sales sector. Specialized workshops were also conducted on artificial intelligence applications in engineering projects, trademark fraud and consumer protection.

As part of efforts to strengthen departmental capabilities and enhance compliance, 75 specialized training courses in quality and safety were delivered, benefiting 590 employees. These programs contributed to improving the effective implementation of quality and safety systems and supporting compliance with regulatory requirements.

**4) Promoting a Culture of Quality and Food Safety:** As part of the Company's commitment to strengthening a culture of quality and food safety, specialized training programs were delivered to employees across branches and departments. These included more than 150 specialized courses in quality management systems, food safety, occupational health and safety, and first aid, benefiting over 3,600 employees. These initiatives support compliance with regulatory requirements and enhance professional awareness.

The programs also included the qualification and certification of inspectors to obtain advanced professional credentials in effective auditing and inspection, as well as the launch of the "Quality and Food Safety Partners" program in collaboration with the Total Quality Management Department. This program has benefited more than 200 employees and will continue through 2026.

In addition, the Company participated in international events related to quality and food safety through awareness and training programs conducted in collaboration with the Saudi Standards, Metrology and Quality Organization (SASO), contributing to strengthening a culture of quality and raising awareness levels.

### B ) Health Awareness and Medical Certification Procedures:

The Company developed a comprehensive guideline for medical certifications on the "Othaim Connect" platform, outlining all procedures related to the issuance and renewal of employees' medical certificates.

In addition, health awareness training programs were delivered to several external entities, including The Coffee Address and Savan Medical Clinics, among others. These initiatives aimed to enhance health awareness and ensure adherence to established health procedures and standards.

### C ) International Accreditations:

The Company obtained an international accreditation from MTA for Interactive Training, affirming its commitment to international standards in competency development.

### D ) Digital Learning:

The Company provided 3,000 training licenses on leading global digital learning platforms, including Harvard Online, Udemy, Zamid Coach, and Skillshare, to meet the diverse learning needs of participants and enhance their professional and personal skills.

### E ) National Campaign to Encourage Private Sector Training (Wa'ed 2):

As part of its commitment to developing national talents and participating in national initiatives, the Company pledged to train 50,000 Saudi workforce members during the period from 2024 to 2028 under the National Campaign to Encourage Private Sector Training (Wa'ed 2). To date, 12,880 participants have benefited from the training programs, reflecting progress in fulfilling the announced commitment.

### F ) Cooperative Training:

In line with its commitment to developing national talents and bridging education with the labor market, the Company implemented cooperative training programs in 2025 in collaboration with 39 universities and applied colleges. A total of 230 students benefited from these programs, aimed at equipping them with practical skills and professional experience to prepare them for the workforce.

### G ) Community Agreements and Educational Partnerships:

In line with its commitment to strengthening community partnerships and supporting the educational sector, the Company signed several memorandums of understanding during 2025 with colleges, universities, and charitable associations, including: Al-Bir Society, Al-Kharj Technical College, Al-Yamamah Society, King Salman Society, Diriyah Society, Iktifa Association, Indimaj for Resident Rehabilitation, Arweqah Al-Reyadah, and Prince Sattam University. These partnerships focus on developing educational and training programs provided by Othaim Training Academy for the benefit of staff and beneficiaries from the colleges, charitable associations, and targeted groups from governmental entities.

### H ) Community Agreements and Partnerships with Government Entities in Training and Qualification:

As part of its commitment to strengthening its social role and supporting national development objectives, the Company entered into a number of agreements with government entities aimed at developing training and qualification programs aligned with labor market needs. These agreements included:

- An agreement with the Ministry of Human Resources and Social Development to implement training and qualification programs for persons with disabilities, supporting their empowerment and integration into the labor market.
- An agreement with the Ministry of Education to prepare scholarship recipients and support their integration into work environments upon their return.
- An agreement with the Ministry of Municipalities and Housing to collaborate in the areas of training and employment, enhancing professional development opportunities.

### I ) Social Activities, Events, and Charitable Initiatives:

As part of its corporate social responsibility and commitment to generating a positive impact within the community, the Company implemented a range of social and charitable initiatives and participated in sponsoring and organizing national and awareness events across various regions of the Kingdom of Saudi Arabia, as outlined below:

#### 1) Health and Awareness Initiatives:

- Launched a Breast Cancer Awareness Campaign in conjunction with Pink October through printed materials and awareness competitions targeting branch customers.
- Organized a seasonal influenza vaccination campaign for Company employees in collaboration with the Riyadh Health Cluster.
- Conducted a blood donation campaign for employees in cooperation with King Abdulaziz Medical City – National Guard Hospital.
- Organized the “You Are Well” health awareness event in collaboration with Dr. Sulaiman Al-Habib Hospital to promote health awareness among employees.
- Collaborated with Hayat Association to host awareness booths on leukemia for branch customers.
- Supported Eshraq Association for individuals with ADHD by raising awareness of the disorder through the Company’s digital platforms.

#### 2) Community and Humanitarian Initiatives:

- Implemented the “Goodness for the Fasting” (Jood for Iftar) initiative by distributing meals to fasting individuals on roads and at metro stations during the holy month of Ramadan.
- Organized school visits to one of the Company’s branches to strengthen students’ exposure to and engagement with the work environment.
- Coordinated a visit for female students with disabilities, in collaboration with a local school, to promote inclusion and enhance their community engagement experience.
- Held an annual ceremony honoring charitable associations and nonprofit organizations across the Kingdom.



### 3) National Events and Public Occasions:

- Organized national celebrations and events at the Company's headquarters and branches, including Saudi National Day, Founding Day, and Eid celebrations.
- Participated in various national and international observances through interactive awareness posts and competitions on the Company's social media platforms (Father's Day, Mother's Day, Health Day, Sports Day, Flag Day, Social Responsibility Day, Women's Day, Men's Day, Environment Day, Charity Day, and others).
- Collaborated with the Ministry of Education on the occasion of World Teachers' Day via the "X" platform.

### 4) Institutional Relationship Enhancement Initiatives:

- Strengthened partnerships with the Company's suppliers through an annual meeting.
- Organized the annual Ramadan Iftar gathering for Company employees.

### J ) Takaful "School Meal" Program Initiative – School Students:

The Company signed a cooperation agreement with Takaful Charity Foundation to implement the "School Meal" project across all of its branches, with the aim of supporting 230,000 students who are beneficiaries of the program.

Under the project, students are able to redeem their school meals at the Company's branches using the mobile number registered in the "Iktissab" program, within their allocated balance. Each student is entitled to one meal per day throughout the academic semester, contributing to improved nutritional stability and enhancing their ability to achieve better academic performance.

### K ) Charity Magnetic Voucher Initiative:

The company continued issuing charity magnetic cards dedicated to beneficiaries registered with its approved charitable organizations. These cards serve as an effective tool to enable the charities to direct donations toward the essential needs of beneficiary families in a structured and transparent manner.

As part of enhancing the service and improving its efficiency, the company upgraded the technical system by adding a feature that allows the beneficiary's mobile number to be entered directly at the point of purchase, whether or not they hold a magnetic card. This improvement facilitates the redemption process, enhances the beneficiary experience, and strengthens technical integration with contracted partners.

The company also continued developing its suite of digital wallets for charitable organizations, which now includes specialized wallets such as:

- Water Supply Wallet.

- Oath Expiation Wallet.
- Vows and Penances Wallet.
- Sacrificial Animals Wallet.
- Home Appliances and Electronics Wallet.
- School Supplies Wallet.

Currently, this automated technical system serves 150 charitable organizations across the Kingdom of Saudi Arabia, benefiting more than 200,000 beneficiary families.

### L ) Self-Service Kiosk Initiative in Branches (KIOSK):

The company launched an initiative to enhance the customer experience by facilitating quick and direct access to various electronic services through self-service kiosks installed across several branches. These kiosks enable customers to complete their transactions independently, offering services such as product scanning and immediate checkout, checking card balances, "Iktissab" program services, evaluating branch visit experiences, and submitting suggestions or complaints. The initiative aims to improve customer convenience, save time, and reduce waiting periods within the branches.

### M ) Food Basket Initiative:

During the holy month of Ramadan, the company provided 100,000 pre-prepared food baskets for customers across all its branches. Each basket contained essential and consumable items valued between 100 and 150 SAR, aiming to support families and meet their basic needs during the blessed month.

### N ) Fitr Zakat Voucher Initiative:

This initiative provides vouchers specifically for paying Fitr Zakat on behalf of the actual payer, available in various denominations (SAR 20, 100, 200). During 2025, the company issued and sold these vouchers through all its sales channels, allowing the payer to direct the voucher either to the beneficiary or to approved charitable organizations, thereby facilitating the payment of Zakat in an organized and effective manner.

**O ) Eid al-Adha Sacrifice Voucher Initiative:**

The company offers electronic vouchers for Eid al-Adha sacrifices through all its sales channels. Each voucher serves as a pre-booking for the sacrifice, which is prepared and delivered according to the delivery schedule from the branch selected at the time of order. The company also provides the option to donate the sacrifice directly after booking by sending the voucher to an authorized charitable organization in the system, which then delivers the sacrifice to the eligible beneficiaries.

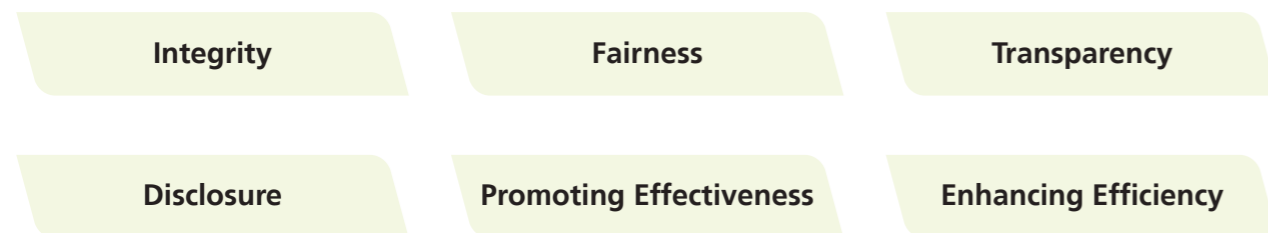
The total amounts for the social activities and programs carried out by the company for the year 2025 compared to the year 2024 are as follows:

Charity Magnetic Vouchers		Cooperative Iktissab Program & Special Categories		Prepaid Purchase Vouchers ((Sanabel Al-Khair		In-Kind Support for Food Items	
2025	2024	2025	2024	2025	2024	2025	2024
SAR 12,766,285	SAR 12,880,108	SAR 13,215,961	SAR 12,864,837	SAR 7,913,251	SAR 6,344,702	SAR 24,603,936	SAR 25,502,398
<b>Customers' Donation of Remaining Halalas</b>							
2025				2024			
SAR 267,483				SAR 277,456			
<b>Total Company Contributions to Social Initiatives</b>							
2025				2024			
SAR 58,499,433				SAR 57,592,045			



## Governance Practices:

### Key Governance Principles:



Abdullah Al-Othaim Markets Company believes that effective corporate governance is a fundamental pillar for strengthening institutional sustainability and delivering optimal value to its stakeholders. Accordingly, the Company is committed to implementing an integrated governance framework that ensures clarity of roles and responsibilities, enhances decision-making efficiency, and regulates the relationship between the Board of Directors, executive management, and shareholders, thereby maintaining trust and reinforcing transparency and accountability.

The Company conducts its business in full compliance with applicable laws and regulations, while adopting leading local and international governance best practices. It also aligns its strategy with the objectives of Saudi Vision 2030 by integrating economic, environmental, social, and governance (ESG) considerations across its activities and products, contributing to sustainable development. Below is a summary of the key approved policies and practices.



### A ) Corporate Governance Regulations:

The Company has adopted Corporate Governance Regulations that establish its governance framework, reflecting its commitment to implementing best practices and complying with the laws and regulations issued by the relevant regulatory authorities. The Regulations are reviewed and updated periodically to align with regulatory developments and evolving best practices.

The Regulations include, but are not limited to, the following:

1. Defining the roles, responsibilities, and duties of the Board of Directors and its members.
2. Establishing the framework for delegation of authority and decision-making levels within the Company.
3. Implementing an internal control system to ensure operational integrity and effective risk management.
4. Regulating the Company's relationship with shareholders to safeguard their rights.
5. Setting controls governing trading based on insider information.
6. Regulating conflict of interest situations and related disclosure mechanisms.
7. Promoting the principles of transparency and disclosure.

### B ) Conflict of Interest Management:

The Company has adopted a clear policy for managing conflict of interest situations in compliance with the laws and regulations issued by the relevant regulatory authorities, including standards governing competing business activities of Board members. The policy aims to ensure adherence to statutory procedures and to promote integrity and transparency in all transactions.

The policy includes, but is not limited to, the following:

1. Requiring Board members, senior executives, and Company employees to disclose any actual or potential conflict of interest.
2. Ensuring that transactions with related parties are conducted on fair and reasonable commercial terms that serve the interests of the Company and its shareholders.
3. Ensuring that Board members, Board committees, and executive management are aware of and adhere to the approved statutory procedures for the approval of related party transactions.

4. Reviewing proposed transactions and competing business activities to verify compliance with applicable laws and regulations, and to assess their feasibility and benefit to the Company and its shareholders.
5. Submitting any transactions or contracts to be entered into with related parties, as well as any competing business activities, to the competent committees for review and recommendation prior to approval.

### C ) Reporting Mechanisms and Violations:

The Company fosters a culture of compliance and accountability, upholding high standards of professional conduct and ethical values in accordance with its established Code of Conduct. In this context, the Company provides a clear mechanism for reporting any violations or irregular practices, ensuring that employees and all relevant stakeholders can raise material concerns with confidence and security.

The Company is committed to treating all reports with full seriousness, investigating them according to defined procedures that guarantee confidentiality and protect the whistleblower. Furthermore, the Company emphasizes adherence to principles of integrity, transparency, and due professional diligence, as well as full compliance with applicable laws and regulations, through the implementation of its whistleblowing policy, thereby enhancing the effectiveness of its governance and control framework.

### D ) Independent Members:

The Company is committed to forming a Board of Directors with diverse expertise and competencies that align with the size and nature of its operations, ensuring effective oversight and strategic guidance. The Company also ensures compliance with regulatory requirements regarding the proportion of independent members on the Board and the independence of committee chairs.

An annual assessment is conducted to verify the continued fulfillment of independence criteria for Board members, in accordance with approved rules and standards.

### E ) Disclosure to Stakeholders:

In response to global developments and the Sustainable Development Goals, and as part of the company's ambitious corporate governance initiatives, the company is committed to disclosing, in accordance with relevant regulations, any material or non-material events that require disclosure. The company also supports transparency-enhancing initiatives, which are communicated through the Saudi Capital Market Authority website, the company's official website, and social media channels.

### F ) Code of Conduct and Ethical Values:

Guided by its core values and commitment to a responsible work environment, the company implements a Code of Professional Conduct and Ethical Values following best practices. The policy clarifies responsibilities and addresses potential conflicts of interest both within the company and with external parties such as suppliers and customers. It covers areas including gift acceptance, employment of relatives, and safeguarding proprietary rights such as intellectual property. To ensure effective application, a Workplace Behavioral Compliance Committee has been established to monitor adherence and enforce the policies.

### G ) Information Technology and Cybersecurity:

The company places great emphasis on digital transformation and the protection of information, covering both corporate and customer data, through comprehensive security systems. These include cloud email security checks, network access control, and firewalls to prevent unauthorized access to the company's servers. The Information Technology and Supporting Systems policy provides a robust framework for managing technological risks and is communicated and implemented across all employees.

### H ) Data Privacy and Customer Protection:

The company places the highest priority on protecting the interests of its customers and safeguarding their personal data, adhering to the highest standards of professionalism in handling sensitive information. It continuously strives to enhance the quality of services and overall customer experience, supported by the service evaluation system implemented across its branches, which ensures that customer needs are met efficiently and effectively. This system also empowers employees to assist customers in making informed decisions. Additionally, a specialized team monitors and evaluates service and product quality, ensuring continuous improvement. The company and its subsidiaries foster a work environment that encourages all employees to uphold values centered on customer focus and experience.

### I ) Loyalty Program:

The loyalty program represents a new phase in the shopping experience, offering customers the opportunity to earn cash rewards credited to their cards, along with discounts and special offers each time they shop at the company or participating stores. The program aims to attract customers, build trust, and maintain loyalty, while ensuring the confidentiality and security of personal information in compliance with applicable legal standards. Customers can obtain their loyalty cards easily and free of charge through sales staff at branches or via the mobile application.

## J ) Work Environment and Human Resources:

In line with its commitment to human capital sustainability and improving the work environment, the company focused in 2025 on developing a comprehensive system encompassing talent acquisition and localization, employee incentives, supportive work environments, and strategic partnerships to ensure alignment of human capital with business needs. This approach was implemented through the following initiatives and programs:

- Over 6,000 employees were hired in 2025, with the Saudization rate reaching 47.27% within the medium-green range, reflecting the company's commitment to empowering national talent and supporting localization targets.
- The company launched several incentive and organizational initiatives, including the branch incentive program to enhance operational performance, sales, and employee loyalty, alongside the publication of the Employee Handbook and the implementation of the Employee of the Year program, which recognized 130 employees throughout the year.
- The company introduced the Metro initiative to facilitate employee transportation and opened Al-Othaim Nursery to support female employees. Additionally, workplace improvements included creating service and recreational spaces and organizing internal events and activities that enhance engagement and a sense of belonging, positively impacting job satisfaction and overall employee experience.
- The company strengthened its community and educational partnerships by signing agreements with more than five charitable organizations to support recruitment and employment, and by collaborating with educational institutions to align learning outcomes with labor market needs, thereby promoting sustainable employment and developing a qualified national talent pool.

## K ) Risk Management:

Early identification of key risks is essential to ensure business continuity and prevent potential disruptions. Accordingly, the company implements a range of controls and standards to minimize potential negative impacts, while promoting proactive risk awareness and monitoring. The risk management process includes analyzing potential risks, assessing their impact, and establishing preventive measures and action plans to mitigate them before they occur, ensuring the protection of the company's interests and supporting sustainable business operations.

## L ) Internal Audit Department:

The Company recognizes the importance of the Internal Audit Department as a vital function for evaluating and improving performance, as well as enhancing transparency and accountability. During the year, the Internal Audit Department completed numerous assignments, including:

- Completion of 39 assurance audit engagements across all sectors, as scheduled in the approved 2025 audit plan. These engagements contributed to strengthening internal controls, ensuring compliance, improving operational quality, mitigating risks, and enhancing procurement, recruitment, purchasing, and project procedures.
- Provision of advisory services to support decision-making within the Company and its subsidiaries. These services enhanced governance processes and improved procedural efficiency through recommendations on external transactions, upgrading audit procedures in subsidiaries, supporting the implementation of financial control measures, reviewing IT controls, and launching data automation and archiving initiatives. This integrated approach strengthened the organizational structure, compliance framework, and strategic readiness of the Company.
- Visiting more than 330 branches as part of the approved 2025 audit plan. These visits identified improvement opportunities in operations, safety and security, inventory management, and branch-related real estate. Specific recommendations were issued to the relevant departments.
  - Monitoring the implementation of audit recommendations, with a significant percentage fully or partially implemented during 2025. Ongoing follow-ups and verification procedures are incorporated into future engagements to enhance compliance and improve operational and control quality.
  - Preparation of the Internal Audit Plan for 2026 and the following three years, which was approved by the Audit Committee.



- As part of the whistleblowing channels initiative, reporting mechanisms were enhanced by adding a WhatsApp service to the existing dedicated email and hotline, enabling customers, suppliers, and employees to report violations.
- In alignment with the Company's digital transformation strategy, the Internal Audit Department automated its operations and began utilizing specialized internal audit management software.
- In 2025, and in line with corporate objectives, the contract with the external consultant was concluded, relying instead on internal human resources to execute audit assignments. Additional staff were appointed within the department to enhance operational efficiency and ensure timely completion of tasks.

The Internal Audit Department also completed several initiatives aimed at improving operational efficiency, including:

- In collaboration with Al-Othaim Academy, the Internal Audit Development Program was renewed, supporting auditors in obtaining the Certified Internal Auditor (CIA) certification. The program covers training, examination fees, and certification issuance, empowering team members and enhancing their professional competencies, which positively impacts the quality and effectiveness of internal audit activities.
- Encouraging team members to obtain specialized professional certifications in internal audit and governance, with some members earning a diploma in internal audit. These qualifications strengthen the team's ability to apply best practices and professional standards.
- Delivering specialized awareness and training initiatives, including periodic workshops titled "Introduction to Internal Audit" for branch managers and supervisors, and organizing an awareness event on internal audit functions and concepts in conjunction with International Internal Audit Awareness Month.
- Investing in internal talent development through specialized training programs and guiding team members toward professional courses in areas such as internal audit fundamentals, practical project management, personal data protection awareness, and risk management awareness.
- Encouraging team members to attend local and international conferences and seminars that contribute to professional development, including the Annual Internal Audit Conference.

## M ) Stakeholder Communication and Engagement:

The Company is committed to establishing effective and sustainable communication channels with its stakeholders in a manner that enhances transparency, strengthens mutual trust, and ensures responsiveness to their expectations and needs, as outlined below:

### Customers

- Providing customer service across all Company branches throughout the Kingdom of Saudi Arabia.
- Allocating a dedicated hotline to receive inquiries, feedback, and complaints.
- Engaging through the Company's official social media channels.

### Shareholders and Investors

- Holding General Assembly meetings in accordance with applicable regulations.
- Organizing investor conference calls following each quarterly and annual reporting period to discuss financial results and operational performance.
- Maintaining an Investor Relations page on the Company's website, in addition to a dedicated communication email (ir@othaimmarkets.com).
- Offering a service for inquiries regarding unclaimed dividends.

### Community

- The Company strengthens its relationship with the community by implementing various initiatives and contributions in the field of corporate social responsibility, supporting sustainable development and reflecting its commitment to its societal role.

### Suppliers

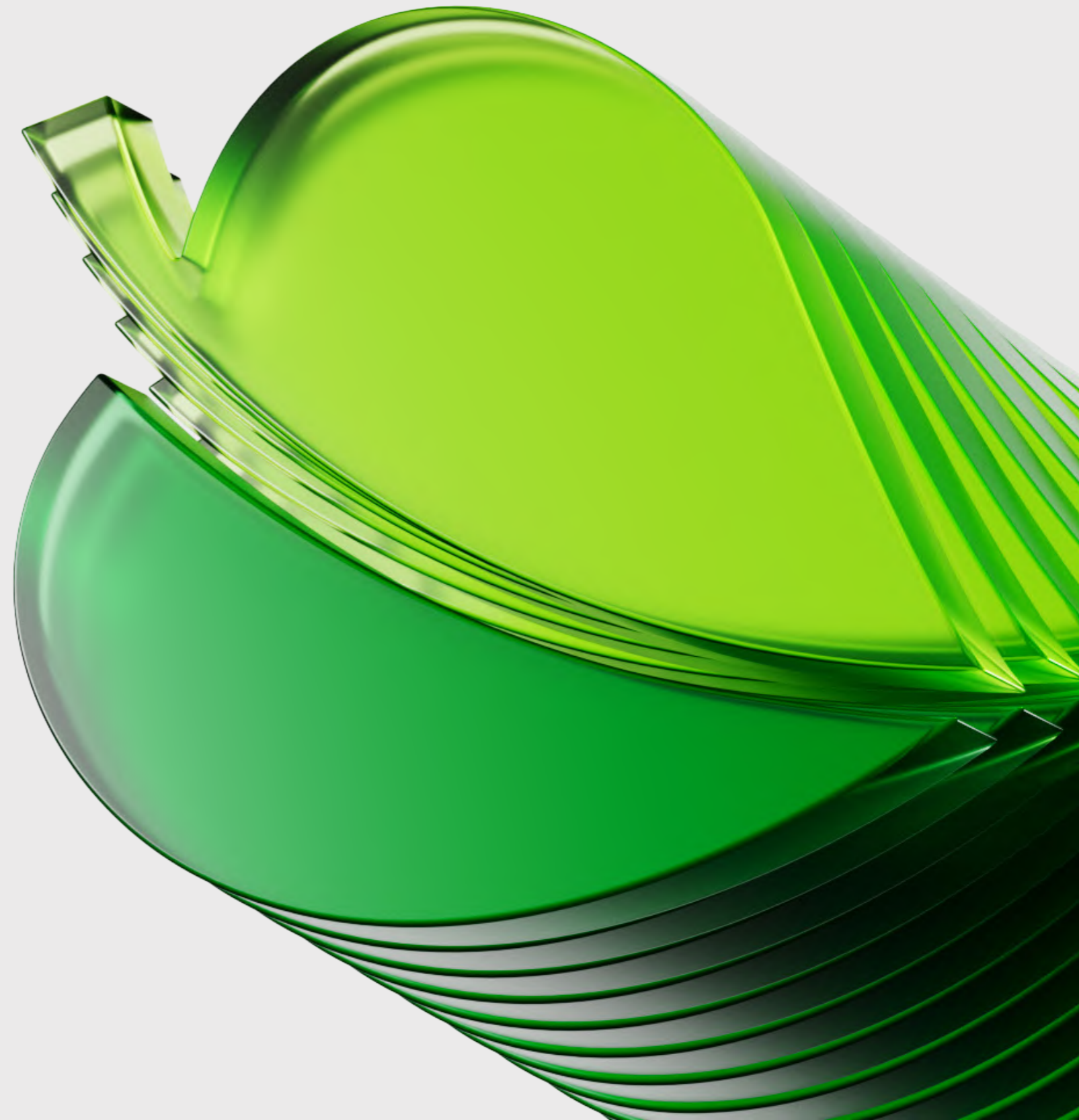
- Managing communications through a dedicated electronic platform affiliated with the Company.
- Holding periodic meetings to monitor performance and strengthen long-term partnerships.


### Employees

- Providing an internal electronic portal that enables employees to access their information, submit requests, and follow up on administrative procedures.
- Launching the "Your Voice is Heard" initiative to enhance internal communication and receive suggestions and feedback.
- Organizing the "Monthly Summit Meeting" to promote transparency and share updates with Company employees.



# Company's Governance





Abdullah Al-Othaim Markets is committed to applying the principles and provisions of corporate governance as set out in the relevant laws and regulations, and to strengthening the principles of accountability, transparency, and disclosure in line with best practices. This aims to enhance the effectiveness of oversight, protect the rights of shareholders and stakeholders, and mitigate potential risks, thereby contributing to the sustainability of the Company's business and the achievement of its strategic objectives.

## First: Formation of Board of Directors and the Classification of its Members:

To enhance the independence of the Board of Directors and its role in decision-making, the majority of the Board members are non-executive members, thereby serving the interests of the Company and its shareholders.

The Board of Directors of the Company consists of (6) members. Below is a list of their names and classification of membership:

S	Name of Member	Capacity	Membership Classification
1.	Mr. Abdullah Saleh Ali Al-Othaim	Board Chairman	Non-executive
2.	Eng. Bader Hamed Abdulrazaq Alaujan	Vice Chairman	Non-executive
3.	Mr. Bandar Suliman Mohammed Al-Bohairy	Member	Non-executive
4.	Dr. Raed Abdullah Ibrahim Al-Hogail	Member	Independent
5.	Mr. Saad Ibrahim Saad Al-Mushawah	Member	Independent
6.	Eng. Muaffaq Abdullah Mohammed Mubarah	Member	Executive



## Second: Names of Board of Directors, Committees, Executive Department, their Current and Previous Positions, Qualifications, and Experiences:

### 1 ) Members of Board & Committees:

#### Mr. Abdullah Saleh Ali Al-Othaim

Board Chairman and Executive Committee Chairman

##### Current Positions

Chairman of the Board of Directors Al-Othaim Holding Company, Chairman of the Board of Directors and Chairman of the Executive Committee of Abdullah Al-Othaim Investment Company, Member of the Board of Directors of Arab Union for Real Estate Development Company, Member of the Board of Directors of "Al-Othaim Holding Group Company, Abdullah Al-Othaim Entertainment Company, Abdullah Al-Othaim Fashion Company, Abdullah Al-Othaim Foods Company", Chairman of Board Trustees of Abdullah bin Saleh Al-Othaim and Sons Charitable Foundation, Director of "Othaim Cash & Carry Company, Bayt Al-Watan Company, Haley Holding Company, Abdullah Saleh Al-Othaim Holding Company, and Riva Investment Company.

##### Previous Positions

Member of the Company's Remuneration and Nominations committee, Chairman of the Board of Directors of "Abdullah Al-Othaim Markets Company-Egypt, and Chamber of Commerce in Qassim", Member of the Board of Directors of "Saudi Authority for Industrial Cities and Technology Zones , and The Anti-Smoking Charitable Society", Founding Member of the Board of Directors of Weqaya Association for Narcotics Control, Member of King Abdulaziz and His Companions Foundation for the Care of Gifted, Member of the Board of Directors of "Social Development Bank, and Charitable Society for Orphan Care", Founding Member of the Board of Directors of King Salman Charitable Housing Project, Member of King Salman Center for Disability Research, Member of the Board of Directors of "Marafiq Al-Tashgheel Company, Shorofat Al-Jazira for operation and maintenance Company, Seven Services Company, and Thamarat Al-Qassim Company", Chairman of the committee Friends of the Red Crescent.

##### Qualifications

Intermediate Stage.

##### Experiences

Accumulated experience in wholesale and retail trade, activity of contracting, real estate investment activity, recreational activity, experience in management, planning and business.

#### Eng. Bader Hamed Abdulrazaq Alaujan

Vice Chairman and Executive Committee Member

##### Current Positions

Chairman of the Board of Directors of "Abdullah Al-Othaim Markets Company-Egypt, Al-Jouf Agricultural company, Fourth Milling Company, Arabian Agricultural and Industrial Investment Company "ENTAJ", and Al-Mutlaq Group Company", Vice Chairman of the Board of Directors of National Aquaculture Group Company "NAQUA", Member of the Board of Directors of Saudi Agricultural and Livestock Investment Company "SALIC", Member of the Board of Directors of "Al-Wousta for Foods Services Company, National Biscuits Confectionery Company "Al-Batal and Abu wallad", National Food Industries Company "Luna" and channels by stc Company", Chairman of the executive Committee of Al-Jouf Agricultural Development Company, Member of the investment committee of Saudi Agricultural and Livestock Investment Company "SALIC", Member of the preparatory committee of National Aquaculture Group Company "NAQUA".

##### Previous Positions

Chairman of the Board of Directors of Member Mueen Human Resources Company, Vice Chairman of the Board of Directors of "Riyadh Foods Industries Company and Arabian Agricultural Services Company"ARASCO", Member of the Board of Directors and the Governance Committee of Jarir Marketing Company, Member of the Board of Directors of "Al-Safi Danone Company, National Biscuits Manufacturing Company, National Foods Industries Company and Al-Othaim Holding Company", Board Member and CEO of Savola Foods Company, Managing Director of "Al-Muhaidib Foods Company and Alaujan Industrial Group Company", Member of the executive committee of Arab Agricultural Services Company, Member of the Human Resources Committee of the National Biscuits Manufacturing Company and National Foods Industries Company".

##### Qualifications

Member Program of the International Board of Directors-INSEAD, France in 2019G, Bachelor of Mechanical Engineering-King Saud University in 1992G.

##### Experiences

Multiple experiences in management, retail business, strategy and business planning, project management, leadership and team building, public relations and business development.

#### Mr. Bandar Suliman Mohammed Al-Bohairy

Board Member, Board Secretary, Remuneration and Nominations Committee Member and Executive Committee Member

##### Current Positions

Board Member and CEO of Al-Othaim Holding Company, Chairman of the Board of Directors of "Mueen Human Resource Company, and Wamda Cinema Company", Member of the Board of Directors and The Managing Director of Abdullah Al-Othaim Investment Company, Member of the Board of Directors of "Abdullah Al-Othaim Markets-Egypt, Riyadh Food Industries Company, and Alpha Financial Company", Member of the Board of Directors of "Ijmal Limited Company, Abdullah Saleh Al-Othaim Development Company, Abdullah Al-Othaim Entertainment Company, Abdullah Al-Othaim Fashion Company, and Abdullah Al-Othaim Foods Company", Member of Board Trustees of Abdullah bin Saleh Al-Othaim and Sons Charitable Foundation, Chairman of the Audit Committee of "Riyadh Foods Industries Company, and MOBI Industry Company", Member of the Audit Committee of "National for Learning and Education Company, and endowments of Sheikh Muhammad al-Khudair" Member of the Nominations and Remuneration Committee of MOBI Industry Company", Member of the Executive Committee of "Abdullah Al-Othaim Investment Company, and Ijmal Limited Company".

##### Previous Positions

Member of the Board of Directors of MOBI Industry Company, Member of the Audit Committee and Nominations and Remuneration Committee of Abdullah Al-Othaim Investment Company, Chairman of the Audit Committee and Member of the Executive Committee of Mueen Human Resource Company, Manager of Internal Audit Department in Al-Othaim Commercial Company.

##### Qualifications

Bachelor of Accounting-Administrative Sciences Faculty in King Saud University in 2001G.

##### Experiences

More than (25) years of accumulated experience in various fields of management, finance, internal audit, strategic planning, investment, corporate governance, and business development.

#### Dr. Raed Abdullah Ibrahim Al-Hogail

Board Member and Audit Committee Chairman

##### Current Positions

Member of the Board of Directors of "the National Trigeration Energy Company and Naseej for Technology Company", Vice Chairman of the Board of Directors of "Value Capital Company and King Abdullah Humanitarian Foundation", Chairman of the Board of Directors of the International Sources Company, Chairman of the Audit Committee of King Abdullah Humanitarian Foundation, Member of the Nominations and Remuneration Committee of Saudi Data and Artificial Intelligence Authority "SDAIA", Chairman of the Executive Committee of "National Trigeration Energy Company, and Value Capital Company".

##### Previous Positions

Member of the Board of Directors of "National Gas and Industrialization Company, Thob Al-Aseel Company, University Education Fund, Ministry of Education, Arab Flat Glass Company, Gulf One Investment Bank", Vice Chairman of the Board of Directors of the Natural Gas Distribution Company, Director of the Foresee Professional Consulting Company, Chairman of the Board of Directors of Cushman & Wakefield, Managing Director of the National Triple Energy Production Company, Chairman of the Audit Committee of Naseej for Technology Company, Chairman of the Executive Committee of King Abdullah Humanitarian Foundation, Member of the Executive Committee, Member of the Remuneration and Nominations Committee, and Member of the Investment Committee of National Gas and Industrialization Company, Member of the Audit Committee of United Cooperative Insurance Company "Walaa" and National Gas and Industrialization Company, Executive Vice President of Support Services in the National Triple Energy Production Company, Member of the Faculty of the College of Business Administration at King Saud University in Riyadh.

##### Qualifications

He possesses extensive experience in financial management, corporate governance, and risk management. He holds a Bachelor of Science degree in Industrial Management (Finance and Accounting) from King Fahd University of Petroleum and Minerals, obtained in 1987G. He earned a Master of Business Administration degree with a specialization in Finance from the University of Denver in 1990G. He received a Doctorate in Business Administration degree with a specialization in Finance from George Washington University in 1999G, with his dissertation focusing on multiple risk factors priced in common stocks traded on the New York Stock Exchange. He also obtained a Diploma in the International Board Membership Program from INSEAD in 2019G, and a Diploma in Enhancing Board Effectiveness from IMD in 2020G.

##### Experiences

Accumulated experience in investment management, financial and accounting, executive leadership, strategic planning, project management, risk management, and internal control.

### Mr. Saad Ibrahim Saad Al-Mushawah

Board Member and Remunerations and Nominations Committee Chairman

#### Current Positions

Member of the Board of Directors of "Qassim Cement Company and AlJazira Bank", Member of the Board of Directors of Soybean Crushing and Derivatives Company, Chairman of the Audit Committee and Executive Committee of Qassim Cement Company, Member of the Audit Committee of "Thob Al-Aseel Company, Methanol Chemicals Company, Durrah Advanced Development Company, Al-Watania Agricultural Holding Company (Sulaiman Al-Rajhi Endowment) and AlJazira Bank", Member of the Nominations Committee of the King Abdullah Humanitarian Foundation.

#### Previous Positions

Board Member and Chairman of the Audit Committee of Al-Jazira Takaful Taawuni Company, Member of the Board of Directors of Al-Essa Industries Company, Member of the Board of Directors of "Maan Aljasser & Partners Company, National Foods Industries Company, Creative Closets Company, Al-Watania Agricultural Holding Company (Sulaiman Al-Rajhi Endowment) and National Food Industries Company "Luna" Member in the Supervisory Board for Productive Families Building Center "Jana"(One of the branches of the Sulaiman Al-Rajhi Development and Financing Foundation), Member of the Audit Committee of "Al-Essa Industries Company, Fawaz Abdulaziz Al-Hokair Company and Productive Families Building Center "Jana"(One of the branches of the Sulaiman Al-Rajhi Development and Financing Foundation)", Chairman of the Nominations and Remuneration Committee of "Qassim Cement Company and Raza Company", Member of Executive Committee of the National Agricultural Development Company, Chief Executive Officer of Gulf Union Foods Company, Credit team leader for Saudi Industrial Development Fund.

#### Qualifications

Specialized course in financial management and investment-Chase Manhattan Bank, USA in 1987G, Bachelor of Industrial Management-King Fahad University of Petroleum and Minerals in 1985G.

#### Experiences

Multiple experiences in project management, team building, executive leadership, and business development.

### Eng. Muaffaq Abdullah Mohammed Mubarah

Board Member, Executive Committee Member and CEO

#### Current Positions

Member of the Board of Directors of "Riyadh Food Industries Company and Abdullah Al-Othaim Markets-Egypt".

#### Previous Positions

CEO and Member of the Board of Directors of "Berain Company, Global Beverage Holding Company, and Al-Rajhi Steel Industries Company", Member of the Board of Directors of Jazeera Appliances Company, Member of the Audit Committee of Al-Rajhi Steel Industries Company, Member of the Nominations and Remuneration Committee of Jazeera Appliances Company, Member of the Executive Committee of "Berain Company, Al-Rajhi Steel Industries Company", Deputy CEO of Naqel Company, Deputy General Manager of Arab Company for Medical Products Manufacturing, and held a number of positions in sales, marketing and business development.

#### Qualifications

MBA-King Saud University in1999G, Bachelor of Chemical Engineering-King Fahad University of Petroleum and Minerals in1995G.

#### Experiences

More than (30) years of experience in strategic planning, logistics, business development, sales, marketing, and manufacturing.

### Mr. Mohammed Mansour Abdulmohsen Al-Mousa

Audit Committee Member

#### Current Positions

Consultant for the CEO of the Saudi Agricultural and Livestock Investment Company "SALIC", Member of the Board of Directors of "Almarai Company, Minerva Foods Company and G3 International Holdings", He also chairs the boards of "SALIC Ukraine and Australia", Member of the Audit Committee of "Shatirah House Restaurant Company "BURGERIZZR", King Abdullah Humanitarian Foundation".

#### Previous Positions

Board and committee memberships in several companies, Chief Financial Officer of the Saudi Agricultural and Livestock Investment Company "SALIC", Chief Financial Officer of Al-Faisaliah Group Holding Company, and several previous positions in different sectors.

#### Qualifications

Master of Accounting-Missouri State University, Bachelor of Accounting-King Saud University, CME-1 Securities Dealing Certificate-Capital Market Authority, Certified Public Accountant-Saudi Organization for Certified Public Accountants, Passing the Certified Public Accountant of the American Institute of Certified Public Accountants,USA.

#### Experiences

Experience in strategy, financial management and accounting, financial control, performance management, investments and mergers and acquisitions, governance and risk management, and shared and corporate services management.

### Mr. Abdullah Jaber Ali Al-Fifi

Audit Committee Member

#### Current Positions

Chairman of the Board of Directors of Saudi Anti-Fraud Association, Member of the Board of Directors of "Najran Cement Company, and Expertise Contracting Company" Chairman of the Audit Committee of Expertise Contracting Company, Member of the Audit Committee of "Najran Cement Company, Saudi Awwal Bank "SAB", Saudi Chemical Holding Company, National Mechanical Systems Company, Wadi Makkah Technology Company, Medad Offices Company, and Watad Energy and Communications Company", Member of the Remuneration and Nominations Committee of "Najran Cement Company, and Expertise Contracting Company", Member of the Governance, Risk, and Compliance Committee of King Abdullah International Foundation for Humanitarian Activities, Independent consultant in audit, governance, risk and compliance.

#### Previous Positions

Chairman of the Board of Directors of Data Fusion Information Technology Company "FUSION", Member of the Board of Directors of "Rabigh Refining and Petrochemical Company, and Nama Chemical Company", Chairman of the Audit Committee of "Rabigh Refining and Petrochemical Company, Nama Chemical Company, and The Saudi Authority for Internal Auditors", Member of the Audit Committee of "Tanami Arabia, Ektimal Sports Company "PUREGYM", Abdullah Al-Othaim Investment Company, and National Center for Non-Profit Sector", Member of the Audit and Risk Committee of "the General Authority for Statistics, Member of the Nominations and Remuneration Committee of "Rabigh Refining and Petrochemical Company, Nama Chemical Company, and The Eastern Health Cluster", Advisor to the Minister of Health in auditing and follow-up, held several management positions at the Saudi Arabian Oil Company "Aramco" including "special Audits, business services review, Financial and administrative affairs review, Projects review, Refining and marketing review, Career progression in the field of finance and internal auditing of "Saudi Refining and Marketing Company "SMARK", General Corporation for Petroleum and Minerals "Petromin".

#### Qualifications

Bachelor of Accounting- King Abdulaziz University in 1985G. Fellowship of Internal Audit- Internal Auditors Institute, USA in 2000G, Professional Fellowship in Fraud Detection and Examination, Fraud Detector- USA in 2001G, Professional Fellowship in Risk Management-Internal Auditors Institute, USA in 2010G, Joint Ventures Council Program-Saudi Aramco 2013G.

#### Experiences

Multilabel Experiences in auditing, governance, risk management, financial management and leadership.

## Mr. Nabil Abdulaziz Mohammed Al-Fraih

Remuneration and Nominations Committee Member

### Current Positions

Member of the Board of Directors and Chairman of the Nominations and Remuneration Committee at Abdullah Al-Othaim Investment Company, Member of the Board of Directors of Bureau Veritas Mining Solutions.

### Previous Positions

Member of the Development and Leadership Development Committee, Member of the Social Initiatives Committee, Member of the Administrative Committee in Saudi Arabian Mining Company, Board Member of in Ma'aden Phosphate Company, Chairman of the Board in "Saudi Mining Polytechnic, Ma'aden Company for Gold", Managing Director, and Vice Chairman of the Board of Al-Rajhi Cement Company, held several positions in the Saudi Arabian Mining Company, including "Vice President of Gold Business Affairs, Vice President of Human Resources and Sustainability", General Manager of Marketing of the Al-Watania for Industries Group Company, Director of External Marketing of the Saudi Industrial Export Company, Senior Projects Analyst of the Saudi Industrial Development Fund.

### Qualifications

Corporate Governance Course -INSEAD University, France, Engineering Services Training Program-Stone & Webster, USA, Two Courses in Board Membership and Chairmanship-GCC Board Members Institute, Received various technical and management courses in Britain and Japan Bachelor of Civil Engineering-King Saud University.

### Experiences

Experience in corporate governance, policy development, human resource management, and leadership.

## 2) Members of Executive Department:

### Eng. Muaffaq Abdullah Mohammed Mubarah

Board Member, Executive Committee Member and CEO

### Current Positions

Member of the Board of Directors of "Riyadh Food Industries Company and Abdullah Al-Othaim Markets-Egypt".

### Previous Positions

CEO and Member of the Board of Directors of "Berain Company, Global Beverage Holding Company, and Al-Rajhi Steel Industries Company", Member of the Board of Directors of Jazeera Appliances Company, Member of the Audit Committee of Al-Rajhi Steel Industries Company, Member of the Nominations and Remuneration Committee of Jazeera Appliances Company, Member of the Executive Committee of "Berain Company, Al-Rajhi Steel Industries Company", Deputy CEO of Naqel Company, Deputy General Manager of Arab Company for Medical Products Manufacturing, and held a number of positions in sales, marketing and business development.

### Qualifications

MBA-King Saud University in1999G, Bachelor of Chemical Engineering-King Fahad University of Petroleum and Minerals in1995G.

### Experiences

More than (30) years of experience in strategic planning, logistics, business development, sales, marketing, and manufacturing.

### Mr. Marwan Ahmad Mohammed Ibrahim (CFO)

### Current Positions

Member of the Board of Directors of Fourth Milling Company, Member of the Board of Directors of Gulf Flour Milling Industrial Company.

### Previous Positions

Member of the Board of Directors of "Mueen Human Resources, Riyadh Foods Industries Company", Member of the Audit Committee of Riyadh Foods Industries Company, Internal Audit Director of Al-Jomaih Holding Company-Saudi Arabia 1996G-2005G, Auditor in the Office of "Ibrahim Al-Abbasi & Co.-Jordan 1993G-1996G and Abdulaziz Khalifah Al-Melhem-Saudi Arabia 1989G-1992G".

### Qualifications

Fellowship of SOCPA in 2007G, Fellowship of CMA in 2003G, Fellowship of CFM in 2003G, Fellowship of the CPA in 1994G, Fellowship of the Jordanian Association of Certified Public Accountants in 1994G Bachelor of Accountancy and Business Administration-Jordanian University in 1989G.

### Experiences

Accumulated Experience in the Field of Finance and Accounting Affairs, External and Internal Audit.

### Third: Names of companies inside & outside the Kingdom in which the company's Board of Directors member is a member of its current or previous Board of Directors or one of its Executives:

Name of Member	Names of the current companies	Previous company names
Mr. Abdullah Saleh Ali Al-Othaim	<p><b>Inside the Kingdom</b> <b>Limited Liability</b></p> <ul style="list-style-type: none"> <li>Abdullah Saleh Al-Othaim Holding.</li> <li>Riva Investment.</li> <li>Al-Othaim Holding Group.</li> <li>Abdullah Al-Othaim Entertainment.</li> <li>Abdullah Al-Othaim Fashion.</li> <li>Abdullah Al-Othaim Foods.</li> <li>Othaim Cash &amp; Carry.</li> <li>Bayt Al-Watan.</li> <li>Haley Holding.</li> </ul> <p><b>Listed Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets.</li> </ul> <p><b>Closed Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Investment.</li> <li>Al-Othaim Holding.</li> </ul> <p><b>Outside the Kingdom</b> <b>Joint Stock</b></p> <ul style="list-style-type: none"> <li>Arab Union Company for Real Estate Development.</li> </ul>	<p><b>Inside the Kingdom</b> <b>Limited Liability</b></p> <ul style="list-style-type: none"> <li>Thamarat Al-Qassim.</li> <li>Marafiq Al-Tashgheel.</li> <li>Seven Services.</li> <li>Shorofat Al-Jazira For operation and Maintenance.</li> </ul> <p><b>Outside the Kingdom</b> <b>Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets - Egypt.</li> </ul>

Name of Member	Names of the current companies	Previous company names
Eng. Bader Hamed Abdulrazaq Alujan	<p><b>Inside the Kingdom</b> <b>Limited Liability</b></p> <ul style="list-style-type: none"> <li>Al-Wousta for Foods Services.</li> <li>National Biscuits Confectionery "Al-Batal and Abu wallad".</li> <li>National Food Industries "Luna".</li> <li>channels by stc.</li> </ul> <p><b>Listed Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets.</li> <li>Al-Jouf Agricultural.</li> <li>Fourth Milling.</li> </ul> <p><b>Closed Stock</b></p> <ul style="list-style-type: none"> <li>Saudi Agricultural and Livestock Investment "SALIC".</li> <li>Arabian Agricultural and Industrial Investment "ENTAJ".</li> <li>National Aquaculture Group "NAQUA".</li> <li>Al-Mutlaq Group.</li> </ul> <p><b>Outside the Kingdom</b> <b>Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets - Egypt.</li> </ul>	<p><b>Inside the Kingdom</b> <b>Limited Liability</b></p> <ul style="list-style-type: none"> <li>Al-Muhaidib Foods.</li> <li>Alaujan Industrial Group.</li> <li>Al-Safi Danone.</li> <li>National Biscuits Manufacturing.</li> <li>National Foods Industries.</li> </ul> <p><b>Listed Joint Stock</b></p> <ul style="list-style-type: none"> <li>Jarir Marketing.</li> </ul> <p><b>Closed Stock</b></p> <ul style="list-style-type: none"> <li>Mueen Human Resources.</li> <li>Riyadh Foods Industries.</li> <li>Savola Foods.</li> <li>Arabian Agricultural Services "ARASCO".</li> <li>Al-Othaim Holding.</li> </ul>

Name of Member	Names of the current companies	Previous company names
Mr. Bandar Suliman Mohammed Al-Bohairy	<p><b>Inside the Kingdom</b> <b>Limited Liability</b></p> <ul style="list-style-type: none"> <li>Ijmal Limited.</li> <li>Abdullah Saleh Al-Othaim Development.</li> <li>Abdullah Al Othaim Entertainment.</li> <li>Abdullah Al Othaim Fashion.</li> <li>Abdullah Al Othaim Foods.</li> </ul> <p><b>Listed Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets.</li> </ul> <p><b>Closed Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Investment.</li> <li>Mueen Human Resources.</li> <li>Riyadh Foods Industries.</li> <li>Al-Othaim Holding.</li> <li>Alpha Financial.</li> <li>Wamda Cinemas.</li> </ul> <p><b>Outside the Kingdom</b> <b>Joint Stock</b></p> <ul style="list-style-type: none"> <li>Abdullah Al-Othaim Markets - Egypt.</li> </ul>	

Name of Member

Names of the current companies

Previous company names

Dr. Raed Abdullah Ibrahim Al-Hogail

**Inside the Kingdom Limited Liability**

- International Sources.

**Listed Joint Stock**

- Abdullah Al-Othaim Markets.
- Naseej for Technology.

**Closed Stock**

- Value Capital.
- National Trigenation Energy.

**Inside the Kingdom Limited Liability**

- Cushman & Wakefield.
- Foresee Professional Consulting.

**Listed Joint Stock**

- National Gas and Industrialization.
- Thob Al-Aseel.

**Closed Stock**

- Arab Flat Glass.
- Natural Gaz Distribution.

**Outside the Kingdom**

**Closed Stock**

- Gulf One Investment Bank.

Name of Member

Names of the current companies

Previous company names

Eng. Muaffaq Abdullah Mohammed Mubarah

**Inside the Kingdom Listed Joint Stock**

- Abdullah Al-Othaim Markets.

**Closed Stock**

- Riyadh Foods Industries.

**Outside the Kingdom Joint Stock**

- Abdullah Al-Othaim Markets - Egypt.

**Inside the Kingdom Closed Stock**

- Berain.
- Global Beverage Holding.
- Al-Rajhi Steel Industries.
- Jazeera Appliances.

Name of Member

Names of the current companies

Previous company names

Mr. Saad Ibrahim Saad Al-Mushawah

**Inside the Kingdom Limited Liability**

- Soybean Crushing and Derivatives.

**Listed Joint Stock**

- Abdullah Al-Othaim Markets.
- Qassim Cement.
- AlJazira Bank.

**Inside the Kingdom Limited Liability**

- Maan Aljasser & Partners.
- Creative Closets.
- Al-Watania Agricultural Holding (Sulaiman Al-Rajhi Endowment).
- National Food Industries "Luna".
- National Foods Industries.

**Listed Joint Stock**

- Al-Jazira Takaful Taawuni.

**Closed Stock**

- Al-Essa Industries.



#### Fourth: Board of Directors Meetings during the Year 2025:

The Board of Directors held (5) meetings during the fiscal year 2025, and the table below shows the attendance record of the Board of Directors meetings:

No.	Member Name/Date of Meeting	Meeting number and date					Number of attendances
		(1) 16 Feb	(2) 11 May	(3) 05 Aug	(4) 04 Nov	(5) 14 Dec	
1.	Mr. Abdullah Saleh Ali Al-Othaim	✓	✓	✓	✓	✓	5
2.	Eng. Bader Hamed Abdulrazzaq Alaujan	✓	✓	✓	✓	✓	5
3.	Mr. Bandar Suliman Mohammed Al-Bohairy	✓	✓	✓	✓	✓	5
4.	Dr. Raed Abdullah Ibrahim Al-Hogail	✓	✓	✓	✓	✓	5
5.	Mr. Saad Ibrahim Saad Al-Mushawah	✓	✓	✓	✓	✓	5
6.	Eng. Muaffaq Abdullah Mohammed Mubarah	✓	✓	✓	✓	✓	5

#### Fifth: The General Assemblies Held during the Year 2025 and the Names of the Members of the Board of Directors and the Record of Their Attendance of these Associations:

No.	Member name	Ordinary General Assembly	Extraordinary General Meeting
		On 15/06/2025	On 20/01/2025
1.	Mr. Abdullah Saleh Ali Al-Othaim	✓	✓
2.	Eng. Bader Hamed Abdulrazzaq Alaujan	✓	✓
3.	Mr. Bandar Suliman Mohammed Al-Bohairy	✓	✓
4.	Dr. Raed Abdullah Ibrahim Al-Hogail	✓	✓
5.	Mr. Saad Ibrahim Saad Al-Mushawah	✓	✓
6.	Eng. Muaffaq Abdullah Mohammed Mubarah	✓	✓



## Sixth: Brief Description of Committees, Specializations, and Tasks:

The company has three committees, details are as follows:

### 1) Audit Committee:

The Audit Committee is formed of (3) members, and In order to enhance its role in assisting the Board of Directors in performing its duties effectively and based on the committee’s charter, which stipulate that it should hold meetings whenever necessary to follow up on its work on an ongoing basis, the committee held during the year 2025 (14) meetings. This is due to the Committee’s keenness to ensure the accuracy and integrity of financial reports and the adequacy of the internal control system, tasks of the Audit Committee include for example but not limited to “Supervising the internal auditing department, studying the internal control system, internal audit reports, making recommendation to the Board of Directors on appointing the external auditors, determine their fees and following- up their work, studying the audit plans and auditors notes to the Management, studying the interim and annual financial statements before being presented to the Board of Directors, studying the adopted accounting policies to ensure they are satisfying the requirements of the applicable accounting standards and making the relevant recommendation to the Board of Directors, reviewing the plan and work of the auditor, results of the reports of regulatory authorities, and making sure that the company took the necessary actions against them. As well, ensuring the company compliance with the relevant laws, regulations, policies, and instructions and providing points of views regarding them to the Board of Directors”. The following table outlines the committee membership and its meetings conducted during 2025.

No.	Name of Member	Position	Number and Date of Meeting														Number of attendances
			(1) 01 Jan	(2) 09 Feb	(3) 16 Mar	(4) 21 Mar	(5) 24 Mar	(6) 04 May	(7) 09 May	(8) 28 May	(9) 09 Jul	(10) 04 Aug	(11) 04 Sep	(12) 03 Nov	(13) 18 Nov	(14) 30 Nov	
1.	Dr. Raed Abdullah Ibrahim Al-Hogail	Chairman	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	14
2.	Mr. Abdullah Jaber Ali Al-Fifi	Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	14
3.	Mr. Mohammed Mansour Abdulmohsen Al-Mousa	Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	14

### Internal Audit Department:

During 2025, the Director of the Internal Audit Department submitted his resignation. In line with its mandate, the Audit Committee reviewed the matter and took the necessary actions to ensure the continuity of internal audit activities without interruption. The Committee subsequently

recommended the appointment of Mr. Yahya Al-Muathin as Director of the Internal Audit Department, following verification of his relevant qualifications and professional experience. The Board of Directors approved the recommendation in accordance with the applicable regulatory procedures, thereby reinforcing the independence and effectiveness of the internal audit function.

### Results of Annual Auditing of the Company’s Internal Control Procedures Effectiveness:

The Audit Committee, based on the information provided to it by the Company’s management, the internal auditor, the external auditor, and other supervisory departments within the Company, does not find any material observations regarding the internal control, financial control, and risk management systems that would require disclosure. This is with an emphasis on the continuous review and development of the current procedures applied by the Company, and on identifying and addressing any weaknesses or deficiencies in a manner consistent with business developments and changes in relevant laws and regulations.

### 2) Committee of Remunerations and Nominations:

The committee had been formed of (3) members, and in order to enhance its role in assisting the Board of Directors in performing its duties effectively and based on the Committee’s charter, the Committee held during the year 2025. (5) meetings, and the assignments and specialties of the Remunerations and Nominations Committees include for example but not limited to “recommending the nomination to the Board of Directors, clear standards and policies for the membership in the Board and executive department, reviewing the structure of Board of Directors and executive department, providing recommendations with regard to the changes that may be made, specifying the points of weakness and strength in the Board of Directors, proposing curative solutions in a way consistent with the company’s interest, ensuring annually the independence of independent members, preparing and updating the necessary policies for the rewards of the members of Board of Directors and committees derived from the Board, executive management and its periodical auditing, and assessing the extent of its effectiveness in meeting the aspired goals, clarifying the relation between the granted reward and the applicable rewards policy, clarifying any substantial deviation from this policy, As well, studying the subjects with which it is concerned or referred to it by the Board of Directors and submitting its recommendations to take the appropriate resolution regarding it and auditing the allocations and rewards of workers, approving, adopting, and assessing the relevant plans and policies. Following is a table, which outlines the membership, and meetings of the committee made during 2025:

S	Name of Member	Position	Number and Date of Meeting					Number of attendances
			(1) 02 Feb	(2) 04 Jun	(3) 31 Jul	(4) 26 Oct	(5) 03 Dec	
1.	Mr. Saad Ibrahim Saad Al-Mushawah	Chairman	✓	✓	✓	✓	✓	5
2.	Mr. Bandar Suliman Mohammed Al-Bohairy	Member	✓	✓	✓	✓	✓	5
3.	Eng. Nabil Abdulaziz Mohammed Al-Fraih	Member	✓	✓	✓	✓	✓	5

### 3) Executive Committee:

The Executive Committee consists of (5) members to assist the Board of Directors in performing its supervisory duties, the Committee held during the year 2025 (5) meetings.

Among the tasks of the Committee, for example, but not limited to include “working with the executive management and supervising them to set and develop strategic goals and plans, raise proposals from the executive management to The Board of Directors, following up on the implementation of the decisions of the Board of Directors with the executive management, developing the organizational structures of the company, reviewing the financial, operational and marketing policies and submitting to the Board of Directors as it deems fit.” The following is a table showing the committee’s membership and its meetings that took place during the year 2025:

S	Name of Member	Position	Number and Date of Meeting					Number of attendances
			(1) 30 Jan	(2) 19 Mar	(3) 03 Jul	(4) 02 Oct	(5) 08 Dec	
1.	Mr. Abdullah Saleh Ali Al-Othaim	Chairman	✓	✓	✓	✓	✓	5
2.	Eng. Bader Hamed Abdualrazzaq Alaujan	Member	✓	✓	✓	✓	✓	5
3.	Mr. Bandar Suliman Mohammed Al-Bohairy	Member	✓	✓	✓	✓	✓	5
4.	Eng. Muaffaq Abdullah Mohammed Mubarah	Member	✓	✓	✓	✓	✓	5
5.	Mr. Abdulmalik Abdullah Saleh Al-Othaim*	Member	N/A	N/A	N/A	✓	✓	2

\*He was appointed as a member of the committee in 25/09/2025G.

## Seventh: A Statement of the Names, Nationality, Number of Shares, Ownership Ratio of Main Shareholders Who Own (5%) and above and Change thereof during 2025:

S	Name of Shareholder	Nationality	Shares Number at the Beginning of 2025	Ownership Ratio at the Beginning of 2025	Shares Number at the End of 2025	Ownership Ratio at the End of 2025	Net change	Change Ratio at the End of 2025
1.	Al-Othaim Holding Company	Saudi	309,799,085	34.42%	321,849,363	35.76%	12,050,278	3.89%

Relied on recording in the shareholder register issued by Securities Depository Center Company “Edaa”.

## Eighth: Actions Taken by the Board of Directors to Inform Its Members by the Shareholders’ Suggestions and Comments:

The company’s corporate governance regulation included the procedures of the Board of Directors, which gave special attention to hearing the suggestions and inquiries of its shareholders and responding to them, in addition to the company providing the members with the minutes of the meetings of the assemblies that include the shareholders’ inquiries (if any). Members are also notified of any inquiries or questions received by the company through various means of communication.

## Ninth: The Means Adopted by Board of Directors in Assessing its Performance and Performance of Its Committees for 2025:

Evaluation is done to evaluate the performance of each of the members of the Board of Directors, its committees, and the executive managements on an annual basis, and consideration has been given to the evaluation of the members of the Board of Directors from an external party in the future.

## Tenth: Remunerations of Board of Directors, Committees, and Executive Managements:

### Board of Directors Membership Remuneration:

A ) An annual remuneration of SR (300,000) three hundred thousand riyals shall be paid to a member of the Board of Directors.

B ) A member of the Board of Directors may be granted a remuneration for any additional executive, technical, administrative or advisory businesses or positions - under a professional license - that he is assigned to in the company, in addition to the remuneration he receives in his capacity as a member of the Board of Directors and any of the committees formed by the Board.

C ) An independent member of the Board of Directors may not receive financial amounts from the company in addition to the remuneration for membership of the Board of Directors or any of its committees that exceed SR (200,000) or (50%) of his remunerations in the previous year that he received for membership of the Board of Directors or any of its committees, whichever is less.

### Committee Membership remuneration:

An annual remuneration of SR (150,000) one hundred and fifty thousand riyals is paid to each member of the "Audit Committee, Remuneration and Nominations Committee, and Executive Committee", and an amount of SR (175,000) one hundred and seventy-five thousand riyals is to be paid to each committee chairman.

### Attendance Allowances:

A ) An attendance allowance of SR (5,000) five thousand riyals is paid to each member of the Board and Committees meetings for each session.

B ) An attendance allowance of SR (5,000) five thousand riyals is paid to a member of the Board of Directors for attending each General Assembly meeting.

C ) A member of the Board or Committee shall not receive a remuneration or attendance allowance if he is an employee receiving a monthly salary from the company.

### Remuneration for the Secretary of the Board of Directors and Committee Secretaries:

A ) An annual remuneration of SR (30,000) thirty thousand riyals is paid to the Secretary of the Board of Directors.

B ) A remuneration of SR (3,000) three thousand riyals shall be paid to the secretary of each committee for each meeting he attends.

### Executive Management Remuneration:

An annual remuneration shall be paid to the executive management based on criteria related to achieving performance indicators and according to the results of the evaluation conducted annually.

### Timing of disbursement of remunerations:

Disbursing remunerations and allowances to members of the Board of Directors and committees will be on an annual or periodic basis for any part of the year.

### Stopping the disbursement of remuneration and recovering them:

In the event that it is decided to terminate the membership of a member due to his absence from the company's board of directors meetings, due to his absence from three consecutive meetings or five separate meetings during his membership period without a legitimate excuse or in accordance with what is stipulated by the relevant regulations, he is not entitled to any remuneration for the period following the last meeting he attended, and he must return all remuneration that were paid to him for that period.

### Relationship between the Granted Remuneration and the Adopted Remuneration Policy:

The granted remuneration is consistent with the approved remuneration policy, the bases and criteria related to the calculation and entitlement of remuneration have been taken into account.



### Details Remuneration of Board of Directors for the Year 2025:

Name of Member	Rewards									Grand Total
	A certain amount	Attendance Allowance for Board Meetings	Total Attendance Allowance for Committee Meetings	Statement of amounts received by Board members in their capacity as employees or executives, or amounts received in consideration for technical, administrative, or consulting services	Remuneration of the Chairman of the Board, the Managing Director, or the Secretary if they are Members	Periodic Remuneration	Short-Term Incentive Plans	Attendance Allowance for General Assembly Meetings of Shareholders	Total	
<b>First: Independent Members:</b>										
Dr. Raed Abdullah Ibrahim Al-Hogail	475,000	25,000	70,000	-	-	-	-	10,000	580,000	580,000
Mr. Saad Ibrahim Saad Al-Mushawah	475,000	25,000	25,000	-	-	-	-	10,000	535,000	535,000
<b>Total</b>	<b>950,000</b>	<b>50,000</b>	<b>95,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>20,000</b>	<b>1,115,000</b>	<b>1,115,000</b>
<b>Second: Non-Executive Members:</b>										
Mr. Abdullah Saleh Ali Al-Othaim	475,000	25,000	25,000	-	-	-	-	10,000	535,000	535,000
Eng. Bader Hamed Abdulrazzaq Alaujan	450,000	25,000	25,000	-	-	-	-	10,000	510,000	510,000
Mr. Bandar Suliman Mohammed Al-Bohairy	600,000	25,000	50,000	-	30,000	-	-	10,000	715,000	715,000
<b>Total</b>	<b>1,525,000</b>	<b>75,000</b>	<b>100,000</b>	<b>-</b>	<b>30,000</b>	<b>-</b>	<b>-</b>	<b>30,000</b>	<b>1,760,000</b>	<b>1,760,000</b>
<b>Third: Executive Members:</b>										
Eng. Muaffaq Abdullah Mohammed Mubarah*	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>2,475,000</b>	<b>125,000</b>	<b>195,000</b>	<b>-</b>	<b>30,000</b>	<b>-</b>	<b>-</b>	<b>50,000</b>	<b>2,875,000</b>	<b>2,875,000</b>

\*Executive members of the Board of Directors do not receive any remuneration for their board membership.

### Details Remuneration of Senior Executives for the Year 2025:

	Fixed Remuneration				Variable Remuneration					End of service Benefits	Total reward of the executives	total summation	
	Salaries	Allowances	In-kind benefits	Total	Periodic bonuses	earnings	Short - term incentive plans	Long - term incentive plans	Shares granted				Total
Chief Executive Officer (CEO)	2,685,000	0	0	2,685,000	330,000	0	4,003,699	0	0	4,333,699	0	0	7,018,699
Chief Financial Officer (CFO)	1,514,226	0	0	1,514,226	1,011,000	0	120,000	0	0	1,131,000	0	0	2,645,226
Chief Operating Officer (COO)	1,451,145	0	0	1,451,145	853,900	0	575,000	0	0	1,428,900	0	0	2,880,045
Vice President – Supply Chain	1,279,820	0	0	1,279,820	715,000	0	0	0	0	715,000	0	0	1,994,820
Vice President – Business Development	1,278,731	0	0	1,278,731	661,000	0	120,000	0	0	781,000	105,359	0	2,165,090
<b>Total</b>	<b>8,208,922</b>	<b>0</b>	<b>0</b>	<b>8,208,922</b>	<b>3,570,900</b>	<b>0</b>	<b>4,818,699</b>	<b>0</b>	<b>0</b>	<b>8,389,599</b>	<b>105,359</b>	<b>0</b>	<b>16,703,880</b>

\*These amounts represent all what the company paid to the senior executives mentioned in the above table during the year 2025, while the incentive plans represent what was paid to them during the year against the company's results and performance during the fiscal year 2024.

### Details of the Remuneration of Members of the Audit Committee:

S	Name	Fixed remunerations (Except the allowance of attending sessions)	Allowance of attending sessions	Total
1	Dr. Raed Abdullah Ibrahim Al-Hogail	175,000	70,000	245,000
2	Mr. Mohammed Mansour Abdulmohsen Al-Mousa	150,000	70,000	220,000
3	Mr. Abdullah Jaber Ali Al-Fifi	150,000	70,000	220,000
<b>Total</b>		<b>475,000</b>	<b>210,000</b>	<b>685,000</b>

### Details of the Remuneration of Members of the Remuneration and Nomination Committee:

S	Name	Fixed remunerations (Except the allowance of attending sessions)	Allowance of attending sessions	Total
1	Mr. Saad Ibrahim Saad Al-Mushawah	175,000	25,000	200,000
2	Mr. Bandar Suliman Mohammed Al-Bohairy	150,000	25,000	175,000
3	Eng. Nabil Abdulaziz Mohammed Al-Fraih	150,000	25,000	175,000
<b>Total</b>		<b>475,000</b>	<b>75,000</b>	<b>550,000</b>

### Details of the Remuneration of the Members of the Executive Committee:

S	Name	Fixed remunerations (Except the allowance of attending sessions)	Allowance of attending sessions	Total
1	Mr. Abdullah Saleh Ali Al-Othaim	175,000	25,000	200,000
2	Eng. Bader Hamed Abdualrazzaq Alaujan	150,000	25,000	175,000
3	Mr. Bandar Suliman Mohammed Al-Bohairy	150,000	25,000	175,000
4	Eng. Muaffaq Abdullah Mohammed Mubarah*	-	-	-
5	Mr. Abdulmalik Abdullah Al-Othaim**	40,274	10,000	50,274
<b>Total</b>		<b>515,274</b>	<b>85,000</b>	<b>600,274</b>

\* He does not receive remuneration for membership of the Executive Committee as he is an employee of the Company, in accordance with the approved remuneration policy.  
\*\* He was appointed as a member of the Committee on 25/09/2025.

### Eleventh: Interest in Shares and Debt Instruments of the Board Members and Senior Executives:

A ) Description of any interest in the shares and instruments of the Company's debt attributable to the members of the Board of Directors and their relatives in the shares or instruments of the debt of the company or any of its subsidiaries and the change that occurred during the year 2025:

S	The name of who have interest	Beginning of the year 2025		End of the year 2025		Net change	Percentage of change%
		Stock	Debt instruments	Stock	Debt instruments		
1	Mr. Abdullah Saleh Ali Al-Othaim	-	-	-	-	-	-
2	Eng. Bader Hamed Abdualrazzaq Alaujan	-	-	-	-	-	-
3	Mr. Bandar Suliman Mohammed Al-Bohairy	70,000	-	70,000	-	0	0%
4	Dr. Raed Abdullah Ibrahim Al-Hogail	-	-	-	-	-	-
5	Mr. Saad Ibrahim Saad Al-Mushawah	3,620	-	3,620	-	0	0%
6	Eng. Muaffaq Abdullah Mohammed Mubarah	120,043	-	395,043	-	275,000	229%

B ) A description of the interest of senior executives and their relatives in the shares and instruments of the debt of the company or any of its subsidiaries and the change that occurred during the year 2025:

S	The name of who have interest	Beginning of the year 2025		End of the year 2025		Net change	Percentage of change%
		Stock	Debt instruments	Stock	Debt instruments		
1	Mr. Marwan Ahmad Mohammed Ibrahim	15,000	-	15,000	-	0	0%

### Twelfth: Description of Any Transaction between the Company and Any Related Party:

Related Party	Type of Relation	Transaction & Description	Transaction Period/ year	Transaction Value/ SR For year 2025
Mueen Human Resources Company	Subsidiary which the Company's owns (68%) of its capital shares	Rent labor services	2	127,567,042
		Rent showroom in Alnafal District	1	63,000
Riyadh Foods Industries Company	A subsidiary, which the Company's owns (55%) of its capital shares	Purchasing Foods Items	1	47,162,013
		Vehicle Rental	1	369,319

### Thirteenth: Information on Transactions and Contracts to which the Company is a Party, and in which any member of the Board of Directors, Senior Executive, or Any Related Person Has or Had an Interest:

A ) Transactions and contracts entered with Abdullah Al-Othaim Investment Company, in which the Chairman of the Board of Directors, Mr. Abdullah Saleh Ali Al-Othaim, and Member of the Board of Directors Mr. Bandar Suliman Mohammed Al-Bohairy hold an indirect interest, as detailed:

Type of Contract	Contract Description	Transaction Value/ SR For year 2025	Contract term/Year	Contracts Conditions	Notes
Leasing	Al-Ahsa Mall Hypermarket (81)	1,735,900	20	No preferential Terms	-
Leasing	Khurais Mall Hypermarket (83)	1,749,840	20		-
Leasing	Al-Rabwa Mall Supermarket (154)	796,920	10		-
Leasing	Archive Warehouse	21,300	10		-
Leasing	Dammam Mall Hypermarket (159)	1,922,400	18		-
Leasing	Buraydah-Akirisha Supermarket	1,086,000	10		-
Leasing	Akirisha Branch-Accommodation	35,000	10		-
Leasing	Onaiza Mall Supermarket	729,000	10		-
Leasing	Arar Mall Supermarket (85)	2,022,680	10		-
Leasing	Hail Mall Hypermarket	1,676,840	20		-
Leasing	Khafji Mall Hypermarket	819,000	15		-
Leasing	Al-Mithnab Supermarket	291,400	15		-
Rent	Dammam Mall	34,932,000	17 + 5 months		-
Services	Electricity and General Utilities at Rented Branches	4,346,672	1		Amount is variable, and will be calculated at the end of each year
Services	Power for Advertising Signs at commercial Malls	31,500	1		The contract was settled, and the final payment was made on 30 April 2025.

B ) Transactions and contracts entered with Abdullah Al-Othaim Entertainment Company in which the Chairman of the Board of Directors, Mr. Abdullah Saleh Ali Al-Othaim, and Member of the Board of Directors Mr. Bandar Suliman Mohammed Al-Bohairy hold an indirect interest, as detailed:

Type of Contract	Contract description	Transaction Value/SR For year 2025	Contract term/Year	Contracts Conditions	Notes
	Entertainment Center Shifa (16)	76,613	1	No preferential Terms	-
Rent	Entertainment Center Oqba (37)	197,753	1		The site was vacated in December 2024, the contract was settled, and the final payment was made on 22 June 2025.
	Entertainment Center Swaidi (39)	1,250,000	1		-
Services	Abdullah Al-Othaim Entertainment offers a (20%) discount to the company's clients	-	1		-

C ) Transactions and contracts entered with Abdullah Al-Othaim Food Company in which the Chairman of the Board of Directors, Mr. Abdullah Saleh Ali Al-Othaim, and Member of the Board of Directors Mr. Bandar Suliman Mohammed Al-Bohairy hold an indirect interest, as detailed:

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of Food Products	282,893	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

D ) Transactions and contracts entered into with Al-Jouf Agricultural Company, Fourth Milling Company, National Food Industries Company "Luna", National Biscuits Confectionery Company "Al-Batal and Abu wallad", Arabian Agricultural and Industrial Investment Company "ENTAJ", channels by stc Company and Al-Wousta for Foods Services Company, in which the Vice Chairman of the Board of Directors Mr. Bader Hamed Abdulrazaq Alaujan, holds an indirect interest, as detailed below:

**Al-Jouf Agricultural Company:**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply Products	23,288,301	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**Fourth Milling Company:**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of Food Products	6,018,595	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**National Food Industries Company "Luna":**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of Food Products	35,451,450	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**National Biscuits Confectionery Company "Al-Batal and Abu wallad":**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of Food Products	10,573,073	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**Arabian Agricultural and Industrial Investment Company "ENTAJ":**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of Food Products	36,380,541	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**Channels by stc Company:**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Supply	Supply of telecommunications service vouchers	23,877,310	1	No preferential Terms	Amount is variable, and will be calculated at the end of each year

**Al-Wousta for Foods Services Company:**

Type of Contract	Contract description	Transaction Value/ SR For year 2025	Contract term /Year	Contracts Conditions	Notes
Rent	Showroom in Onaiza	378,000	13	No preferential Terms	-----
Rent	Showroom in Alrass City	259,875	13 and 6 Months		-----

## Fourteenth: The Applied Provisions of the Companies Governance Regulation, the Unapplied Provisions and the Underlying Reasons:

The provisions of the Corporate Governance Regulations issued by the Capital Market Authority have been applied except:

Article/Clause No.	Clause Status	Article/Clause Provision	Reasons of Non-compliance
Article (37) Clause (2)		Qualifying and training directors of the board and executive management and set up the necessary programs.	The company has not yet defined programs.
Article (39) Clause (E)		The Board of Directors shall take the necessary arrangements to get the assessment of the Board's performance from external competent authority each three years.	The performance assessment was not obtained from external authority and it is under progress, the Remuneration and Nomination also Committee evaluates the performance of the Board of Directors for each fiscal year end.
Article (67)	Guiding	Formation by a decision of the Board of Directors of the company a committee called the Risk Management Committee.	The board has issued resolution that risk management will be affiliate to internal audit department as independent department, and it is finally affiliate to audit committee until risk management Committee is composed.
Article (85) Clause (1)		Set measurement indicators to link the company's performance with the initiatives in social work it provides and comparing this to the other companies of similar activity.	Is under study.
Article (92)		Forming a committee concerned with companies' governance.	No independent governance committee has been formed yet and is still under study and consideration, the company is also monitoring its implementation and development of governance.

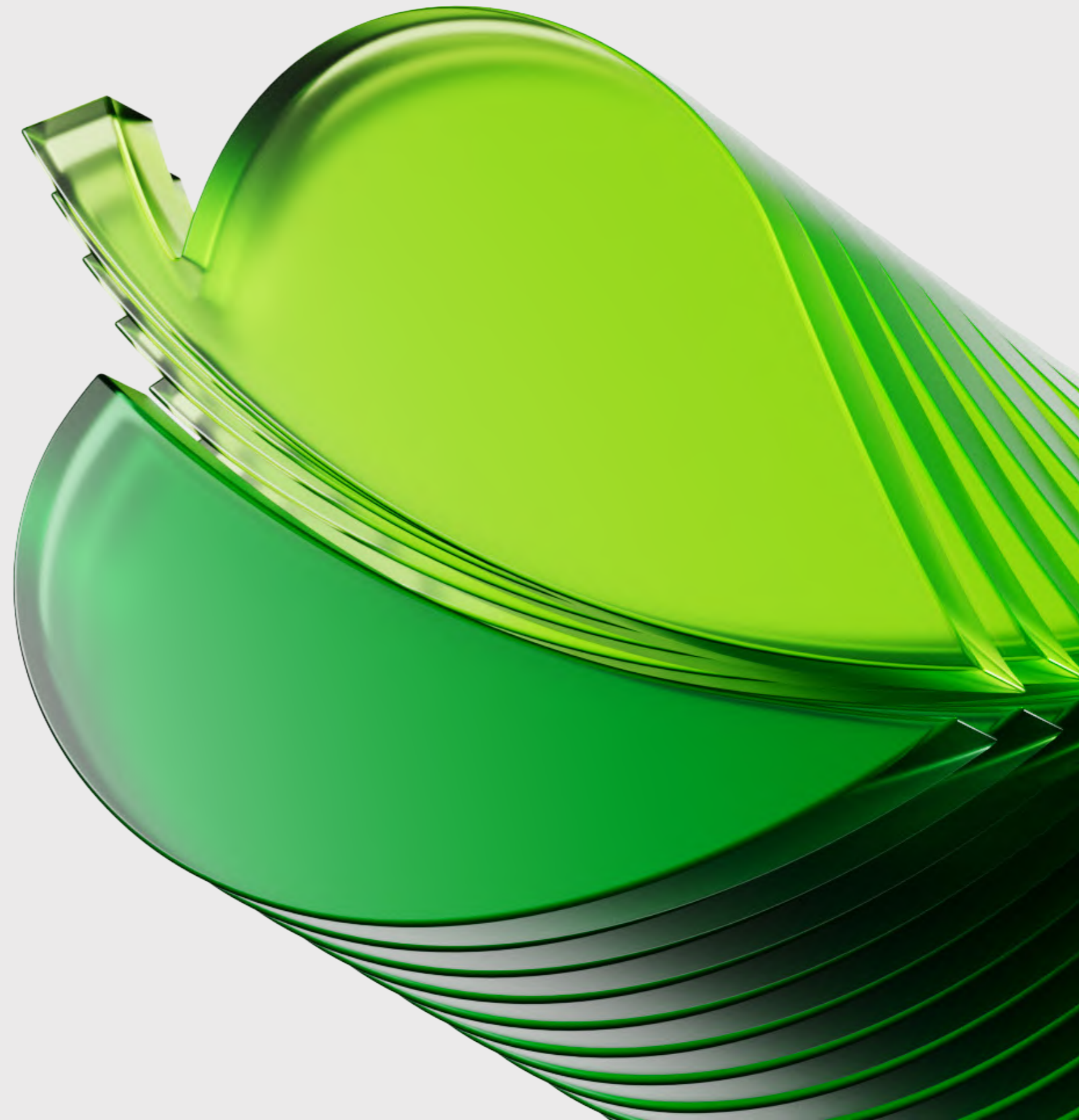
## Fifteenth: Board of Directors' Declarations:

1. There is no interest in the class of shares entitled to vote belong to persons who have notified the Company of those rights under Article (70) of the Listing Rules and Continuing Obligations.
2. There are no categories or numbers of any convertible debt instruments, any contractual securities, warrants, rights, or similar rights issued or granted by the Company during the financial year.
3. There are no rights to transfer or subscribe under convertible debt instruments, contractual securities, subscription rights notes or similar rights issued or granted by the Company.
4. There is no refund, purchase, or cancellation by the Company for any redeemable debt instruments.
5. There is no arrangement or agreement whereby a board member or a senior executive waives any remuneration.
6. There is no arrangement or agreement whereby any of the Company's shareholders waives any rights in profits.
7. There are no investments or reserves created for the benefit of source employees.
8. No member of the Board of Directors engaged in any business competing with the company during the year.

### The Board of Directors also acknowledges the following:

- That the accounting records had been prepared correctly.
- That the internal control system has been properly prepared and implemented effectively.
- That there is no doubt of the company's ability to continue activity.

# Financial Performance



## First: Describing the Main Company Activity:

Abdullah Al-Othaim Markets Company is a major player in the retail food industry in the Kingdom of Saudi Arabia, the company introduced a good marketing experience through competitive pricing, exceptional service, and quality the company's main activity is concentrated in the area of wholesale and retail food and consumables, as well as engaged in real estate investments which are explained in details in the segmental information item "Fourth" of this division.

### 1) Description of the main company activities and its effects in the size of the company's business and its contribution to the results as following (in thousands of riyals):

Description of the activity	Net profit activity	Percentage
Wholesale and retail activity for Consumption and foods Items	82,915	33.15%
Rent Activity	89,471	35.77%
Investments sister companies & financial assets through the income statement	50,963	20.38%
Human Resources Activity	26,749	10.70%
<b>Total</b>	<b>250,097</b>	<b>100%</b>

### 2) Description of the main activities of the affiliates and the size of the business as follows:

**A) Haley Holding Company:** A limited liability company, operating under Commercial Registration no. 1010314228 issued from Al-Riyadh city on 09 Ramadan 1432H (corresponding to August 09, 2011G), its major activities are represented in participating in the companies by percentage that enables prevailing it, and for wholesale and retail trade of food products, flour, rice, meats, fishes, dishes, computer services (applicable systems and information databases), imports and exports services, marketing to third parties, maintenance of training and entertainment, cooked/uncooked ration services.

**B) Othaim Cash & Carry Company:** A limited liability company, operating under Commercial Registration no. 1010314201 issued from Al-Riyadh city on 09 Ramadan 1432H (corresponding to August 09, 2011G), its major activities are represented in participating in the companies by percentage that enables prevailing it, and for wholesale and retail trade of food products, flour, rice, meats, fishes, dishes, spare parts of cars, computer services (applicable systems and information databases), imports and exports services, marketing to third parties, maintenance of training and entertainment, cooked/uncooked ration services.

during 2025, its name was changed from "Global Marketing Center Company" to "Othaim Cash & Carry Company".

**C) Bayt Al-Watan Company:** A limited liability company, operating under Commercial Registration no. 1010314201 issued from Al Riyadh city on 09 Ramadan 1432H (corresponding to August 09, 2011G), its major activities are represented in participating in the companies by percentage that enables prevailing it, and for wholesale and retail trade of food products, flour, rice, meats, fishes, dishes, spare parts of cars, computer services (applicable systems and information databases), imports and exports services, marketing to third parties, maintenance of training and entertainment, cooked/uncooked ration services, during 2025, its name was changed from "Global Marketing Center Company" to "Othaim Cash & Carry Company."

**D) Abdullah Al-Othaim Markets Company-Egypt:** An Egyptian joint stock company operating under Commercial Registration No. 55010 issued by the Arab Republic of Egypt, dated 20 Dhu al-Hijjah 1432H Corresponding to November 16, 2011G its main activities are wholesale, retail and general trade.

**E) Mueen Human Resources Company:** A closed joint stock company operating under Commercial Registration No. 1010435202 issued by the city of Riyadh on Registered on 06 Ramadan 1436H (corresponding to June 23, 2015G) in the city of Riyadh, its main activities are providing recruitment services with regards to domestic workers, public and private sectors' workers, under the license of The Ministry of Human Resources and Social Development dated on 23 Dhu al-Hijjah 1436H corresponding to October 16, 2015G.

Describing the activity	Revenues from the activity(*) (In Thousands SR)	Percentage
Abdullah Al-Othaim Markets Company	10,397,970	92.5%
Haley Holding Company	0	0%
Al-Othaim Cash & Carry Company	32,995	0.3%
Bayt Al-Watan Company	0	0%
Abdullah Al-Othaim Markets Company-Egypt	230,766	2%
Mueen Human Resources Company	581.843	5.2%
<b>Total</b>	<b>11,243,575</b>	<b>100%</b>

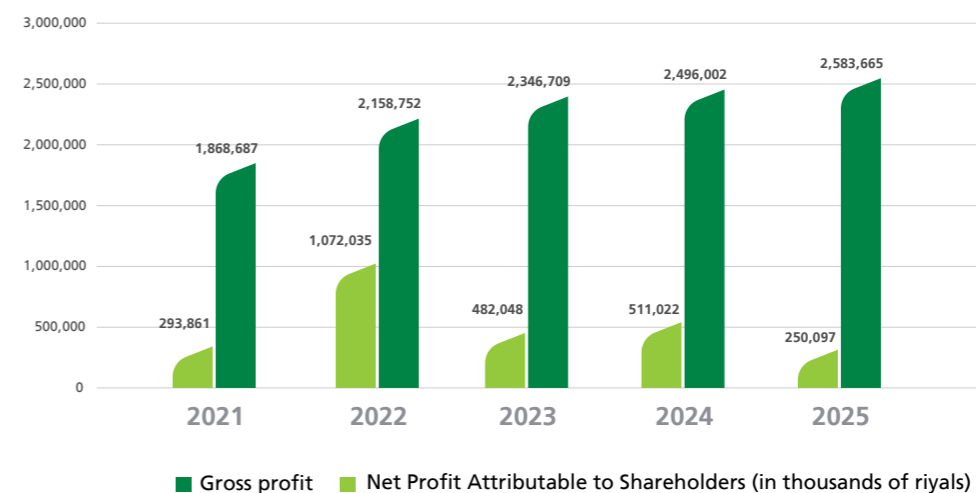
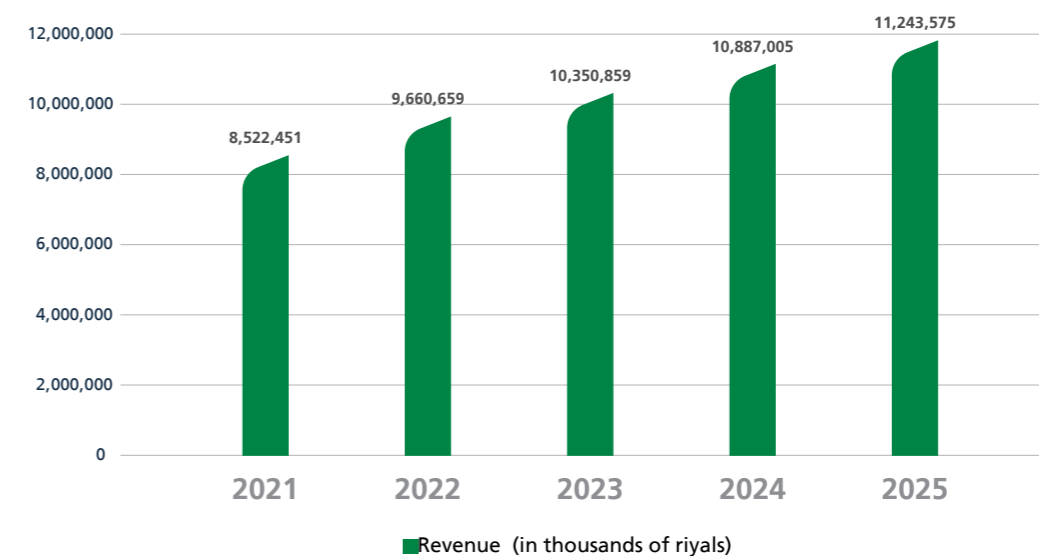
\*Net revenue after excluding inter-group transactions.

## Second: Summary of the Financial Results of the Company for the Period 2021 till 2025:

### A ) Description of the Company's Revenue and Profit (in thousands of riyals):

Statement	2025	2024	2023	2022	2021
Revenues	11,243,575	10,887,005	10,350,859	9,660,659	8,522,451
Cost of Revenue	(8,659,910)	(8,391,004)	(8,004,150)	(7,501,907)	(6,653,764)
Gross Profit	2,583,665	2,496,002	2,346,709	2,158,752	1,868,687
Administrative, general, marketing and funding expenses	(2,378,805)	(2,203,045)	(2,011,117)	(1,839,088)	(1,599,047)
Revenue and other expenses-net	68,958	222,741	169,766	786,283	41,532
Zakat	(11,132)	(17,057)	(17,575)	(30,684)	(11,162)
Zakat reversal for prior years	0	17,693	800	-	-
Net profit of the continuous operations after Zakat	262,685	516,333	488,583	1,075,262	300,011
Net profit of the non-continuous operations after Zakat	0	0	0	(224)	(3,260)
Net profit for the year	262,685	516,333	488,583	1,075,038	296,751
Return profit to the contributors of the parent company	250,097	511,022	482,048	1,072,035	293,861
Profit (loss) attributed to non-controlling interest	12,588	5,311	6,535	3,004	2,890

\*The financial figures for prior years have been restated to align with the presentation in the current year. For further details, please refer to the note on comparative figures and prior-year adjustments in the financial statements.



• Statement of revenue by activity (in thousands of riyals):

Statement	The fiscal year ended in 31 December	
	2025	2024
Retail and Wholesale	10,506,953	10,396,050
Labor Revenue	581,844	366,865
Real Estate Operating Lease Revenue	128,478	117,894
Financing Lease Revenue	26,300	6,196
<b>Total</b>	<b>11,243,575</b>	<b>10,887,005</b>

• Statement of other income and expenses, net (in thousands of riyals):

Statement	The fiscal year ended in 31 December	
	2025	2024
Vouchers sales commissions	886	1,944
Share of profit of associates and joint ventures	51,355	198,386
Finance income (deposits and others)	4,410	6,324
Others, Net	12,307	16,087
<b>Total</b>	<b>68,958</b>	<b>222,741</b>

• Key Financial Highlights:

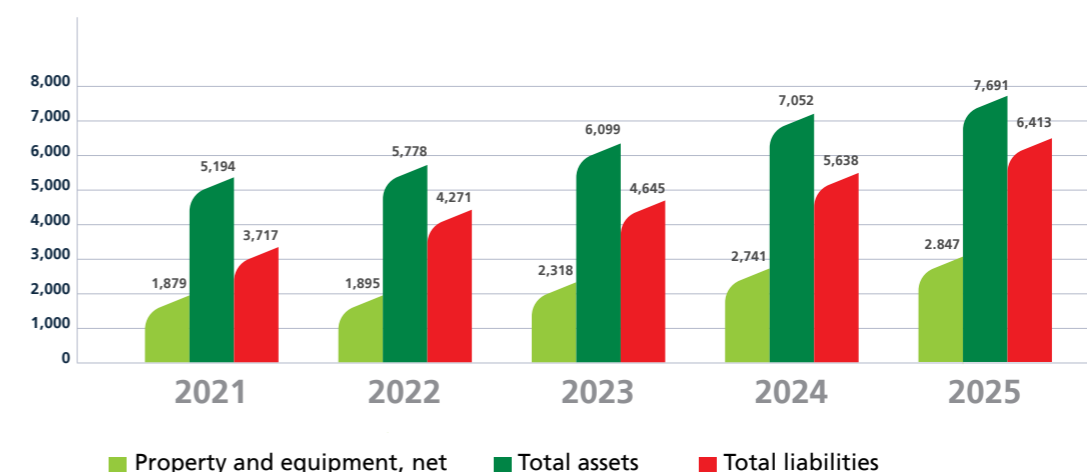
Statement	2025	2024	2023	2022	2021
Profit Margin	2.22%	4.69%	4.66%	11.10%	3.45%
Return on equity	19.24%	36.69%	33.44%	73.70%	19.33%
Return on assets	3.39%	7.77%	8.12%	19.54%	5.74%
Sales Growth Rate	3.03%	5.17%	7.16%	13.64%	(4.59)%
Net Profit Growth Rate	(51.06)%	6.01%	(55.03)%	264.81%	(34.09)%
Net Profit Growth Rate – Excluding Non-Recurring Items	(24.67)%	(13.60)%	3.62%	26.20%	(34.09)%
Earnings per Share from net income-SAR	0.28	0.57	0.54	1.19	0.33
Earnings per Share from Continuing Operations attributable to parent company shareholders-SAR	0.28	0.57	0.54	1.19	0.33
Earnings per Share attributable to shareholders of the Company from continuing and discontinued operations -SAR	0.28	0.57	0.54	1.19	0.33

## B ) Assets, Liabilities and Shareholders' Equity (in thousands of riyals):

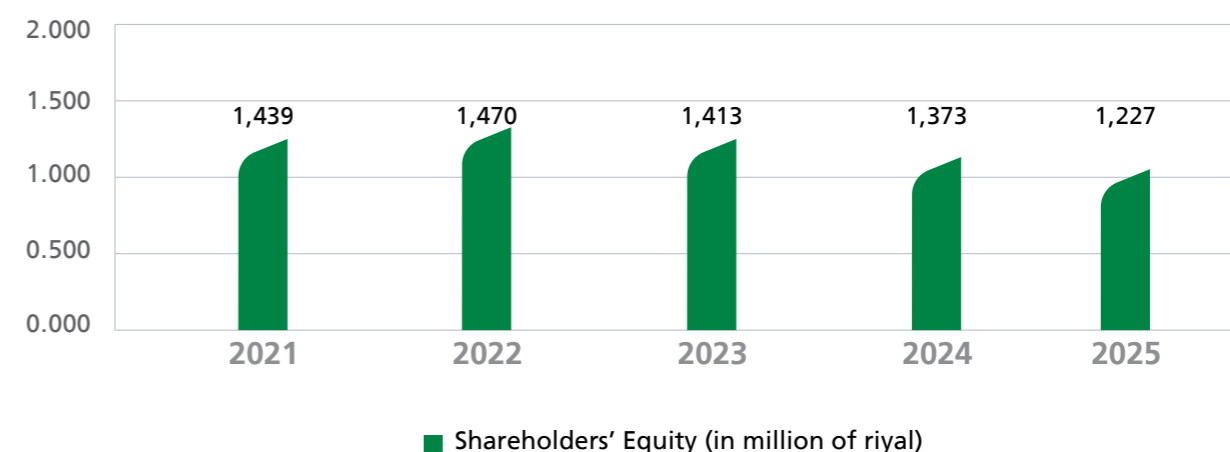
Particulars	2025	2024	2023	2022	2021
Current Assets	2,180,196	1,604,109	1,545,492	1,939,184	1,328,367
Current liabilities	3,800,633	2,972,566	2,446,671	2,446,965	2,136,400
Current Capital	(1,620,437)	(1,368,457)	(901,179)	(507,781)	(808,033)
Investments in associates and others	341,103	311,365	197,800	165,271	351,593
Financial assets and others	305,547	139,014	137,010	170,258	199,455
Right-of-use assets	2,017,055	2,256,716	1,901,297	1,608,312	1,434,644
Property and equipment. net	2,846,852	2,741,227	2,317,701	1,895,018	1,879,483
<b>Total Assets</b>	<b>7,690,753</b>	<b>7,052,431</b>	<b>6,099,300</b>	<b>5,778,043</b>	<b>5,193,542</b>
Long term loans	0	0	0	0	0
Other liabilities	2,612,041	2,665,328	2,198,135	1,823,855	1,580,997
<b>Total Liabilities</b>	<b>6,412,674</b>	<b>5,637,895</b>	<b>4,644,806</b>	<b>4,270,820</b>	<b>3,717,397</b>
Paid Capital	900,000	900,000	900,000	900,000	900,000
Share in other total income of sister companies	0	(17)	0	0	(149)
Reserves and retained earnings, and unrealized profit	326,653	472,699	512,748	570,275	539,048
<b>Total equity of shareholders</b>	<b>1,226,653</b>	<b>1,372,682</b>	<b>1,412,748</b>	<b>1,470,275</b>	<b>1,438,899</b>
Owner's equity of non-controlling interests	51,426	41,854	41,746	36,948	37,246
<b>Total liabilities and owner's equity</b>	<b>7,690,753</b>	<b>7,052,431</b>	<b>6,099,300</b>	<b>5,778,043</b>	<b>5,193,542</b>
Average of parent shareholders' equity	1,299,667	1,392,715	1,441,511	1,454,587	1,520,016

\*The financial figures for prior years have been restated to align with the presentation in the current year. For further details, please refer to the note on comparative figures and prior-year adjustments in the financial statements.

### Assets & Liabilities (in million of riyal)

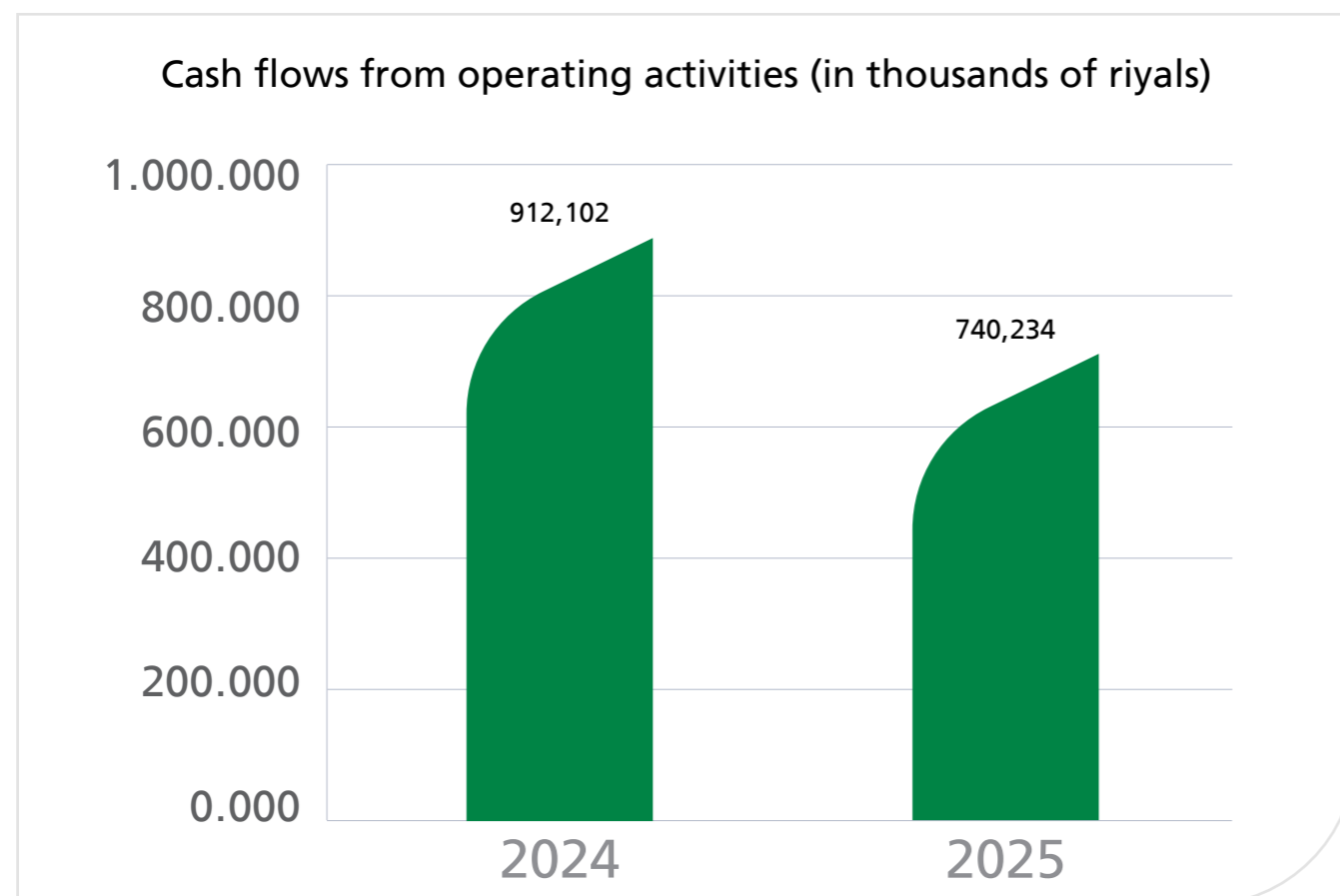


### Shareholders' equity (in million of riyal)



C) Cash flows (in thousands of riyals):

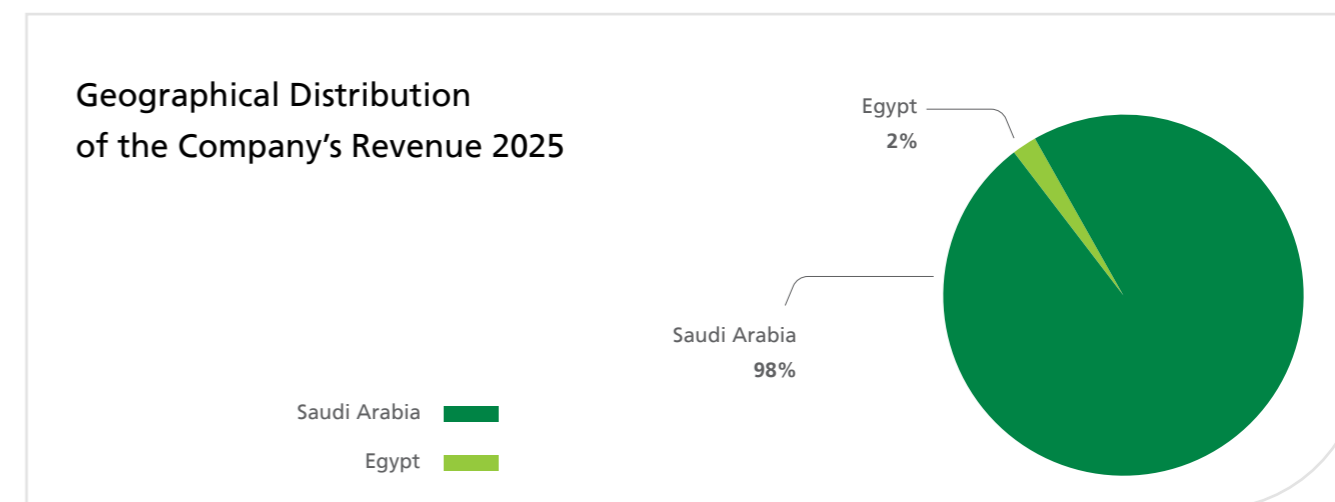
Cash flow	Fiscal years ended in 31 December	
	2025	2024
Cash flow from operating activities	740,234	912,102
Cash flow used in investment activities	(258,988)	(488,453)
Cash flow used in funding activities	(467,342)	(517,885)
Increase (Decrease) in cash	13,905	(94,237)
Opening balance	87,539	181,776
Closing balance	101,444	87,539



Third: Geographical Distribution for the Revenue of the Company:

A) Revenue of the company (in thousands of riyals):

Region	2025		2024	
	Revenue	Percentage	Revenue	Percentage
Saudi Arabia	11,012,809	98%	10,668,900	98%
Arab Republic of Egypt	230,766	2%	218,105	2%
<b>Total</b>	<b>11,243,575</b>	<b>100%</b>	<b>10,887,005</b>	<b>100%</b>



B) Revenue of the subsidiary in KSA (in thousands of riyals):

Year	Region	Central region	Eastern region	Southern region	Northern region	Western region	Total
2025	Revenue	468,098	128,412	82	310	112,067	708,969
	Percentage	66%	18%	0%	0%	16%	100%
2024	Revenue	375,196	59,660	1,523	22	22,660	459,062
	Percentage	82%	13%	0.33%	0%	5%	100%

\*According to the standalone financial statements of Mu'een Human Resources Company, before eliminating intercompany transactions.

### Fourth: Segmental Information:

The main activities of the company are focused in the wholesale and retail trade of foodstuffs and the company operates in Saudi Arabia, in addition to the rent activity. Some of the selected information for the two financial years 2024 and 2025 for each sector of business were summarized (in thousands of riyals):

Statement	Retail and Wholesale		Operational and financial leasing		Investments		Other		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Property, plant and equipment	2,143,896	2,053,817	-	-	-	-	37,903	37,892	2,181,799	2,091,708
Right-of-use assets	1,837,707	1,933,317	173,686	318,793	-	-	5,663	4,606	2,017,055	2,256,716
Financial assets at amortized cost and others	-	-	259,457	87,568	-	-	24,412	30,957	283,869	118,525
Investment properties	-	-	655,523	644,321	-	-	-	-	655,523	644,321
Intangible assets	7,922	3,725	-	-	-	-	1,608	1,472	9,530	5,198
Financial assets at fair value through profit or loss (FVTPL)	-	-	-	-	21,678	20,489	-	-	21,678	20,489
<b>Total assets</b>	<b>5,933,511</b>	<b>5,414,980</b>	<b>1,104,203</b>	<b>1,087,934</b>	<b>364,144</b>	<b>331,854</b>	<b>288,895</b>	<b>217,663</b>	<b>7,690,753</b>	<b>7,052,431</b>
<b>Total liabilities</b>	<b>5,841,930</b>	<b>5,157,772</b>	<b>395,466</b>	<b>371,321</b>	<b>-</b>	<b>-</b>	<b>175,278</b>	<b>108,801</b>	<b>6,412,674</b>	<b>5,637,895</b>
<b>Sales</b>	<b>10,517,172</b>	<b>10,396,051</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>708,969</b>	<b>462,142</b>	<b>11,226,141</b>	<b>10,858,192</b>
<b>Sales outside the group</b>	<b>10,506,953</b>	<b>10,396,051</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>581,843</b>	<b>366,865</b>	<b>11,088,797</b>	<b>10,762,916</b>
<b>Rental sales and income inside the company</b>	<b>10,218</b>	<b>-</b>	<b>63</b>	<b>62</b>	<b>-</b>	<b>-</b>	<b>127,126</b>	<b>95,276</b>	<b>137,407</b>	<b>95,338</b>
<b>Outside group rental income - net</b>	<b>-</b>	<b>-</b>	<b>128,478</b>	<b>117,894</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>128,478</b>	<b>117,894</b>
<b>Total income, sale commissions and rental revenue, net</b>	<b>2,374,788</b>	<b>2,353,894</b>	<b>93,646</b>	<b>80,060</b>	<b>-</b>	<b>-</b>	<b>89,816</b>	<b>57,796</b>	<b>2,558,250</b>	<b>2,491,750</b>
<b>Operating income</b>	<b>224,950</b>	<b>351,258</b>	<b>93,646</b>	<b>80,060</b>	<b>-</b>	<b>-</b>	<b>42,715</b>	<b>17,720</b>	<b>361,311</b>	<b>449,037</b>
<b>Share in profit or loss of associates and joint venture, net</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>51,355</b>	<b>198,386</b>	<b>-</b>	<b>-</b>	<b>51,355</b>	<b>198,386</b>
<b>Finance lease interest income</b>	<b>-</b>	<b>-</b>	<b>26,300</b>	<b>6,196</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>26,300</b>	<b>6,196</b>

### Fifth: Explanation of Any Material Differences in the Operating Results from the Results of the Previous Year or Any Expectations Announced by the Company (in thousands of riyals):

Statement	2025	2024	Net Change	Change Ratio
Revenue / Sales	11,088,797	10,762,916	325,881	3.03%
Sales Cost / Revenue	(8,625,078)	(8,353,170)	(271,908)	3.26%
Gross profit	2,463,719	2,409,746	53,973	2.24%
Rental revenue - Operating	128,478	117,894	10,584	8.98%
Rental Expenses	(34,832)	(37,834)	3,002	-7.93%
Net operating Rental revenue	93,646	80,060	13,586	16.97%
Vouchers sales commissions	886	1,944	(1,058)	-54.42%
Operating expenses, others	(2,196,940)	(2,042,713)	(154,227)	7.55%
Income from main works	361,311	449,037	(87,726)	-19.54%

### Sixth: A statement of the subsidiaries and state of incorporation, the activity of the company and the percentage of ownership and capital:

The Company's name	Country of Incorporation	The legal form of the company	Type of activity	Country of Incorporation	Proportion of ownership (direct and indirect)	Number Shares/Quotas	Par Value of shares	Capital according to the Par value of shares (SAR)
1. Haley Holding	Saudi	Limited Liability	Wholesale and retail trade	Saudi	100%	10,000	100	1,000,000
2. Othaim Cash & Carry	Saudi	Limited Liability	Wholesale and retail trade	Saudi	100%	10,000	100	1,000,000
3. Bayt Al-Watan	Saudi	Limited Liability	import and export	Saudi	100%	500,000	100	50,000,000
4. Abdullah Al-Othaim Markets-Egypt	Egypt	joint Stock	Wholesale and retail trade	Egypt	100%	3,000,000	19.94	59,808,916
5. Mueen Human Resources	Saudi	Closed joint Stock	Provision of labor services	Saudi	68%	10,010,000	10	100,100,000

## Seventh: Loans and Murabaha:

### A ) Short term Murabaha:

The company has facilities with group of local banks in the form of short-term **Murabaha** (all of which are Sharia-compliant) to finance the working capital, with an unutilized balance of these Murabaha as on 31 December 2025 the amount of SR 85 million, and the details are as follows: **(in thousands of riyals):**

Statement	Riyadh Bank	Arab National Bank	SABB Bank	National Bank
Short-term facility limit 2024	50,000	50,000	335,000	195,000
Facilities used as of 31/12/2024	50,000	50,000	155,000	60,000
Short-term facility limit 2025	0	0	335,000	350,000
Facilities used as of 31/12/2025	0	0	320,000	280,000
Unused Facilities	0	0	15,000	70,000
Type of facilities	Short-term/Medium-term	Short-term	Short-term	Short-term
Loan Term	Up to 360 days	Up to 90 days	Up to 360 days	Up to 180 days
Date of First instalment	0	0	0	0
Date of last instalment	0	0	0	0
Purpose of the loan	Working capital financing			
Guarantees	Promissory Note			

### B ) Medium-term loans and Murabaha:

The Company have medium-term loans and murabaha an unutilized balance of these Murabaha as on 31 December 2025 was SR 85 million according to the following details: **(in thousands of riyals):**

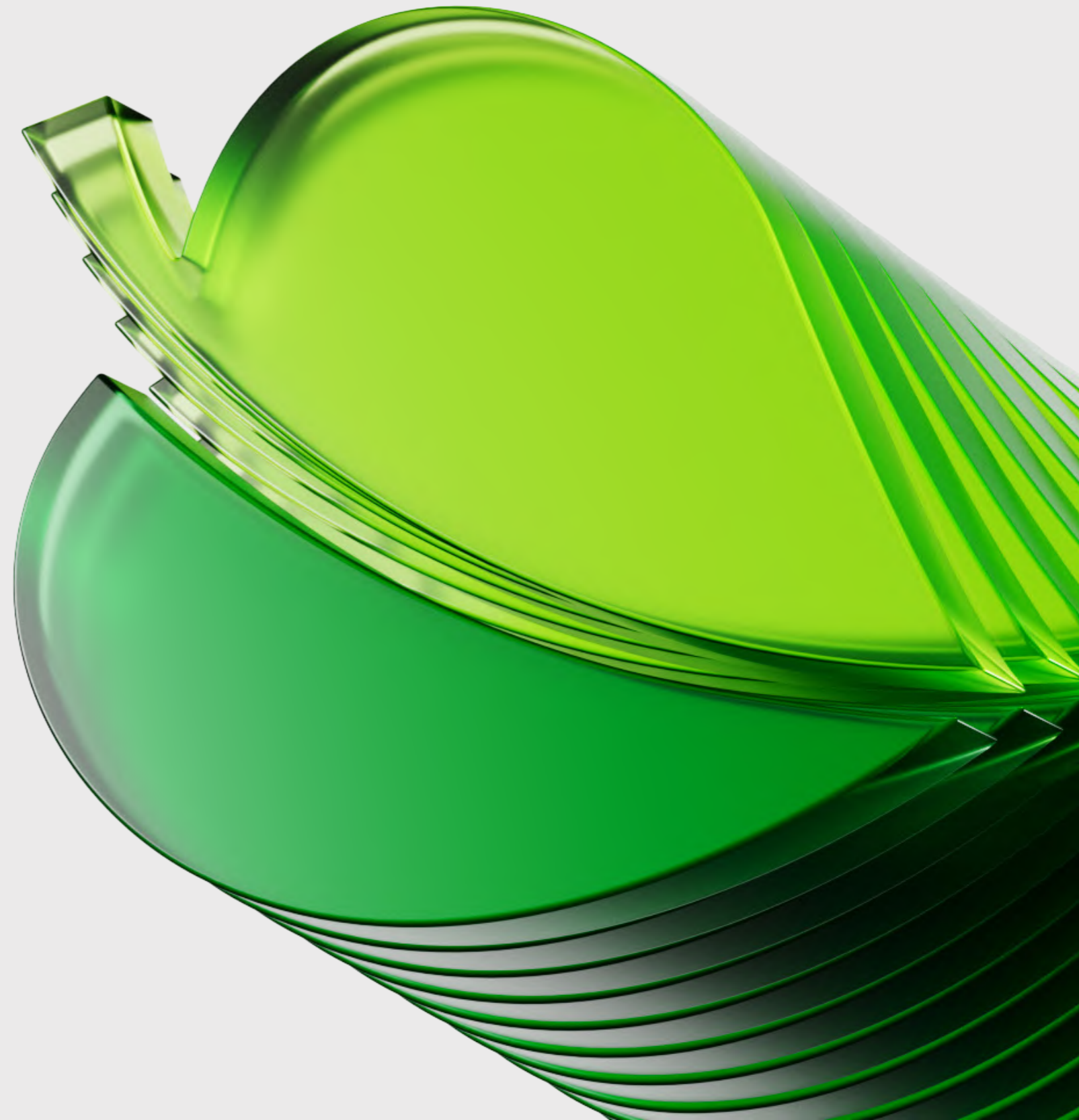
Statement	SABB Bank
Medium-term facility limit	85,000
Facilities as of 31/12/2025	0
Facilities as of 31/12/2024	0
type of facilities	Medium-term
Loan term	5 Years
Date of First instalment	0
Date of last installment	0
Loan purpose	Buying land financing - capital expenditures - opening new branches - potential expansions
Guarantees	promissory note



### Eighth: Legal Payments to Government Authorities (Inside KSA) (in thousands of riyals):

Statement	In 2025
Zakat	9,323
Value added tax	281,231
Withholding tax and real estate disposal tax	3,897
General Organization for Social Insurance – Subscriptions	76,690
The visas and passports	49,364
Labor office fees	184,578
<b>Total</b>	<b>605,083</b>

# Investors Relations



## First: Policy of Distributing Dividends, Distributed Dividends and to be distributed:

### A ) Method of distributing Dividends:

The method and timing of dividend distribution are as follows:

- Dividends are distributed to shareholders on a quarterly/semi-annually/annually basis from distributable dividends in accordance with the audited or examined financial statements of the company, and in accordance with the relevant laws and regulations.
- The Board of Directors issues its resolution to distribution of interim dividends according to the delegation obtained from the general assembly or recommendation to the general assembly to distribute dividends.
- The company distributes from the distributable dividends at the end of each financial period in which a dividend distribution is decided and the distribution is subject to what the Board of Directors deems appropriate based on the company's financial position, available liquidity, capital expenditures, and financial obligations.

### B ) Timing of dividend payment:

Dividends are distributed to registered shareholders within (15) business days from the due date, and the due date is set within (15) business days from the date of announcing the dividend's distribution.

### C ) Regulatory requirements for distributing dividends:

- Ensure that any regulatory controls issued by the competent authorities regarding the distribution of dividends are met.
- The Board of Directors must obtain delegation from the General Assembly to distribute interim dividends annually.
- Any tax imposed by the regulations must be deducted from the dividends distributed to the non-resident shareholder, and the monthly tax return must be submitted to the Zakat, Tax and Customs Authority, and the due amount according to the return must be paid within the regulatory period.

### D ) Unreceived dividends:

Any shareholder who has not received dividends from the company can inquire about the unreceived dividends through the company's website or any inquiry method specified by the company, and claim the dividends not received by the shareholder.

### E ) Factors affecting the distribution of dividend:

The implement of this policy is subject to several factors that affect the profit distribution mechanism, which are as follows:

- Any material changes in the company's strategy and business (including the business environment in which the company operates).
- Any material changes in the laws, regulations, legislation, and controls related to their implementation.
- Any obligations or pledges that create restrictions on dividend distributions.

### F ) Profits distributed to shareholders during the various periods of the fiscal year in addition to the proposed profit percentage to be distributed at end of the fiscal year and total profits (in SAR):

Capital	Distribution date	The percentage of profits distributed during the year				Total profit for distribution and proposed for distribution
		23/04/2025	25/06/2025	17/09/2025	15/12/2025	
900,000,000	Percentage	11%	11%	10%	12%	414,000,000
	Total	99,000,000	99,000,000	108,000,000	108,000,000	



## Second: Shareholders' Right and Method of Contacting:

Based on the company's keenness, concern, and care for the rights of its shareholders and stakeholders, the company has included these rights within the governance guide, and informs its shareholders and investors of all important developments, by publishing financial reports, announcements, and material information through the financial market website "Tadawul", the company's website, and the general assemblies of shareholders. It also gives utmost importance to communicating with its shareholders and answering their inquiries through the following e-mail: [ir@othaimmarkets.com](mailto:ir@othaimmarkets.com).

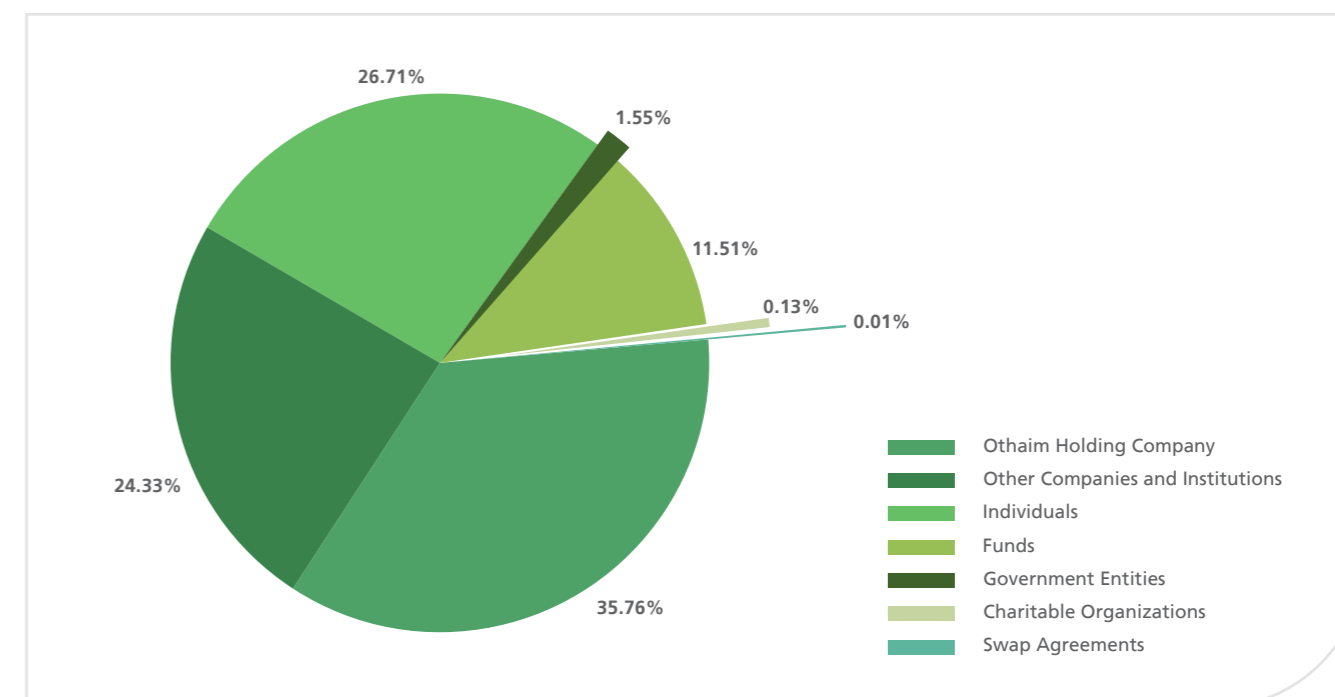
## Third: Number of the Company Requests for the Register of Shareholders:

Number of record requests	The date of request	Reasons for the request
1	31/12/2025	Company Formalities
1	02/06/2025	Dividend File
1	15/06/2025	General Assembly
1	11/05/2025	Company Formalities
1	20/01/2025	General Assembly

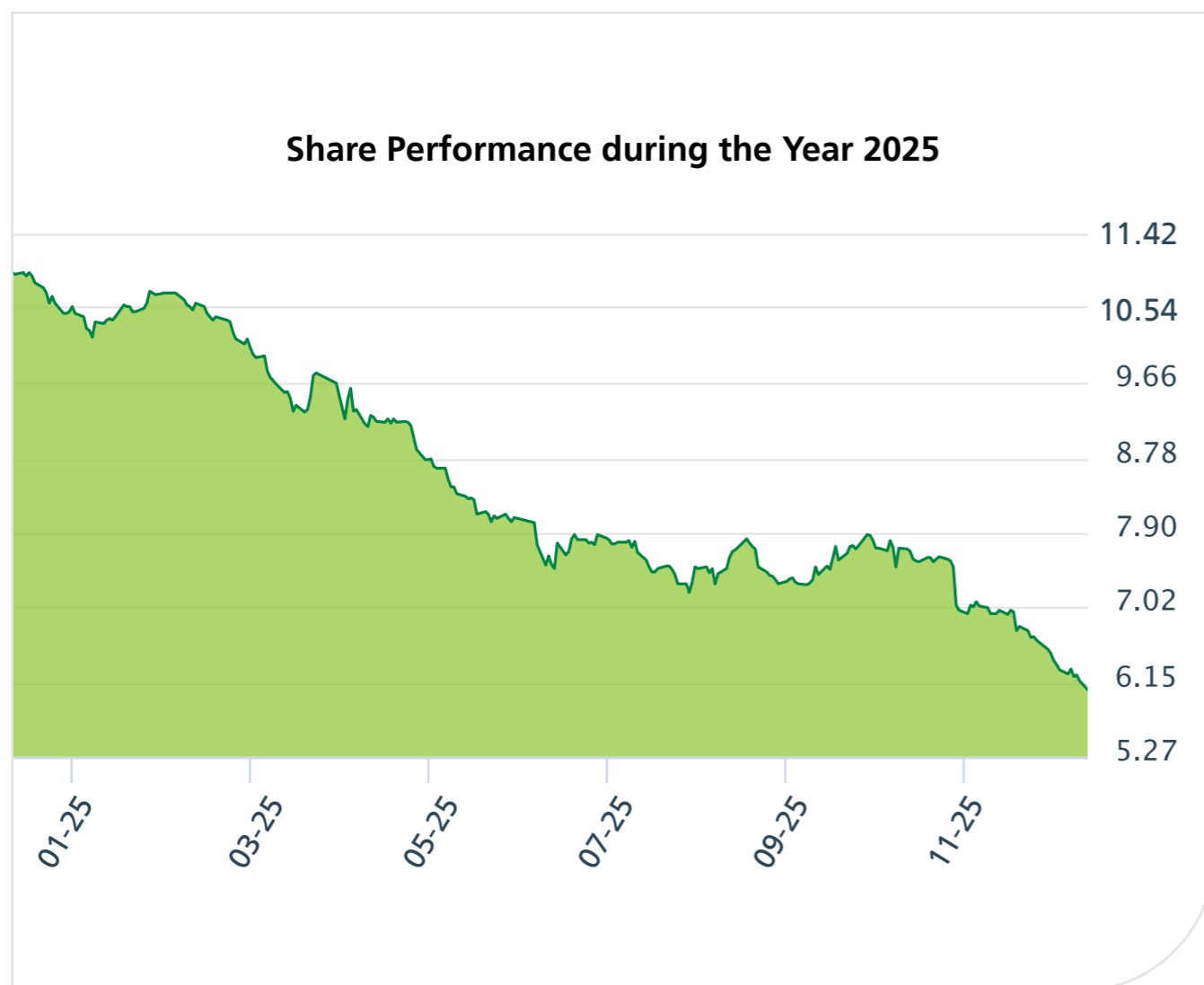
## Fourth: Shareholder Record Analysis:

### Investor Category by Ownership for the Year 2025

Investor Category	Ownership Percentage
Othaim Holding Company	35.76%
Other Companies and Institutions	24.33%
Individuals	26.71%
Funds	11.51%
Government Entities	1.55%
Charitable Organizations	0.13%
Swap Agreements	0.01%
<b>Total</b>	<b>100%</b>



### Fifth: Share Performance during the Year 2025:



### Sixth: The Company's Announcements on the Saudi Stock Exchange "Tadawul" Website during the Year 2025:

NO	The Announcement	Announcement date
1	Results of the Extraordinary General Assembly Meeting (First Meeting).	21/01/2025
2	Preliminary financial results for the period ended 31-12-2024 (twelve months).	11/02/2025
3	Board of Directors' resolution to voluntarily liquidate four subsidiaries.	16/02/2025
4	Organization of a conference call to discuss the fourth quarter of fiscal year 2024.	24/02/2025
5	Signing of a non-binding Memorandum of Understanding (MoU) to acquire a 51% stake in the share capital of Ebdaa Al-Qasr Marketing Company (Limited Liability Company).	02/03/2025
6	Annual financial results for the year ended 31-12-2024.	25/03/2025
7	Board of Directors' resolution to distribute cash dividends to shareholders for the fourth quarter of 2024.	25/03/2025
8	Board of Directors' approval of the quarterly dividend distribution plan for 2025.	25/03/2025
9	Signing of a contract with Abdullah Al-Othaim Investment Company for leasing a commercial complex in Dammam KSA.	21/04/2025
10	Signing of a contract with Abdullah Al-Othaim Investment Company to lease a showroom in Dammam KSA.	21/04/2025
11	Preliminary financial results for the period ended 31-03-2025 (three months).	11/05/2025
12	Board of Directors' resolution to distribute cash dividends to shareholders for the first quarter of 2025.	11/05/2025
13	Invitation to shareholders to attend the Ordinary General Assembly Meeting (First Meeting) via modern technology means.	14/05/2025
14	Organization of a conference call to discuss the results of the first quarter of fiscal year 2025.	20/05/2025
15	Results of the Ordinary General Assembly Meeting (First Meeting).	16/06/2025
16	Latest developments regarding the announcement of signing a non-binding Memorandum of Understanding (MoU) to acquire a 51% stake in the share capital of Ebdaa Al-Qasr Marketing Company (Limited Liability Company).	25/06/2025
17	The total value of transactions with Mueen Human Resources Company (a subsidiary/related party) reaching 1% of total revenues in accordance with the latest audited annual financial statements.	22/07/2025
18	Preliminary financial results for the period ended 30-06-2025 (six months).	06/08/2025
19	Board of Directors' resolution to distribute cash dividends to shareholders for the second quarter of 2025.	06/08/2025
20	Organization of a conference call to discuss the results of the second quarter of fiscal year 2025.	20/08/2025
21	Preliminary financial results for the period ended 30-09-2025 (nine months).	04/11/2025
22	Board of Directors' resolution to distribute cash dividends to shareholders for the third quarter of 2025.	04/11/2025
23	Organization of a conference call to discuss the results of the third quarter of fiscal year 2025.	17/11/2025

## Seventh: Upcoming Announcements of Interest to Shareholders:

In line with best practices in disclosure and transparency, the Company seeks to inform its shareholders and investors of the key announcements expected during 2026. It should be noted that the dates indicated below represent the expected schedule for these announcements and remain subject to change in accordance with regulatory requirements or any unforeseen circumstances as determined by the Board of Directors. Accordingly, the Company shall not incur any obligation with respect to these dates should they be amended or not materialize for any reason.

No.	The Announcement	Date
1	Announcement of Interim Financial Results for the Period Ended March 31, 2026.	05/05/2026
2	Announcement of the Distribution of Interim Cash Dividends to Shareholders for the First Quarter of 2026.	
3	Organizing a Conference Call to Discuss the Results of the First Quarter of Fiscal Year 2026.	13/05/2026
4	Holding the Annual General Assembly Meeting of the Company's Shareholders.	10/06/2026
5	Announcement of Interim Financial Results for the Period Ended June 30, 2026.	03/08/2026
6	Announcement of the Distribution of Interim Cash Dividends to Shareholders for the Second Quarter of 2026.	
7	Organizing a Conference Call to Discuss the Results of the Second Quarter of Fiscal Year 2026.	11/08/2026
8	Announcement of Interim Financial Results for the Period Ended September 30, 2026.	08/11/2026
9	Announcement of the Distribution of Interim Cash Dividends to Shareholders for the Third Quarter of 2026.	
10	Organizing a Conference Call to Discuss the Results of the Third Quarter of Fiscal Year 2026.	16/11/2026
11	Announcement of the Annual Financial Results for the Year Ended December 31, 2026.	15/03/2027
12	Announcement of the Distribution of Interim Cash Dividends to Shareholders for the Fourth Quarter of 2026.	

At the end of this report, members of the Board of Directors of Abdullah Al-Othaim Markets Company express their thanks and appreciation to the employees of the company, shareholders, suppliers, banks and government agencies for their support and cooperation, and your company will continue its success, growth and future expansion in line with the plans and objectives set and achieve the continuous rate of growth in profits.

### The Board of Directors

**Disclaimer:** In case of any contradiction or discrepancy in translation between the English version and the Arabic version of this report, the Arabic text shall prevail.



العشيم  
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