

# Annual Report



2025

# Ongoing Success



# Board of Directors Report

## AMLAK International Finance Company

For the Fiscal Year Ended in 2025



The Custodian of the Two Holy Mosques

# King Salman bin Abdulaziz Al Saud

– May Allah preserve and protect him –



His Royal Highness

# Prince Mohammed bin Salman bin Abdulaziz Al Saud

Crown Prince and Prime Minister



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## 1 - Chairman of the Board of Directors Letter

Dear Shareholders of Amlak International Finance Company,

Peace, mercy, and blessings of Allah be upon you,

I am pleased to present to you the Annual Report for the year 2025, which reflects a pivotal year in the Company's journey, during which we moved from a phase of transformation to a phase of effective empowerment, strengthening returns, and establishing a more efficient and sustainable business model.

### Financial Performance Reflecting the Quality of Transformation

Despite the continued volatility in the financing rate environment and intensifying competition, the Company succeeded in achieving strong results that reflect the resilience of its strategy and its financial discipline.

Net revenues from core operating activities increased by 24% to reach SAR 549 million, while net income before Zakat grew by 40% to reach SAR 82 million. This confirms the success of the Company's strategy of focusing on higher-yield products and enhancing operational efficiency.

Revenues also reached the highest level in the Company's history, clearly indicating improved portfolio quality and enhanced return on capital.

### Digital Empowerment with a New Identity

During 2025, the Company completed the launch of its new corporate identity, reflecting our transformation into a more agile and inclusive digital financial institution.

The number of downloads of the Company's mobile application exceeded 1.8 million, while the consumer financing portfolio surpassed SAR 1.2 billion, reflecting the growing reliance on digital channels and the expansion of the customer base. This transformation was not merely cosmetic; it was supported by the development of the technological infrastructure, strengthening data analytics capabilities, and enhancing the customer experience, while maintaining the highest standards of compliance and risk management.

### Financial Discipline and a Forward-Looking Vision

The Board of Directors continued to focus on achieving a careful balance between growth and expansion while supporting the strength of the Company's financial position, ensuring the Company's readiness for the next

phase and reinforcing its ability to create sustainable value for shareholders. Based on this approach, our focus in the coming phase will be on deepening our business model built on capital efficiency and credit discipline, while pursuing measured expansion in high-yield products and increasing the contribution of digital channels to revenue growth and improved customer experience.

We will also continue to diversify our funding sources, enhance the efficiency of capital utilization, and further develop our analytical capabilities, enabling us to make faster and more accurate decisions in a changing economic environment.

The next phase will not merely represent quantitative expansion, but rather a consolidation of Amlak's position as a digital finance company with strong financial resilience, sustainable competitiveness, and a high level of readiness to capture quality opportunities in the Saudi market.

### National Commitment and a Long-Term Vision

We continue to operate in alignment with the objectives of Saudi Vision 2030, believing in the vital role of the financial sector in supporting economic development and empowering individuals and businesses. We will continue investing in technology, diversifying products, and strengthening capital efficiency, thereby reinforcing Amlak's position as a leading digital finance company in the Kingdom.

In conclusion, I extend my sincere appreciation to our valued shareholders for their continued trust, to our customers for their loyalty, and to the Company's employees for their dedicated efforts, which have been instrumental in achieving these results.

I also extend my highest appreciation to the Custodian of the Two Holy Mosques and His Royal Highness the Crown Prince — may Allah preserve them — for their continued support of the financial sector, and to the regulatory authorities for their vital role in strengthening the stability of the financial system.

We pray to Allah for success in continuing the journey of growth and achieving sustainable value for all stakeholders.

Please accept my highest regards and appreciation,

**Abdullah bin Ibrahim Al-Howaish**  
**Chairman of the Board of Directors**

## 1.1 - Chief Executive Officer Letter

Dear Shareholders of Amlak International Finance Company,

Peace, mercy, and blessings of Allah be upon you,

The year 2025 confirmed that the transformation we initiated was not merely an organizational direction, but a practical journey that was clearly reflected in the Company's results and the quality of its business.

We achieved 24% year-on-year growth in net revenues from core operating activities, while net income after Zakat increased by 41%, supported by higher portfolio returns following the restructuring of products and the focus on more profitable sectors. At the same time, operational efficiency improved, with the operating expenses-to-revenue ratio reaching 33%, reflecting stronger operational discipline and a greater ability to translate growth into sustainable profitability.

At the market level, our market share in personal financing increased by 42% compared to the previous year. Our digital platforms also witnessed growing demand, with application downloads approaching two million, alongside hundreds of thousands of actual registrations, reflecting the increasing reliance on our digital channels and the expansion of our customer base. In addition, the Saudization rate reached 91%, clearly demonstrating our commitment to building national capabilities capable of leading the next phase of growth.

Operationally and technologically, we continued to develop our digital infrastructure and enhance our internal operating ecosystem. A significant proportion of applications now pass through an automated decision engine, increasing processing speed and improving evaluation accuracy. We also activated advanced analytics models supported by artificial intelligence and integrated internal systems more comprehensively. The objective of this technological transformation was not merely to modernize systems, but to place the customer at the center of the process, which contributed to reducing processing time and improving data quality, enabling us to enhance our customers' experience and provide more efficient and flexible financing solutions.

We also focused on simplifying processes, redesigning operational procedures, and strengthening integration between business and technology teams, enabling the Company to accommodate faster growth while maintaining operational discipline and cost efficiency.

These combined efforts have helped establish a more balanced business model that integrates measured

growth, operational efficiency, and effective digital transformation, further strengthening Amlak's position as a modern finance company capable of competing in a rapidly evolving market.

We look forward to the coming phase with confidence built on a solid financial foundation and a more mature operating framework. We will continue to expand our product base, deepen our strategic partnerships, and strengthen our digital presence, while maintaining a careful balance between growth and efficiency. We will also continue investing in technology and data, as well as developing national talent, enhancing our ability to adapt to changes and capture quality opportunities in a highly competitive and rapidly evolving market.

In conclusion, I extend my sincere appreciation to the wise leadership – may Allah support them – for their continued support of the financial sector and for the regulatory and legislative enablers they have established, which have contributed to strengthening financial stability and supporting growth in line with the objectives of Saudi Vision 2030.

I also express my appreciation to the regulatory and supervisory authorities for their pivotal role in promoting governance standards, discipline, and the resilience of the financial system.

I also extend my thanks to the Board of Directors for their support and guidance, to all the Company's employees for their commitment and excellence, and to our shareholders and customers for their continued trust. May Allah grant success.

**Adnan bin Abdulrahman Al-Shobely**  
Chief Executive Officer

## 2 - Amlak International ... A Journey of Excellence

Amlak International Finance Company was established in 2007 as a company specialized in real estate financing serving both individuals and corporate clients. In 2013, the Company obtained a financing license from the Saudi Central Bank (SAMA), becoming the first finance company licensed to conduct real estate financing activities in the Kingdom in accordance with the Financing Regulations and under the umbrella of Sharia-compliant principles.

Since its inception, Amlak International has continued to develop its business model and strengthen its position in the financing sector by adopting an approach based on innovation and a deep understanding of market needs. The Company successfully established itself as one of the key

players in the sector, and its journey culminated in 2020 with its listing on the Saudi Stock Exchange (Tadawul), becoming the first real estate finance company listed in the Saudi capital market.

As part of its strategy to expand and diversify its sources of income, the Company obtained in 2022 a license to provide consumer financing and small and medium enterprises (SMEs) financing, marking an important milestone in its journey toward building a more diversified and integrated financing platform that serves various customer segments.

In recent years, Amlak International has implemented a strategic transformation program aimed at transitioning from a business model primarily focused on real estate financing to a more diversified financing model that includes consumer financing, SMEs financing, and financing related to the corporate sector. This transformation has been supported by the development of digital infrastructure and the strengthening of technological and analytical capabilities that support decision-making.

In 2025, the Company continued implementing the phases of this transformation by enhancing its digital channels and developing its technological platforms, in addition to expanding its financing product base and improving the efficiency of its operational processes. The year also witnessed the completion of the launch of the Company's new corporate identity, reflecting the evolution of its business model and its direction toward providing innovative and diversified financing solutions. These efforts contributed to strengthening business growth, improving operational efficiency, and diversifying sources of revenue.

The Company also continued investing in the development of its technological infrastructure and operational governance, obtaining the ISO 22301 certification for Business Continuity Management

and the ISO 27001 certification for Information Security Management, further enhancing the Company's operational readiness and supporting its ability to deliver reliable and secure financial services.

This strategic direction has been reflected in the Company's strong financial performance and enhanced market presence, as the financing portfolio expanded across multiple sectors, supporting the diversification of income sources and strengthening long-term growth sustainability.

Amlak International continues to strengthen its position as a leading finance company providing innovative and integrated financial solutions, with a focus on improving operational efficiency, expanding its product offerings, and building strategic partnerships that support future growth and deliver sustainable value to both shareholders and customers.



## Among the most notable achievements and developments achieved by the Company since its establishment are the following

Year	Key Developments and Achievements
2007	<ul style="list-style-type: none"> <li>• The Company was established as a joint-stock company under the name "Amlak International for Real Estate Development and Finance Company" with a capital of SAR 1 billion in Riyadh.</li> <li>• Launch of the Ijara program for individuals.</li> <li>• Launch of the Ijara program for corporate clients and high-net-worth business clients.</li> <li>• Opening of the Riyadh branch.</li> </ul>
2008	<ul style="list-style-type: none"> <li>• Expansion of the Company's operations to include the Western Region and the Eastern Region.</li> <li>• The Company achieved profits one year after its establishment.</li> </ul>
2009	<ul style="list-style-type: none"> <li>• Introduction of the Off-Plan Sale product, the first product of its kind in the Kingdom.</li> <li>• Growth of the financing portfolio by more than 40%.</li> </ul>
2010	<ul style="list-style-type: none"> <li>• Growth of the financing portfolio by 35%.</li> <li>• Receiving the Best Real Estate Financing and Development Program Award.</li> </ul>
2011	<ul style="list-style-type: none"> <li>• Growth of the financing portfolio by 42%.</li> <li>• Receiving the Real Estate Financing Program for Developers Award.</li> <li>• Reduction of the Company's capital from SAR 1 billion to SAR 877,500,000.</li> </ul>
2012	<ul style="list-style-type: none"> <li>• Establishment of the Treasury Management Department.</li> <li>• The financing portfolio reached SAR 2 billion.</li> <li>• Amendment of the previous resolution regarding the capital reduction from SAR 1 billion to SAR 877,500,000, so that the revised reduction became from SAR 1 billion to SAR 900,000,000.</li> </ul>
2013	<ul style="list-style-type: none"> <li>• Growth of the financing portfolio by 30%.</li> <li>• Obtaining a license from the Saudi Central Bank (SAMA) in December 2013, becoming the first real estate finance company licensed in the Kingdom.</li> </ul>
2014	<ul style="list-style-type: none"> <li>• Establishment of an online system for instant approvals, the first of its kind in the Kingdom of Saudi Arabia.</li> </ul>
2015	<ul style="list-style-type: none"> <li>• Financing contracts exceeded 1,000 contracts.</li> <li>• Receiving the Best Corporate Real Estate Financing Program Award until 2014.</li> </ul>

Year	Key Developments and Achievements
2016	<ul style="list-style-type: none"> <li>• Execution of the first financing portfolio sale transaction.</li> <li>• Receiving the Best Real Estate Financing Program for Individuals Award in Makkah for 2015 Corporate Sector.</li> <li>• Receiving the Best Developers Program Award in Makkah 2015.</li> <li>• Receiving the Best Real Estate Development Projects Financing Program Award in Riyadh for 2015 Corporate Sector.</li> <li>• The financing portfolio reached SAR 3 billion.</li> </ul>
2017	<ul style="list-style-type: none"> <li>• Signing joint agreements with the Ministry of Housing and the Real Estate Development Fund.</li> <li>• Launch of the Subsidized Loan Product in cooperation with the Real Estate Development Fund and the Ministry of Housing.</li> <li>• Launch of an Employee Share Program, resulting in an increase in the Company's capital from SAR 900,000,000 to SAR 903,000,000 through the issuance of new shares allocated to certain employees.</li> </ul>
2018	<ul style="list-style-type: none"> <li>• Execution of the second financing portfolio sale transaction exceeding SAR 104 million.</li> <li>• Signing a direct sale agreement for the Off-Plan Sale product with the Real Estate Development Fund.</li> <li>• Growth in the number of individual contracts in 2018 compared to 2017 by more than 80%.</li> <li>• Increase in the Company's capital from SAR 903,000,000 to SAR 906,000,000 through the issuance of new shares allocated to certain employees under the Employee Share Program.</li> </ul>
2019	<ul style="list-style-type: none"> <li>• Launch of the Islamic Financing Management System (Temenos 24) during the middle of the year.</li> <li>• Execution of two financing portfolio sale transactions exceeding SAR 235 million.</li> <li>• Recognition by the Ministry of Housing as the Best Real Estate Finance Company for Q3 2019.</li> <li>• Opening of the Corporate and Business Clients Branch in Jeddah.</li> <li>• Total growth in corporate financing amounts reached approximately 29%.</li> <li>• Total growth in individual financing amounts exceeded 90%.</li> <li>• Obtaining approval from the Capital Market Authority (CMA) for Amlak International Finance Company's application to register and offer its shares for public offering.</li> </ul>
2020	<ul style="list-style-type: none"> <li>• Launch of the new head office in Riyadh.</li> <li>• Listing of Amlak International on the Saudi Stock Exchange (Tadawul) in July 2020.</li> <li>• Execution of four financing portfolio sale transactions exceeding SAR 459 million.</li> <li>• Return on equity before Zakat exceeded 10%.</li> </ul>
2021	<ul style="list-style-type: none"> <li>• Implementation of an internal restructuring of the Company in February 2021.</li> <li>• Return on equity before Zakat exceeded 10.5%.</li> <li>• Return on assets before Zakat exceeded 3.4%.</li> </ul>
2022	<ul style="list-style-type: none"> <li>• Completion of the development of a comprehensive Company strategy, including plans to launch financing products from additional sectors beyond real estate financing.</li> <li>• Launch of the corporate real estate financing product under the Tawarruq structure.</li> <li>• Obtaining a license from the Saudi Central Bank (SAMA) to conduct consumer financing and SMEs financing activities.</li> <li>• Change of the Company's name from "Amlak International for Real Estate Finance" to "Amlak International Finance Company."</li> </ul>

Year	Key Developments and Achievements
2023	<ul style="list-style-type: none"> <li>• Establishment of the Digital Group.</li> <li>• Launch of the consumer financing product for individuals in the middle of the year after obtaining the Saudi Central Bank's non-objection to offering consumer financing activities for individuals.</li> <li>• Launch of the Kafalah Program product after signing the agreement to join the Kafalah Program supporting small and medium enterprises.</li> <li>• Obtaining the Saudi Central Bank's non-objection to provide electronic services to customers.</li> <li>• Receiving the IRBA Excellence Award for Home Finance Solutions in Saudi Arabia 2023.</li> </ul>
2024	<ul style="list-style-type: none"> <li>• Net revenues from core operating activities increased by 39.7% compared to the previous year.</li> <li>• Launch of the mobile application dedicated to serving individual consumer financing customers.</li> <li>• A balanced and diversified portfolio between individual and corporate segments, supporting the Company's strategic objectives.</li> <li>• Obtaining ISO 22301 certification for Business Continuity and ISO 27001 certification for Information Security, demonstrating strong commitment to maintaining and enhancing information security standards.</li> <li>• Development of an integrated database aimed at improving information management more effectively and accurately through predictive models supporting senior management decision-making to develop products and enhance revenues.</li> <li>• Provision of 100% integrated digital services for individual customers, enhancing operational efficiency and facilitating access to financing services.</li> </ul>

## 2025 Achievements

Mr. Adnan Al-Shobely, Chief Executive Officer of Amlak International Finance Company, received the Best CEO in the Finance Sector Award for 2024.



Launch of the refinancing product for existing consumer financing customers, providing more flexible financing solutions aimed at increasing customer retention and supporting sales growth

Net revenues from core operating activities increased by 24% compared to the previous year.

The Company received the Outstanding Improvement in Corporate Governance Award during the Fourth Annual Corporate Governance Conference organized by the Corporate Governance Center (CGC) at Alfaisal University.



The consumer financing portfolio exceeded SAR 1.2 billion, reflecting the contribution of consumer financing to revenue growth and diversification of income sources.

Reaching more than 1.8 million downloads of the mobile application, contributing to increased reliance on digital channels, improved customer access, and enhanced user experience.

Rebranding of Amlak International to align with the Company's strategic transformation and support the innovation model and product expansion, enhancing its presence and position in the market.

## 3 – Our Strategy

### 3.1 – Vision, Mission, and Values

#### Our Vision

The preferred choice for thoughtfully designed financial solutions.

#### Our Mission

Driven by our values, we create financial solutions that enhance quality of life.

#### Our Values

**Leadership:** We lead by example, recognize achievements when they are deserved, and believe that success is a shared accomplishment.

**Trust:** We believe in and trust our capabilities, remain open and honest with one another, and provide unconditional support.

**Courage:** We strive and learn from experience—even from mistakes—facing reality and speaking the truth at all times.

**Respect:** We value our customers and appreciate their needs, respect our employees and encourage their contributions, uphold our culture and traditions, and value fair competition.

**Responsibility:** We are committed to our work, accountable for our responsibilities, and dedicated to making the right decisions for the right reasons at the right time.

### 3.2 - Moving Forward with Steady and Well-Considered Steps:

Amlak International Finance Company has established the core strategic framework to achieve its future objectives and targets, as part of its growth and expansion plans across various financing sectors while maintaining its position in the real estate financing sector.

#### Amlak Family is The Foundation of Success

Employees of Amlak International represent a key pillar in achieving the Company's goals. The Company therefore invests in the continuous development of its teams, attracts qualified talent, and maintains a work culture that encourages innovation, collaboration, and mutual trust.

#### Efficiency and Technology

Technology and procedural efficiency constitute a major focus in the Company's forward-looking vision. The Company continuously seeks to develop and improve its technological capabilities, attract effective financial technologies, and adapt them to align with Amlak International's business model. This contributes to reducing operational costs and delivering the best services to customers.

#### Continuous Development

The Company places strong emphasis on research and development by conducting periodic market studies to keep pace with changing conditions and identify optimal approaches to capture opportunities. This supports the ongoing development of its products and the provision of financial solutions that meet the needs of customers and beneficiaries. Customer care is an integral part of Amlak International's vision, and the Company continuously invests in providing and updating all tools and technologies that enhance the quality of

its products and services for customers.

#### Industry Leadership

Amlak International seeks to reinforce its leadership and active role in developing financing solutions sectors and strengthening investor and customer confidence in the Company's brand. Its strategy of diversifying financing portfolios also primarily aims to stimulate stable growth in both the short and long term.

## 4 – Overview of the Company’s Sectors, Departments, and Key Activities

### 4.1 – Description of the Company’s Key Activities

The Company’s primary activity is conducting financing activities for both corporate and individual customers by offering a range of Sharia-compliant financing products within its licensed activities, namely real estate financing, financing for small and medium enterprises (SMEs), and consumer financing. These activities are carried out in accordance with the Companies Law, the Finance Companies Control Law and its Implementing Regulations, as well as other relevant laws, rules, and instructions issued by the competent authorities.

## 4.2 – Brief about Key Sectors and Departments of the Company

### Strategy and Marketing Sector

The Strategy and Marketing Sector plays a central role in supporting all sectors of Amlak International by defining the Company's short- and long-term objectives and developing optimal business plans to achieve those objectives and monitoring their implementation. The sector also reviews the policies and procedures applied within the Company, restructures them where necessary, and aligns them with Amlak International's strategic plans and business objectives.

The sector is also responsible for modifying and developing the Company's existing products and designing new products that align with the financing market environment and the targeted customer segments. Accordingly, the sector designs, builds, and manages marketing campaigns aimed at reaching the relevant segments and enhancing awareness of Amlak International's brand within the Kingdom.

### Digital Group Sector

Within the dynamic landscape of technological leadership and accelerating innovation in financial technology, the Digital Group at Amlak International plays a vital role in driving development and transforming the Company's digital ecosystem. The Group is committed to keeping pace with technological advancements through Amlak's digital channels, with its key contributions centered on delivering advanced automated digital solutions that create added value, improve processes, and enhance the customer experience.

The team continuously strives to promote a culture of innovation, continuous improvement, operational efficiency, and sustainable business development.

The Digital Group also works to digitally empower customers by enabling seamless access to Amlak International's services through strengthening a customer-centric culture, designing advanced digital services, and developing user-friendly interfaces that meet customer expectations. In addition, the Group focuses on adopting artificial intelligence and automation technologies and strategically integrating them into the Company's business models to position Amlak at the forefront of competition.

The Group is also responsible for developing digital transformation initiatives and strategies across the organization in alignment with long-term objectives, while leveraging data analytics to support decision-making.

### Corporate Sector

The Corporate Sector provides a wide and diverse range of Sharia-compliant financing solutions and products designed to meet customer requirements in supporting their projects and business activities across various sectors. These solutions are offered for purposes such as acquiring fixed assets, financing commercial projects, or financing working capital.

Financing contracts for this segment start from SAR 5 million and may reach SAR 100 million, with financing periods extending to more than five years.

The Corporate Sector's strategy focuses on establishing long-term relationships with customers, including small and medium-sized companies, to design and deliver distinctive financing solutions tailored to their needs. The sector is also committed to providing the highest standards of customer relationship management through a professional and highly experienced financing team.

## Retail Sector

Through a distinguished team, the Retail Sector seeks to provide innovative financing solutions and products that meet the needs of customers across various segments, including individuals and micro-enterprises.

The sector relies heavily on modern technology through the Amlak mobile application, which provides customers with a smooth and fast financing experience supported by integrated technological connectivity that facilitates access to various financing services and products. The sector's offerings include consumer financing, real estate financing, and SMEs financing.

The sector also provides a range of financing programs and focuses on delivering an exceptional customer experience by simplifying the customer journey through advanced digital services, ensuring high levels of transparency and efficiency. To ensure customer satisfaction, the Customer Care Center provides dedicated support through a specialized team.

This approach reflects the Company's digital transformation, enabling it to expand and reach a broader customer base while delivering an outstanding financing experience characterized by simplicity and speed.

## Credit and Risk Sector

Amlak International places great importance on the Credit and Risk Sector and has established a clear strategy managed through the Board of Directors, the Risk Committee of the Board, and other internal subcommittees responsible for addressing risks that may negatively affect the Company's objectives and vision.

This includes ensuring the quality of the credit portfolio and establishing mechanisms to identify, measure, and mitigate risks that may arise from the

Company's activities. The framework encompasses the management of operational risks, market risks, legal risks, reputational risks, liquidity risks, and information security risks, contributing to achieving the Company's objectives while meeting regulatory and supervisory requirements.

The Credit and Risk Sector manages credit risks related to both corporate and retail financing products and handles non-performing debts in order to maintain the quality of the Company's assets and achieve its strategic objectives.

The sector also places strong emphasis on information security, maintaining a dedicated cybersecurity unit that operates around the clock to manage core controls across the Company's systems and operations and minimize information security risks.

## Finance Sector

The Finance Sector is responsible for managing credit facilities, making financing decisions, risk hedging operations, cash management, and implementing and reconciling financial procedures for the company. It coordinates any operations related to managing the company's assets and liabilities. The sector also handles all obligations related to Zakat and tax, ensuring compliance.

Operationally, the Finance Department works to improve performance and report quality, develop control methods, and focus on completing payment automation, reconciliations, and bank account operations. It also prepares financial statements, budget plans, and management and supervisory reports.

## Operations and Shared Services Sector

The Operations and Shared Services Sector consists of four main departments:

### - Operations Department

The Operations Department is responsible for providing operational support to both existing and prospective customers by managing post-sales services, including property valuation and subsequent financial services such as payments and reconciliations.

The department also oversees operational processes, analyzes, reviews, and updates financing data, relying on approved systems and procedures that ensure the quality of inputs and outputs and enhance customer service efficiency.

### - Information Technology Department

During 2025, the Information Technology Department continued to support the Company's operations and strategic objectives by developing a competitive technology environment, focusing on system stability and security, and ensuring compliance with regulatory requirements and internal control standards.

The department also strengthened the Company's technological infrastructure to ensure reliability and scalability in support of business growth. Implemented initiatives included automation solutions aimed at improving operational efficiency and enhancing control and quality in technical processes, as well as developing decision-support reports to assist senior management.

### - Credit Control Department

The Credit Control Department is responsible for supervising the execution of financing operations

to ensure compliance with approved credit policies and procedures, the proper application of credit approvals, and the adequacy of collateral within the framework of governance and compliance requirements to protect the Company's interests.

Its responsibilities include verifying that credit conditions and approvals are fulfilled before disbursement and reviewing the completeness and validity of documents and guarantees associated with financing transactions for individuals, corporates, and SMEs, thereby reducing operational and credit risks.

The department also manages and maintains credit files and prepares periodic supervisory reports enabling executive management and Board committees to monitor compliance levels, identify deviations, and take corrective actions when necessary. In addition, it supervises mortgage registration and transfer procedures for real estate collateral through the approved official channels.

### - Collection Department

The Collection Department is one of the Company's vital departments and aims to ensure the recovery of installments and outstanding amounts from customers, thereby reducing default rates and restructuring distressed debts. This contributes to improving cash flows and maintaining the quality of the credit portfolio while ensuring full compliance with regulatory requirements and supervisory instructions.

### Customer Care Department

The Customer Care Department represents a set of processes and strategies aimed at meeting customer needs and expectations while maintaining customer satisfaction and loyalty. It constitutes a fundamental component of the Company's business strategy to achieve success and sustainable growth.

The Customer Care Department at Amlak International is committed to applying the highest standards of customer service by receiving customer complaints, inquiries, and support requests, supervising them, and following up with the relevant departments until they are resolved in accordance with approved procedures.

The number and nature of customer complaints are considered a key indicator of the quality of the financing services provided. Accordingly, the department continuously strives to deliver the highest level of service and to improve and develop it on an ongoing basis.

### **Human Resources and Administrative Affairs Sector**

The Human Resources and Administrative Affairs Sector focuses on developing strategic and operational plans to attract, develop, and retain qualified talent. The sector also implements development programs and initiatives aimed at enhancing technical and leadership skills and motivating employees to achieve optimal performance.

This sector also strives to achieve Saudization targets and implement initiatives aimed at improving the work environment and increasing employee satisfaction, in addition to building competencies for each role and preparing employees to acquire them.

Furthermore, the sector provides administrative support to all sectors and branches of the Company, oversees employee safety and security, manages Company facilities, and provides supporting administrative services including maintenance, cleaning, catering, government relations tasks, and the management of Company licenses and records.

The sector is also responsible for managing and developing the Company's procurement and

contracts framework through proactive planning to ensure the availability of all business requirements, thereby supporting operational continuity and efficiency. It seeks to achieve the best value for cost through selecting qualified suppliers and ensuring the quality of products and services in accordance with governance standards.

Additionally, it supervises procurement and contract processes, including the management of all Company contracts, including outsourcing contracts, in accordance with the regulatory frameworks and controls issued by the Saudi Central Bank, ensuring compliance, risk management, and institutional sustainability.

### **Governance and Legal Affairs Sector**

The Governance Department is responsible for implementing the highest governance standards and best practices at Amlak International in alignment with the regulations, rules, and circulars issued by regulatory authorities in the Kingdom of Saudi Arabia. With the support of the Board of Directors, the department seeks to apply sound governance principles to achieve long-term value for shareholders with a high degree of integrity. The Governance Department also manages Investor Relations, follows up on investor inquiries and complaints, and oversees the Company's disclosures in the financial market.

The Legal Department, which falls organizationally under this sector, provides legal advice to all Company departments in accordance with operational requirements. It also manages legal cases assigned to it, represents the Company before judicial authorities, and coordinates with the Company's external legal advisors.

The Legal Department also performs the duties of the Secretariat of the Sharia Committee, supporting the Committee in achieving its objectives and performing its responsibilities by reviewing the Company's transactions and activities

comprehensively, preparing them for presentation to the Sharia Committee, drafting the Committee's resolutions, communicating them to the relevant departments, documenting and archiving them, and ensuring that the Company's operations and procedures comply with Sharia principles as determined by the Sharia Committee.

### **Compliance, Anti-Money Laundering and Counter-Terrorism Financing Department**

The Compliance, Anti-Money Laundering, and Counter-Terrorism Financing Department is a supervisory function responsible for monitoring the Company's operations and ensuring compliance with the laws, regulations, and instructions issued by the Saudi Central Bank and other relevant authorities.

The department monitors regulatory developments and updates policies and internal procedures accordingly to ensure full compliance with regulatory requirements, particularly those related to anti-money laundering, counter-terrorism financing, and fraud prevention.

During 2025, the Company reviewed its internal policies and procedures to strengthen the compliance environment and reinforce anti-money laundering and counter-terrorism financing frameworks in response to regulatory updates. In line with supervisory requirements, the department prepared reports assessing the Company's compliance with regulatory requirements and submitted them to the Audit Committee and subsequently to the Board of Directors. These reports include assessments of compliance-related risks and recommendations for improvements to internal procedures.

The department also reviews new products and evaluates the associated risks to ensure compliance with regulatory requirements issued by the Saudi Central Bank and other regulatory authorities.

To develop and strengthen human resources, the Company provides annual training programs for employees in compliance, anti-money laundering, counter-terrorism financing, and fraud prevention, which have contributed to strengthening the culture of compliance among employees. Indicators related to suspicious transactions and fraud risks are also regularly reviewed and updated and communicated to employees.

### **Internal Audit Department**

The Internal Audit Department forms an integral part of the Company's internal control and governance framework. It is responsible for reviewing the Company's operations and procedures and assessing their compliance with policies, controls, and procedures established by the Board of Directors and its committees, as well as ensuring compliance with relevant laws and regulations applicable in the Kingdom of Saudi Arabia.

The department follows approved plans and policies to evaluate and enhance the effectiveness of internal controls, risk management, and governance, ensuring alignment with best practices and professional standards. Through objective advisory services and recommendations, the department contributes to strengthening internal controls and protecting the Company's assets.

In accordance with its responsibilities, the Internal Audit Department submits periodic and annual reports to the Audit Committee, including observations and weaknesses related to the implementation of internal control procedures, analyses of their potential impact on the Company's operations and transactions, and recommendations for corrective actions. The reports focus particularly on high- and medium-risk activities and aim to add value to the Company by improving operations and enhancing the effectiveness of governance and risk management processes.

## 5 – Capital of Amlak International Finance Company

### Ownership of the Company's Major Shareholders

Shareholders	Shares	
	Number of Shares	Direct Ownership Percentage
Saudi Investment Bank	22,837,500	22.40%
Al-Ati Holding Company	8,532,110	8.37%
Other Shareholders	70,555,390	69.23%
<b>Total</b>	<b>101,925,000</b>	<b>100%</b>

• The above data is as of 31/12/2025.

## 5.1 – Financial results of Amlak and important highlights pertinent to business sector:

As our strategic transformation unfolds in 2025, we have been able to witness promising results in both our Balance Sheet size, as well as our profitability – despite continued macroeconomic headwinds. The company managed to increase net profit after zakat to 40.8% in compared to prior year. This growth was backed by higher yield rates on credit portfolio.

The company also maintained its position as one of the largest Non-Banking Financial Companies (NBFC) which offer financing products in the Kingdom of Saudi Arabia – playing a pivotal role in Kingdom’s Vision 2030. The achievement was made possible as Amlak successfully launched a fully digital mobile application, redefining the customer journey for consumer finance products.

This year marks a significant milestone in our strategic evolution. We re consolidated our balance sheet by pivoting our focus toward high-yield products. As a result, our exposure to lower-yield segments reduced slightly, leading to an overall 1.1% shrinkage in our overall financing portfolio (from 4.32bn to 4.26bn). This strategic shift paid off handsomely: despite a slightly smaller portfolio, revenue crossed the 500mn mark for the first time in company history, reaching 549.34mn—an astounding 24.17% year-on-year growth. Further, supporting the expansion and transformational initiatives of Amlak, we incurred operating expenses (including allowances for credit losses) of 261.38mn – a growth of 41% compared to 185.83mn incurred in prior year. The financial year of Amlak closed with a net profitability before zakat of 82.18mn, growing 40.2% from 58.63mn in prior year.

## 5.2 – Comparison of our Financial Results

Statement (ﷲ in thousands)	2021 G	2022 G	2023 G	2024 G	2025 G
	Audited	Audited	Audited	Audited	Audited
Net Activity Revenues	286,352	294,645	316,912	442,689	549,344
Bank Charges (Cost of Revenue)	54,219	70,390	136,108	198,227	205,781
Total Profit of the activity	232,133	224,255	180,804	244,462	343,563
Total Operating Expenses (including provisions and write-offs)	108,798	113,322	141,852	185,829	261,384
Net Income – Before Zakat	123,335	110,933	38,952	58,633	82,179
Net Income – After Zakat	107,753	96,722	31,806	46,314	65,226

### 5.3 – Comparison of our Assets and Liabilities

Statement (ﷲ in thousands)	2021 G	2022 G	2023 G	2024 G	2025 G
	Audited	Audited	Audited	Audited	Audited
Financing Portfolio	3,408,699	3,283,250	3,733,681	4,322,200	4,264,096
Other Assets	158,772	203,888	151,942	190,011	198,676
Total Assets	3,567,471	3,487,138	3,885,623	4,512,211	4,462,772
Total bank loans and the central bank program of deferred payments *	2,257,468	2,115,079	2,600,070	3,175,406	3,049,342
Other Liabilities	118,982	137,061	99,931	112,086	132,231
Total Liabilities	2,376,450	2,252,140	2,700,001	3,287,492	3,181,573
Equity	1,191,021	1,234,998	1,185,622	1,224,719	1,281,199
Total Liabilities and Equity	3,567,471	3,487,138	3,885,623	4,512,211	4,462,772

\* FY21–FY22 also includes deposits received from Saudi Central Bank, for Amlak’s participation in deferred payments program.

### 5.4 – Year-on-year growth in our operating results

Statement (ﷲ in thousands)	2025 G	2024 G	Differences	%
	Unified	Unified		
Activity Revenues	549,344	442,689	106,655	24%
Bank Charges (Cost of Revenue)	205,781	198,227	7,554	4%
Gross Profit	343,563	244,462	99,101	41%
Total Operating Expenses (including provisions and write-offs)	261,384	185,829	75,555	41%
Earnings for the Year – Before Zakat	82,179	58,633	23,546	40%
Earnings for the Year – After Zakat	65,226	46,314	18,912	41%

## The following statement presents the key financial indicators

Financial Indicators	2021 G	2022 G	2023 G	2024 G	2025 G
Earning per Share before Zakat ﷲ	1.21	1.09	0.38	0.58	0.81
Earning per Share after Zakat ﷲ	1.06	0.95	0.31	0.45	0.64
Return on Equity before Zakat %	10.54%	9.15%	3.22%	4.87%	6.56%
Return on Equity after Zakat %	9.21%	7.97%	2.63%	3.84%	5.21%
Return on Assets before Zakat %	3.45%	3.15%	1.06%	1.40%	1.83%
Return on Assets after Zakat %	3.01%	2.74%	0.86%	1.10%	1.45%

\* During FY24, the share capital of the Company increased by way of issuance of bonus shares, from ﷲ906 million to ﷲ1,019.25 million. Accordingly, Earnings per share for all respective periods have been retrospectively adjusted, to be based on latest number of shares in issuance, for the purpose of fair comparison.

## 5.5 – Business Segments of the company

Statement (thousand riyals)	Individuals Sector	Corporate Sector	Main Department	Total
Assets	1,875,779	2,465,022	121,971	4,462,772
Liabilities	1,356,458	1,781,939	43,176	3,181,573
Operational Income *	280,685	268,659	-	549,344

\* Net Revenues from Main Operating Activities comprises of Income from Financing, Remeasurement of our rights of Servicing the sold portfolio, Management Fees earned on servicing of sold portfolios, API Costs incurred on customer onboarding and verification processes, and Fees Incomes such as management fees, real estate valuation fees (net of fee expenses), early repayment fees etc.

Activity Name	Activity Revenues (ﷲ in thousands)	Percentage
Murabaha Contract Income	455,431	82.90%
Ijara contracts Income	67,245	12.24%
Income from Ijara mawsofa fi athemmah contracts	7,022	1.28%
Transaction Processing and Valuation Fees, Net *	18,579	3.38%
Other Operating Profits	1,067	0.19%
Total	549,344	100.00%

\* Includes Remeasurement of our rights of Servicing the sold portfolio, Management Fees earned on servicing of sold portfolios, API Costs incurred on customer onboarding and verification processes, and Fees Incomes such as management fees, real estate valuation fees (net of fee expenses), early repayment fees etc.

## 5.6 – Geographical Analysis of the Company's Total Revenue

Statement (ﷲ in thousands)	Geographical Analysis of the Company's Total Revenue			
	Total Revenues	Central Region	Western Region	Eastern Region
2024 G	442,689	262,088	141,483	39,119
2025 G	549,344	328,421	166,561	54,362

## 5.7 – Clarifications for deviations from Accounting Standards approved by Saudi Organization for Chartered and Professional Accountants

None

## 5.8 – Subsidiary Companies

### Amlak International Real Estate Development Company

Amlak International Real Estate Development Company was established on 05/11/1432 AH (corresponding to 03/10/2011 AD) as a Limited Liability Company, registered under Commercial Registration No. 1010317413 dated 06/11/1432 AH (corresponding to 04/10/2011 AD). Its head office is located in Riyadh.

The following table summarizes the ownership structure of Amlak International Real Estate Development Company as of 31/12/2025.

### Ownership Structure of Amlak International Real Estate Development Company

Name of Subsidiary	Capital	Company Ownership Percentage	Main Activity	Country of Main Operations	Country of Incorporation
Amlak International Real Estate Development Company	SAR 500,000	100%	Registration and safekeeping of real estate financing deeds	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia

The main activities of Amlak International Real Estate Development Company include the registration and safekeeping of real estate financing deeds. It should be noted that the company does not currently conduct any commercial activities and has no employees, and its role is limited to Amlak International Finance Company registering the majority of the property deeds related to the real estate financing it provides in the subsidiary's name.

## Details of Shares and Debt Instruments Issued by Each Subsidiary

All loans are granted to Amlak International Finance Company, and there are no loans or debt instruments issued by the subsidiary.

### 5.9 – Information relating to Bank Borrowings of the Company

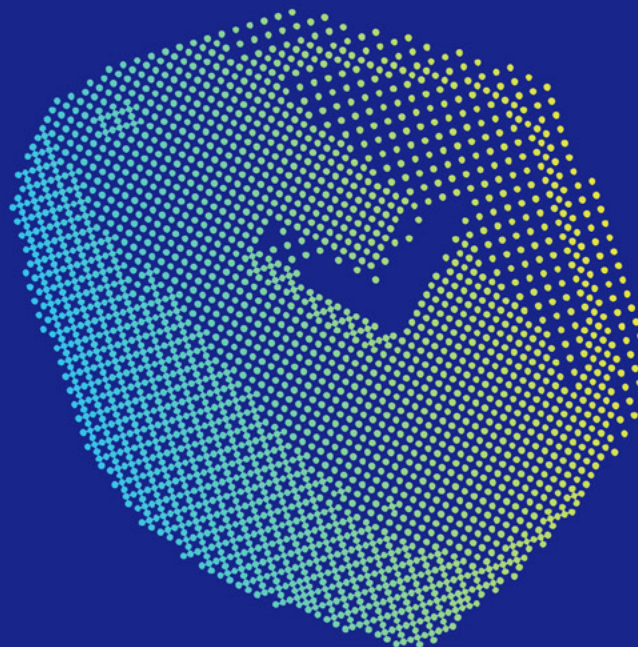
Funding Donor	Opening Balance of Financing	Additional Financing Amount	Amounts Paid for Financing during the Year	Remaining Amount of Financing
Saudi British Bank	526,250,000	25,000,000	231,875,000	319,375,000
Saudi Investment Bank	801,923,077	514,999,999	430,576,923	886,346,153
Gulf International Bank	310,238,095	-	118,075,397	192,162,698
Al Rajhi Bank	164,166,667	56,000,000	76,666,667	143,500,000
Bank Albilad	93,333,333	110,000,000	55,833,333	147,500,000
Saudi National Bank	132,916,666	230,000,000	92,916,667	269,999,999
Al Jazeera Bank	376,416,667	135,000,000	226,666,667	284,750,000
Arab National Bank	176,875,000	100,000,000	107,500,000	169,375,000
Riyad Bank	78,437,500	-	33,750,000	44,687,500
Saudi Fransi Banque	105,882,353	-	42,352,941	63,529,412
Alinma Bank	390,000,000	50,000,000	51,875,000	388,125,000
Emirates NBD	-	115,000,000	-	115,000,000
Total	3,156,439,358	1,335,999,999	1,468,088,594	3,024,350,763

\* The above movement represents principal balances only.

\*\* The volume of unused facilities at the end of FY25 amounted to SAR 2,151,024,237.

### 5.10 – A statement of the value of the statutory payments made and due for payment that were not paid until the end of the annual financial period.

Statement ( 000 )	2025G		Brief Description	Statement of Reasons
	Paid during the Year	Due until the End of the Annual Financial Period and has not been Paid		
Zakat, Tax and Customs Authority Zakat - 2025	0	16,924	What is paid or charged to the period in accordance with the provisions and rules of zakat, the income tax law, and SADAD system fees in the Kingdom of Saudi Arabia.	Statutory Requirement
Zakat, Tax and Customs Authority Zakat – Previous Years	12,125	0	What is paid or charged to the period in accordance with the provisions and rules of zakat, the income tax law, and SADAD system fees in the Kingdom of Saudi Arabia.	Statutory Requirement
Zakat, Tax and Customs Authority VAT	5,015	623	What was paid or charged to the period in accordance with the provisions and rules of value-added tax in the Kingdom of Saudi Arabia.	Statutory Requirement
The Zakat, Tax and Customs Authority Withholding Tax	934	95	What is paid or charged to the period in accordance with the provisions and rules of the income tax law, and SADAD system fees in the Kingdom of Saudi Arabia.	Statutory Requirement
General Organization for Social Insurance	6,994	0	What is paid or charged to the period in accordance with the provisions of the Labor Law in the Kingdom of Saudi Arabia	Statutory Requirement
Visa and Passport Costs	8	0	What is paid or charged over the period in accordance with the provisions of the licenses granted to the company in return for providing the service commercially.	Statutory Requirement
Labor Office Fees	105	0	What is paid or charged over the period in accordance with the provisions of the licenses granted to the company in return for providing the service commercially.	Statutory Requirement



## 6 – Risk Management

### 6.1 – Credit Risk

Since financing represents the primary activity of Amlak International, credit risk constitutes one of the most significant risks that may affect the Company and its financing portfolios. The Company seeks to mitigate these risks by adhering to policies and procedures approved by the Board of Directors within the framework of the regulations and instructions issued by the Saudi Central Bank (SAMA).

Implementation is ensured through activating the role of the Risk Committee, as well as maintaining a dedicated credit management function for retail customers and another credit management function for corporate clients.

## 6.2 – Financing Rate Risk and Liquidity Risk

Amlak International relies on borrowing from banking institutions and re-lending to customers and companies as its primary business model. Given that banking financing rates fluctuate continuously, this model exposes the Company to risks that may adversely affect its operations, liquidity, and profitability.

Accordingly, the Company—through its Treasury Department—works to diversify its borrowing portfolio and hedge against fluctuations in financing rates in order to mitigate these risks. With respect to liquidity risk, and due to the competitive nature of the financing market and changing economic conditions, the Company may face liquidity risks resulting from disruptions in cash flows or increases in short-term liabilities relative to incoming cash flows. Therefore, the Company relies on effective cash flow management and contingency plans designed to cover liquidity gaps and ensure that its financial obligations are met without negatively affecting its operational stability.

## 6.3 – Market Risks

### Competition

The financing market offers significant expansion opportunities and an encouraging business environment, which may attract additional financing companies—both domestic and international—to operate in this sector. In addition, potential mergers and acquisitions among companies operating in the same field may increase their market shares and intensify the level of competition within the financing market. Such developments are beyond the Company’s control and are difficult to predict.

Should any of these scenarios occur, the Company may face competition from financial institutions that possess greater resources or other competitive advantages that may be difficult or impossible for the Company to match. For instance, institutions with stronger financial resources or a larger customer base may outspend the Company on advertising, attract key personnel from the Company through higher financial incentives, and allocate more resources to product development and business expansion.

Competition may also arise in terms of commission rates and profit margins offered by other financing institutions. These developments may lead to adverse outcomes, including the loss of customers or market share, which could reduce profit margins, increase costs, or compel the Company to seek additional financing or capital that may not be available on attractive terms or may not be available at all.

### Interest Rate Volatility

The Company seeks to obtain Sharia-compliant financing based on competitive profit margins; however, this largely depends on the availability of liquidity among lenders and banking interest rates linked to the Saudi Interbank Offered Rate (SIBOR). For example, arranging financing facilities for corporate and retail customers may require fixing the cost of borrowing for long periods that may exceed the duration for which the financing granted to the Company is fixed, which may expose the Company to risks arising from fluctuations in SIBOR.

The Company therefore seeks to align the pricing periods of lending and borrowing for periods exceeding one year in order to reduce the impact of interest rate fluctuations on its financial results. This is achieved through the use of hedging transactions against fluctuations in financing rates to mitigate the risks mentioned above.

## Risk of Decline in the Value of Real Estate Collateral

Real estate assets are generally considered long-term investments, making them difficult to liquidate quickly without affecting their market value. The Company maintains a portfolio of real estate assets that serve as collateral for its real estate financing products for both individuals and corporates.

If customers default on their real estate financing obligations—particularly if such defaults occur suddenly or collectively as a result of general economic conditions—the Company may face difficulty in liquidating the properties associated with defaulted financing contracts at appropriate prices within a short timeframe. This could have a material adverse impact on the Company's operations, expectations, financial position, and future prospects.

## 6.4 – Operational Risks

### General Operational Risks

The Company is exposed to operational risks that may result in financial losses, including but not limited to employee errors such as failure to properly document transactions in accordance with the Company's approved forms, failure to obtain the necessary legal advice regarding non-standard transactions that fall outside the framework of the Company's operating models, internal or external fraud, misuse of authorities or delegations, or failure by employees to comply with compliance procedures or risk limits.

Such risks may also include non-compliance with regulatory requirements and business conduct rules, system or equipment failures, natural disasters, or the failure of external systems. While the Company cannot completely eliminate operational risks, the occurrence of any such

events may have a material adverse impact on the Company's business, financial position, results of operations, or future prospects.

### Legal Risks

Amlak International seeks to address legal risks arising from both financing and non-financing contracts, as well as from the Company's internal procedures, policies, and administrative and regulatory decisions, by establishing a comprehensive framework that is periodically updated in line with the Company's activities. This framework identifies current and potential legal risks, analyzes and evaluates them, and provides recommendations and procedures to the relevant departments to mitigate them.

Among the legal risks and challenges faced by the Company before judicial authorities is the possibility that the decisions of the financing entity's Sharia Committee may not always be recognized in the event of disputes between the financing entity and the customer and may be referred to the courts. Additional risks include jurisdictional conflicts between the General Court and the Committee for the Resolution of Financing Violations and Disputes, as well as issues related to the stability of property deed ownership.

The Risk Management Department at Amlak International also submits quarterly reports to the Risk Committee and internal subcommittees outlining recommendations and proposed procedures to address existing legal risks.

### Information Technology Risks

The Company continues to develop its information technology systems, as the nature of its operations and the regulatory requirements governing it necessitate extensive reliance on optimal use of such technologies. Internal controls related to risk monitoring and compliance with regulations, including financial matters, further increase

the Company's reliance on modern information technology to conduct many of its activities and maintain the quality and continuity of its operations. Accordingly, any failure in the Company's technological systems—arising from various causes such as natural disasters, prolonged power outages, computer viruses, or other external cyberattacks—could pose risks to the Company's information systems, customer data, and operational continuity, even though the Company has implemented measures to mitigate such risks.

The proper functioning of the Company's information technology systems also depends on accurate and reliable data inputs and integrations with other systems, which remain susceptible to human error.

### Cybersecurity Risks

The Company relies extensively on technological services to conduct its daily operations and also utilizes external service providers to enhance its internal systems. The Company has implemented policies, protective measures, and advanced security systems to defend against cyberattacks. However, due to the nature of the financing sector, the Company remains a continuous target for cyber intrusions. As a result, cybersecurity risks and threats continue to increase and remain difficult to predict. The Company's operations and technological systems may be exposed to risks, and confidential or proprietary information may be altered, lost, or stolen. Business operations or safety procedures may also be disrupted, degraded, or damaged.

Cybersecurity breaches may also result in financial, operational, or other damages, loss of control over the Company's assets, harm to its reputation, violations of laws or regulations, and exposure to litigation and other legal liabilities.

### 6.5 – Reputational Risks

The Company maintains a strong reputation in its field of business, and preserving this reputation—including its financial strength and integrity—is essential to enhancing its ability to attract new customers, retain existing ones, and maintain strong relationships with counterparties.

However, the Company's reputation may be adversely affected by several factors, including but not limited to deterioration in financial performance, legal claims or regulatory proceedings against the Company or its management members, non-compliance with certain legal requirements, or employee misconduct that results in violations of applicable regulations.

Damage to the Company's reputation may have a material adverse impact on its business, financial position, results of operations, or future prospects.

### 6.6 – Strategic Risks

Amlak International seeks to achieve its long-term strategic objectives and ensures that the strategies and business practices it adopts represent the most appropriate path toward achieving these goals. Accordingly, the Company has developed a long-term strategic plan covering all its objectives, including financial targets, operational goals, organizational and administrative initiatives, as well as the development of its systems and human and non-human resources.

On an annual basis, the Company develops a Balanced Scorecard that includes annual action plans, projects, and performance indicators designed to support the achievement of long-term objectives.

To mitigate risks and address potential obstacles that may negatively affect the achievement of these objectives, the Company holds a monthly meeting dedicated to reviewing performance

levels based on the Balanced Scorecard and taking corrective measures when necessary.

## 6.7 – Insured Risks

The Company maintains insurance coverage for risks that may affect its operations, in addition to those that are required by regulation in relation to financing activities. The risks covered by insurance include the following:

- Life insurance for customers of real estate financing products.
- Partial and total disability insurance for customers of real estate financing products.
- Insurance coverage for financed properties against potential risks.
- Directors and Officers (D&O) liability insurance for members of the Board of Directors and senior management.
- Employee health insurance.

In certain cases, however, insurance coverage may not fully cover such risks, for example in cases where customers provide incorrect disclosures regarding their health status.

## 6.8 – Risks related to the Zakat and Tax Position of the Company

Zakat declaration for all the years up till 2024 have been filed with the ZATCA and acknowledgement certificates have been obtained. During the year, the Group has received final zakat assessment for the year 2024 from ZATCA and no additional demand has been raised for the assessed year.

Given that final assessments for all years up till FY24 have been secured from ZATCA, we do not anticipate any risks concerning Amlak's Zakat and tax position for said years. Regarding Zakat filling for FY25, this will be filled as per the regulatory requirements and deadlines.

## 7 – Social Responsibility

The Company places significant emphasis on sustainability and social responsibility as fundamental pillars for business continuity. This approach forms part of its strategy aimed at achieving a balance between financial performance and responsibility toward society and the environment, while contributing to building a sustainable future for current and future generations. This also enhances stakeholder confidence and aligns with global best practices and the objectives of Saudi Vision 2030.

During 2025, the Company focused on implementing various initiatives in the fields of social responsibility and volunteer work, in addition to strengthening practices that support sustainability. These efforts aim to maximize the positive impact of the Company's operations and contribute to sustainable development. The initiatives included educational programs and community projects aimed at empowering individuals and communities, as well as supporting those in need and promoting environmental initiatives that reflect the Company's commitment to protecting natural resources.

The Governance Department is responsible for monitoring, supervising, and implementing social responsibility initiatives in accordance with the Company's Social Responsibility Policy, and continues to develop these initiatives to include broader segments of society during 2025.



## Key Social Responsibility and Sustainability Initiatives

### 1 - Educational Robotics Program for Orphans

The Company contributed to organizing an educational robotics workshop for orphans in cooperation with Robo Tuwaiq Association, affiliated with the Misk Foundation, with the aim of developing technical and creative skills, enhancing critical thinking, and strengthening problem-solving abilities among participants. The workshop aligns with the objectives of Saudi Vision 2030 and the requirements of the future labor market, aiming to equip future generations with the technical and practical skills needed to keep pace with technological advancements. It also provides an engaging learning experience that combines knowledge with practical application, enabling participants to acquire practical skills that enhance their future opportunities while fostering innovation and creativity across various segments of society.



### 2 - Medical Cities Water Distribution Initiative

The Company launched a water distribution initiative in medical cities in Riyadh in cooperation with the Ikram Association for Wayfarers to support patients and visitors during their presence in hospitals. The initiative aims to ease daily burdens and improve the experience of patients and their families. It also contributed to promoting volunteer work among employees and the local community, highlighting the Company's positive role as an active partner in community initiatives.

### 3 - Iftar for Fasting Individuals Initiative

The Company supported an Iftar initiative at the Holy Grand Mosque in Makkah, where 1,000 Iftar meals were distributed in cooperation with the Ikram Association for Wayfarers. The initiative aimed to bring joy to visitors of the Grand Mosque during the blessed month of Ramadan and promote the spirit of social solidarity. The initiative also strengthened the relationship between the Company and the local community and highlighted the positive role of companies in humanitarian initiatives. It further helped raise employee awareness of the importance of charitable work and supporting those in need.

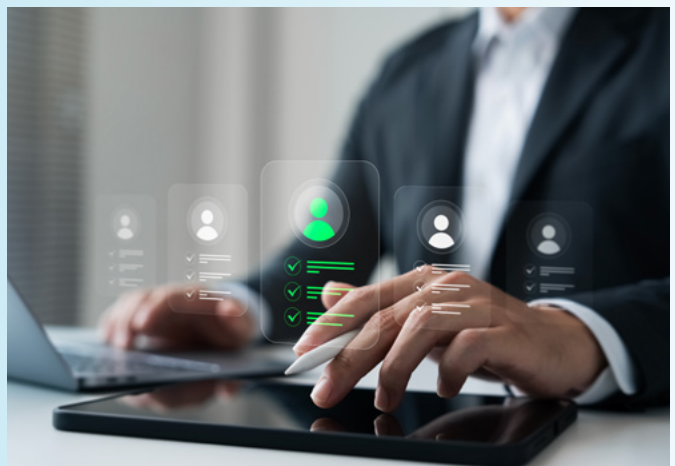


### 4 - Students Training

Recognizing that youth and university students represent the leaders of the future, the Company was keen to provide training opportunities through available programs, whether during their academic studies as part of graduation requirements or after graduation through the Tamheer Program. A total of 9 trainees benefited from these programs in 2025.

### 5 - Employees Development

As part of Amlak International's objectives to develop its workforce, the Company ensured that the largest possible number of employees received training. During 2025, a total of 86 employees participated in training programs through developmental training initiatives, either internally through the Company's training platform or through external training programs.



## 8 – Board of Directors and Committees

In accordance with the Company's Articles of Association, the Company is managed by a Board of Directors consisting of nine members appointed by the Ordinary General Assembly for a term of three years. The Extraordinary General Assembly Meeting No. (01/2024) was held on Monday, 12/11/1445 AH (corresponding to 20/05/2024 G), during which the members of the Board of Directors were elected using the cumulative voting method for a three-year term commencing on 04/06/2024.

**The Board of Directors carries out its responsibilities as outlined in the Company's Articles of Association, the Board Charter of Amlak International Finance Company, and the relevant regulations. Its key responsibilities include:**

- Approving the Company's strategic plans, main objectives, and implementation mechanisms.
- Evaluating overall operational performance against approved strategic plans and objectives.
- Approving the quarterly and annual financial statements.
- Establishing and supervising internal control systems and approving policies and procedures to ensure compliance with applicable laws and regulations.

**The table below shows the names of the Board members during 2025 and the classification of their memberships:**

No.	Name	Position	Position Classification
1	Abdullah bin Ibrahim Al-Howais	Chairman of the Board	Non-Executive
2	Amro bin Mohammed Kamel	Vice Chairman of the Board	Independent
3	Mohammed bin Abdulaziz Al-Shaya	Board Member	Independent
4	Majed bin Abdulghani Fakeeh	Board Member	Non-Executive
5	Khaled bin Abdulaziz Al-Rayes	Board Member	Non-Executive
6	Nasser bin Youssef Al-Marzouqi*	Board Member	Non-Executive
7	Ali bin Mohammed Al-Shamali*	Board Member	Independent
8	Jameel bin Abdullah Al-Molhem	Board Member	Independent
9	Abdullah bin Turki Al-Sudairi	Board Member	Executive (Managing Director)

\* Resigned on 01/10/2025.

## A – Board of Directors Meetings

During 2025, the Board of Directors held four (4) meetings. The following table shows the Board meetings and the attendance record for each meeting:

Member Name	Number of Meetings (4)				Total Attendance	Attendance Rate
	First Meeting 27/02/2025	Second Meeting 27/05/2025	Third Meeting 11/09/2025	Fourth Meeting 10/12/2025		
Abdullah bin Ibrahim Al-Huwaish	✓	✓	✓	✓	4	100%
Amro bin Mohammed Kamel	✓	✓	✓	✓	4	100%
Mohammed bin Abdulaziz Al-Shaya	✓	✓	✓	✓	4	100%
Khaled bin Abdulaziz Al-Rayes	✓	✓	✓	✓	4	100%
Majed bin Abdulghani Fakeeh	✓	✓	✓	✓	4	100%
Nasser bin Youssef Al-Marzouqi*	✓	✓	✓	Resigned	3	100%
Abdullah bin Turki Al-Sudairi	✓	✓	✓	✓	4	100%
Ali bin Mohammed Al-Shamali*	✓	✓	✓	Resigned	3	100%
Jameel bin Abdullah Al-Molhem	✓	✓	✓	✓	4	100%

\* Resigned on 01/10/2025.

## B - General Assemblies of Shareholders Held During the Fiscal Year 2025:

During 2025, the Company held one Ordinary General Assembly meeting on 22/06/2025. The following are the voting results on the Assembly's agenda:

1 - The Board of Directors' Report for the Fiscal Year ended 31/12/2024 was reviewed and discussed.

2 - The financial statements for the Fiscal Year ended 31/12/2024 were reviewed and discussed.

3 - Approval of the external auditor's report for the Fiscal Year ended 31/12/2024 after discussion.

4 - Approval of the discharge of the members of the Board of Directors from liability for the Fiscal Year ended 31/12/2024.

5 - Approval of the appointment of the Company's external auditor, based on the recommendation of the Audit Committee, namely PricewaterhouseCoopers (PwC), to examine, review, and audit the financial statements for the second and third quarters and the annual financial statements for the Fiscal Year ending 31/12/2025, as well as the first quarter of 2026, with total fees of SAR 780,000.

6 - Approval of the payment of SAR 2,475,000 as remuneration to the members of the Board of Directors for the Fiscal Year ended 31/12/2024.

7 - Approval of the transactions and contracts concluded between Amlak International Finance Company and the Saudi Investment Bank, in which Board members Mr. Majed Abdulghani Fakeeh (General Manager of Corporate Banking at the Saudi Investment Bank) and Mr. Khaled bin Abdulaziz Al-Rayes (Chief Executive Officer of Investment Capital, wholly owned by the Saudi

Investment Bank) have an indirect interest, as the Saudi Investment Bank owns 22.4% of the shares represented in Amlak International Finance Company. These transactions relate to the renewal of credit facilities with the bank amounting to SAR 864,500,000 for a period of one year, noting that the outstanding facilities (excluding accrued profit) amounted to SAR 801,923,077 as of the end of 2024, and were conducted without preferential terms.

8 - Approval of the transactions and contracts concluded between Amlak International Finance Company and the Saudi Investment Bank, in which Board members Mr. Majed Abdulghani Fakeeh and Mr. Khaled bin Abdulaziz Al-Rayes have an indirect interest, as the Saudi Investment Bank owns 22.4% of the shares represented in Amlak International Finance Company. These transactions relate to a direct deduction agreement for the bank's customers, noting that the value of transactions for the previous year amounted to SAR 220,140, and were conducted without preferential terms.

9 - Approval of the participation of Board member Mr. Majed Abdulghani Fakeeh in activities competing with the Company's business.

10 - Approval of the participation of Board member Mr. Nasser Youssef Al-Marzouqi in activities competing with the Company's business.

11 - Approval of the participation of Risk Committee member Mr. Alaa Ibrahim Asali in activities competing with the Company's business.

12 - Approval of delegating the Board of Directors with the authority of the General Assembly to grant the authorization stipulated in paragraph (1) of Article 27 of the Companies Law, for a period of one year from the date of approval by the Ordinary General Assembly or until the end of the delegated Board's term, whichever comes first, in accordance with the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.

13 - Approval of delegating the Board of Directors with the authority of the General Assembly to grant the authorization stipulated in paragraph (2) of Article 27 of the Companies Law, for a period of one year from the date of approval by the Ordinary General Assembly or until the end of the delegated Board's term, whichever comes first, in accordance with the Implementing Regulations of the Companies Law for Listed Joint Stock Companies, and based on the criteria for competing activities in Amlak International Finance Company approved by the Extraordinary General Assembly in November 2024.

**The following statement shows the details and attendance record of the Board members at the General Assembly meeting:**

No.	Name
1	Abdullah bin Ibrahim Al- Howaish
2	Amro bin Mohammed Kamel
3	Abdullah bin Turki Al-Sudairi
4	Nasser bin Youssef Al-Marzouqi
5	Majed bin Abdulghani Fakeeh
6	Khaled bin Abdulaziz Al-Rayes
7	Ali bin Mohammed Al-Shamali
8	Mohammed bin Abdulaziz Al-Shaya

## C – Measures Taken by the Board of Directors to Inform Its Members of Shareholders’ Proposals and Observations:

The Board of Directors established a specialized department for Governance and Legal Affairs, and a number of specialists in Shareholder Relations were appointed to undertake the responsibilities of receiving shareholders’ proposals and observations through various communication channels. No proposals or observations were received from shareholders regarding the Company or its performance during 2025.

## D. Company Requests for the Shareholders’ Register

Number of Requests	Date of Request	Reason for Request
(1)	09/03/2025	Corporate procedures
(2)	16/06/2025	General Assembly
(3)	18/06/2025	Other
(4)	05/08/2025	Other
(5)	11/08/2025	Other

## E. Names and Information of the Members of the Board of Directors, Committee Members, and Executive Management

Board of Directors and Sub Committees Members as of 31 December 2025

### 1 - Mr. Abdullah Ibrahim Al-Howaish (Chairman of the Board)

Mr. Abdullah Al- Howaish is the Chairman of the Board of Directors and Chairman of the Executive Committee at Amlak International Finance Company. He also served as Managing Director of Sanad Holding Company from 2019 until October 2025. Mr. Abdullah has a distinguished professional career spanning more than 40 years in the financial sector.



His expertise in the financial sector is reflected in a long career of leadership roles. He began his career at the National Commercial Bank, where he held several positions from 1985 to 1992, then returned to the bank as Senior Credit Officer from 1999 to 2001. He also served as General Manager of Banking Services at Saudi British Bank from 1992 to 1999, then as Senior General Manager and Head of the Credit and Risk Group at Arab National Bank from 2001 to 2006. He later assumed leadership of Amlak International Real Estate Finance Company as Managing Director from 2006 to 2018, contributing significantly to strengthening the Company's leadership position in the sector.

#### Academic Qualifications

- Bachelor's Degree in Economics, King Abdulaziz University, Saudi Arabia, 1985.

### 2 - Mr. Amro Mohammed Kamel (Vice Chairman of the Board)

Mr. Amro Kamel is the Vice Chairman of the Board of Directors and Chairman of the Remuneration and Nomination Committee at Amlak International Finance Company. He has served as Deputy Chief Executive Officer of Dallah Al-Baraka Holding Company since 2020 and possesses professional experience spanning 28 years across various sectors, particularly the financial sector.



Throughout his career, he has held numerous leadership positions at Dallah Al-Baraka Holding Company from 2000 to the present, including Executive Director of the Central Region from 2000 to 2005, Central Region Director and General Manager from 2005 to 2010, Managing Director of the Projects Sector from 2010 to 2014, and Assistant Vice President of the Projects Sector from 2014 to 2020. Prior to that, he worked at Samba Bank in the Corporate Management Department from 1998 to 2000.

#### Academic Qualifications

- Bachelor's Degree in Financial Management, King Saud University, Saudi Arabia, 1997.

### 3 – Mr. Abdullah Turki Al-Sudairi (Board Member and Managing Director)

Mr. Abdullah Al-Sudairi is the Managing Director of the Board of Directors and a member of both the Executive Committee and the Risk Committee at Amlak International Finance Company. He has more than 26 years of experience in finance, credit, and risk management.



He held several important positions across finance, credit, and risk management sectors, including key roles at Samba Financial Group, where he served as Assistant General Manager of the Corporate Division from 1999 to 2007. He joined Amlak International in 2007, progressing through various positions including Executive Director of Credit and Risk Management (2007–2011), Deputy Chief Executive Officer and Executive Director of Strategic Development (2011–2013), Chief Executive Officer (2013–2022), and Managing Director and Chief Executive Officer (2022–2023).

#### Academic Qualifications

- Master's Degree in International Management, Thunderbird School of Global Management, United States, 1998.
- Bachelor's Degree in Accounting, King Saud University, Saudi Arabia, 1996.

### 4 – Mr. Mohammed bin Abdulaziz Al-Shaya (Board Member)

Mr. Mohammed Al-Shaya is a Board Member, Chairman of the Audit Committee, and member of the Risk Committee at Amlak International Finance Company. He currently serves as Chief Executive Officer of Innovation and Creativity for Information Technology Company since 2022. He has more than 35 years of distinguished experience in the financial sector.



Mr. Al-Shaya possesses extensive expertise in regulation, auditing, and financial consulting, as well as broad experience in the finance and insurance sectors. He worked at the Saudi Central Bank for 22 years (1992–2014), during which he held several leadership roles including Director of Banking Inspection (2004–2007), Director of Insurance Companies Supervision (2007–2012), and Director of Finance Companies Supervision (2012–2014). He later served as Chief Executive Officer of Medgulf Insurance Company from 2016 to 2017.

#### Academic Qualifications

- Master's Degree in Accounting, University of Illinois Urbana-Champaign, United States, 1998.
- Bachelor's Degree in Accounting, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 1990.

### 5 – Mr. Majed Abdulghani Fakeeh (Board Member)



Mr. Majed Fakeeh is a Board Member, Chairman of the Risk Committee, and member of the Executive Committee at Amlak International Finance Company. He currently serves as Chief Executive Officer of Corporate Banking at Saudi Investment Bank since 2012. Mr. Majed has more than 30 years of experience in banking, finance, and financing.

He possesses extensive expertise and professional skills in the banking and financial sectors. He began his career as Corporate Banking Relationship Manager at Saudi Investment Bank (1995–2000). He later worked at the Saudi National Bank for 12 years, where he held several leadership roles, most recently Senior Corporate Banker for Government and Public Institutions (2006–2012).

#### Academic Qualifications

- Bachelor's Degree in Business Administration – Financial Management, King Saud University, Saudi Arabia, 1995.
- Several Executive Management Programs at INSEAD (France) and IMD (Switzerland).

### 6 – Mr. Khaled Abdulaziz Al-Rayes (Board Member)



Mr. Khaled Al-Rayes is a Board Member, and a member of both the Executive Committee and the Remuneration and Nomination Committee at Amlak International Finance Company. He currently serves as Chief Executive Officer of Investment Capital for Securities and Brokerage since 2018, and has more than 22 years of experience in banking, finance, and investment.

During his career in the financial sector, he held several key positions including Director of Corporate Finance at Al-Rajhi Capital from 2010 to 2014, and Investment Director at Aseer Company from 2014 to 2018.

#### Academic Qualifications

- Master's Degree in Finance, University of Denver, United States, 2007.
- Master's Degree in Business Administration, University of Denver, United States, 2006.
- Bachelor's Degree in Business Administration, King Saud University, Saudi Arabia, 2002.
- Chartered Financial Analyst (CFA), 2011.

### 7 – Mr. Jameel Abdullah Al-Molhem (Board Member)



Mr. Jameel Al-Molhem is a Board Member, and a member of both the Audit Committee and the Remuneration and Nomination Committee at Amlak International Finance Company. He currently serves as Chief Executive Officer of Sanad Holding Company since 2023.

He has 30 years of experience in executive leadership and corporate governance. He began his career in 1995 in the banking sector, later progressing through several leadership positions until becoming Chief Executive Officer and Managing Director in leading private-sector companies. He also possesses extensive experience in board and specialized committee memberships for listed companies and government entities at both local and international levels, across sectors including telecommunications, industry, financial services, and logistics.

#### Academic Qualifications

- Bachelor's of Science in Marketing, King Fahd University of Petroleum and Minerals, Saudi Arabia, 1995.

### 8 – Mr. Nasser bin Youssef Al-Marzouqi (Board Member until 30 September 2025)



Mr. Nasser Al-Marzouqi served as a Board Member and member of the Executive Committee until 30 September 2025. He currently serves as Chief Executive Officer of Emirates NBD – Saudi Arabia since 2019.

During his career, he held several leadership roles at Dubai National Bank, beginning as an Officer from 1995 to 1999, then Senior Corporate Accounts Officer (1999–2007). In 2008, he became Head of Corporate Banking at Umm Al-Qaiwain Bank until 2009, before returning to Emirates NBD in 2009 as Assistant General Manager until 2014, followed by Assistant General Manager of International Business from 2015 to 2019.

#### Academic Qualifications

- Bachelor's Degree in Accounting and Finance, Franklin University, United States, 1995.

**9 – Mr. Ali bin Mohammed Al-Shamali  
(Board Member until 30 September 2025)**



Mr. Ali Al-Shamali served as a Board Member and member of both the Risk Committee and the Remuneration and Nomination Committee until 30 September 2025.

During his career, he held several positions at Emirates International Bank from 1996 to 2001, then worked at Amlak Finance – UAE from 2001 to 2021, where he held several leadership roles including Vice President of Credit and Risk, Head of Credit and Risk, and Chief Operating Officer.

**Academic Qualifications**

- Master's Degree in Business Administration, University of Wollongong, Australia, 2010.
- Bachelor's Degree in Computer Science, Seattle University, United States, 1994.

## Names of Companies Inside or Outside the Kingdom in Which the Company's Board Member Currently Serves or Previously Served as a Board Member or Manager

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
1	Abdullah bin Ibrahim Al-Howaish	Chairman of the Board – Jordan Islamic Bank (since April 2023)	Outside the Kingdom	Listed Joint Stock	Vice Chairman Halwani Bros. Company (Saudi Arabia) (Apr 2019 – Nov 2024)	Inside the Kingdom	Listed Joint Stock
					Vice Chairman Halwani Bros. Company (Egypt) (2019 – 2024)	Outside the Kingdom	Non-Listed Joint Stock
		Board Member – Al Rabie Saudi Foods Company (since May 2021)	Inside the Kingdom	Non-Listed Joint Stock	Board Member Emaar The Economic City (Oct 2021 – Jul 2023)	Inside the Kingdom	Listed Joint Stock
					Vice Chairman Alessa Industries Company (Sep 2019 – Jul 2023)	Inside the Kingdom	Non-Listed Joint Stock
Board Member Sedco Capital (Jun 2019 – Apr 2023)	Inside the Kingdom	Non-Listed Joint Stock					

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
1	Abdullah bin Ibrahim Al- Howaish	Board Member Sanad Holding Company (since Jan 2019)	Inside the Kingdom	Listed Joint Stock	Board Member Al-Khozama Investment Company (Mar 2021 - Dec 2022)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Al-Ettifaq Steel Industries Company (2011 - Dec 2020)	Inside the Kingdom	Non-Listed Joint Stock
					Chairman Standard Chartered Capital Saudi Arabia (Feb 2018 - Jun 2019)	Inside the Kingdom	Non-Listed Joint Stock
					Chairman - Al-Amd Saudi Company for Airport Services and Transport Support (Jan 2016 - Feb 2019)	Inside the Kingdom	Non-Listed Joint Stock
					Chairman - Saudi Ground Services Company (2016 - 2019)	Inside the Kingdom	Listed Joint Stock
					Board Member & Managing Director Amlak International Real Estate Finance Company (2006 - May 2018)	Inside the Kingdom	Listed Joint Stock

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
1	Abdullah bin Ibrahim Al- Howaish				Board Member Riyadh Airports Company (2016 – 2017)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Saudi Ground Services Company (2014 – 2015)	Inside the Kingdom	Listed Joint Stock
					Board Member – SABB Takaful (2010 – 2014)	Inside the Kingdom	Listed Joint Stock
					Board Member Al-Tawfiq Financial Group (currently Itqan Capital) (2008 – 2013)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Fawaz Alhokair Group & Co. (Jan 2007 – Apr 2008)	Inside the Kingdom	Listed Joint Stock
					Chairman – Saudi Credit Bureau (SIMAH) (May 2004 – Mar 2006)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Saudi Credit Bureau (SIMAH) (May 2002 – Apr 2004)	Inside the Kingdom	Non-Listed Joint Stock

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
2	Amro bin Mohammed bin Abdullah Kamel	Board Member Dallah Health Company	Inside the Kingdom	Listed Joint Stock	Board Member Etihad Shams Company	Inside the Kingdom	Limited Liability
		Board Member Sanad Holding Company	Inside the Kingdom	Listed Joint Stock	Board Member Al-Masaha Al-Hurra Company	Inside the Kingdom	Non-Listed Joint Stock
		Board Member Ma'ad for Construction & Development Holding	Inside the Kingdom	Limited Liability	Board Member Al-Khozama Management Company	Inside the Kingdom	Non-Listed Joint Stock
		Board Member Durrah Riyadh Real Estate Development Company	Inside the Kingdom	Limited Liability			
		Board Member Dallah Across the Arab Lands Company	Inside the Kingdom	Limited Liability			
		Board Member Diyafa Cool Inc. Company	Inside the Kingdom	Limited Liability			
		Board Member Wakan International Residential Complexes Company	Inside the Kingdom	Limited Liability			
		Board Member Arab Advertising and Public Services Company	Inside the Kingdom	Limited Liability			
		Board Member Dallah Business Solutions Company	Inside the Kingdom	Limited Liability			
		Board Member Al-Rawabi Company	Inside the Kingdom	Limited Liability			

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
2	Amro bin Mohammed bin Abdullah Kamel	Arab Advertising and Public Services Company	Inside the Kingdom	Limited Liability			
		Chairman – Dallah Driving School Company	Inside the Kingdom	Non-Listed Joint Stock			
		Board Member Al-Manakhah Company	Inside the Kingdom	Non-Listed Joint Stock			
		Board Member Sana' Al-Tamayoz Investment Company	Inside the Kingdom	Non-Listed Joint Stock			
3	Mohammed bin Abdulaziz Al-Shaya	Chairman – Saudi Steel Pipe Company	Inside the Kingdom	Listed Joint Stock	CEO – Medgulf Insurance Company (2016 – 2017)	Inside the Kingdom	Listed Joint Stock
		Board Member Gulf Hills Company	Inside the Kingdom	Listed Joint Stock	Chairman – SABB Takaful (2018 – 2022)	Inside the Kingdom	Listed Joint Stock
		Board Member Coffee Address Company	Inside the Kingdom	Non-Listed Joint Stock	Board Member HSBC Saudi Arabia (2015 – 2023)	Inside the Kingdom	Non-Listed Joint Stock
		Board Member Smart Payment Financial Company	Inside the Kingdom	Non-Listed Joint Stock	Board Member Alessa Industries (2019 – 2023)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Coca-Cola Saudi Arabia (2017 – 2019)	Inside the Kingdom	Limited Liability
					Board Member Najm Insurance Services (2016 – 2019)	Inside the Kingdom	Non-Listed Joint Stock

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
4	Khaled bin Abdulaziz Al-Rayes	CEO – Investment Capital for Securities and Brokerage (since 2018)	Inside the Kingdom	Non-Listed Joint Stock	Board Member Al Rabie Saudi Foods Company (2014 – 2019)	Inside the Kingdom	Limited Liability
		Board Member Investment Capital for Securities and Brokerage (since 2021)	Inside the Kingdom	Non-Listed Joint Stock	Board Member Al-Khozama Management Company (2017 – 2018)	Inside the Kingdom	Non-Listed Joint Stock
		Board Member Dallah Health Company	Inside the Kingdom	Listed Joint Stock	Board Member Dr. Mohammed bin Rashid Al-Fakeeh & Partners Company (Jun 2024 – 2025)	Inside the Kingdom	Non-Listed Joint Stock
5	Majed bin Abdulghani Fakeeh	General Manager Corporate Finance Group at Saudi Investment Bank (since 2012)	Inside the Kingdom	Listed Joint Stock	Board Member Orix Saudi Leasing Company (2012 – 2015)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Investment Capital Company (2021 – 2024)	Inside the Kingdom	Non-Listed Joint Stock
6	Abdullah bin Turki Al-Sudairi				Board Member Riyadh Airports Company (2017 – 2018)	Inside the Kingdom	Non-Listed Joint Stock
					Board Member Saudi Ceramic Company (2016 – 2019)	Inside the Kingdom	Listed Joint Stock

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
6	Abdullah bin Turki Al-Sudairi				Board Member Dallah Health Company (2019 – 2025)	Inside the Kingdom	Listed Joint Stock
7	Jameel Abdullah Al-Molhem	Board Member Saudi Telecom Company	Inside the Kingdom	Listed Joint Stock	Managing Director & CEO – Takween Advanced Industries	Inside the Kingdom	Listed Joint Stock
		Board Member Saudi Post Corporation (SPL)	Inside the Kingdom	Government Entity	Board Member Shaker Group	Inside the Kingdom	Listed Joint Stock
		Board Member – SPL Logistics Services Company	Inside the Kingdom	Limited Liability	Chairman – SALECO	Inside the Kingdom	Limited Liability
		Board Member Human Resources Development Fund	Inside the Kingdom	Government Entity	Board Member Neomarina Plastic Industries	Outside the Kingdom	Non-Listed Joint Stock
		Board Member Halwani Bros. Company (Saudi Arabia)	Inside the Kingdom	Listed Joint Stock	Board Member Contact Centers Company	Inside the Kingdom	Limited Liability
		Board Member Electrical Industries Company	Inside the Kingdom	Listed Joint Stock	Chairman – Modern Vision Company	Inside the Kingdom	Limited Liability
		Board Member Alessa Industries Company	Inside the Kingdom	Non-Listed Joint Stock	Board Member – VIVA Kuwait	Outside the Kingdom	Limited Liability

#	Board Member Name	Names of Companies in Which the Board Member Currently Serves as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)	Names of Companies in Which the Board Member Previously Served as a Board Member or Manager	Inside / Outside the Kingdom	Legal Entity (Listed Joint Stock / Non-Listed Joint Stock / Limited Liability / etc.)
7	Jameel Abdullah Al-Molhem	Board Member InfoNAs Company	Outside the Kingdom	Limited Liability	Board Member VIVA Bahrain	Outside the Kingdom	Limited Liability
		CEO – Sanad Holding Company	Inside the Kingdom	Listed Joint Stock	Board Member – AVEA Communication	Outside the Kingdom	Limited Liability
					Board Member – Intigral Company	Outside the Kingdom	Limited Liability
					Board Member Cell-C Company	Outside the Kingdom	Limited Liability
					Board Member – Turk Telekom	Outside the Kingdom	Limited Liability
					Board Member Walaa Cooperative Insurance Company (2013 – 2025)	Outside the Kingdom	Listed Joint Stock
8	Nasser bin Youssef Al-Marzouqi*	CEO – Emirates NBD KSA – Saudi Arabia	Inside the Kingdom	Non-Listed Joint Stock	Board Member – Saudi Registry for Leasing Contracts (Sijil)	Inside the Kingdom	Non-Listed Joint Stock
		Board Member – Emirates NBD Capital KSA – Saudi Arabia	Inside the Kingdom	Non-Listed Joint Stock			
9	Ali bin Mohammed Al-Shamali*	Board Member Alpha Electrical Company	Outside the Kingdom	Limited Liability			
		Board Member – Omega Electrical Company	Outside the Kingdom	Limited Liability			

\* Resigned on 01/10/2025.

## Members of the Committees from Outside the Board of Directors

as of 31 December 2025

### 1 – Mr. Abdulrazzak bin Mohammed Al-Khraiyy (Audit Committee Member)

Mr. Abdulrazzak Al-Khraiyy is a member of the Audit Committee at Amlak International Finance Company. He currently serves as a Member of the Board of Trustees of the Accounting and Auditing Organization for Islamic Financial Institutions (AAOIFI). He has over 45 years of professional experience in the banking and financial sector.

During his professional career, Mr. Al-Khraiyy held several positions at the National Commercial Bank from 1980 to 2018. Among the most notable positions he held were Branch Manager, followed by Regional Manager for the Western and Eastern Regions from 1987 to 1994, Deputy Head of Islamic Banking from 1994 to 1998, Head of Islamic Banking from 1998 to 2004, Head of Retail Islamic Banking from 2004 to 2006, Head of Islamic Banking Group Development from 2006 to 2014, and finally Deputy Chief Executive Officer from 2014 to 2018.

#### Academic Qualifications

- Bachelor's Degree in Economics and Management, Macalester College, United States, 1980.

### 2 – Mr. Abdullah bin Mohammed Al-Shmassi (Audit Committee Member)

Mr. Abdullah Al-Shmassi is a member of the Audit Committee at Amlak International Finance Company. He currently serves as Chairman of the Board of Al-Essa Industries Group, Chairman of the Board of Yaqeen Financial Company (a company listed on Nomu Market), and Vice Chairman of the Board and Chairman of the Investment Committee of Abdul Latif Al-Essa Group.

Mr. Abdullah has more than 30 years of experience in the banking and financial sector. During his professional career, he held several positions including Production Engineer at Saudi Aramco from 1992 to 1994, Team Leader at Alawwal Bank from 1994 to 2000, and Head of Corporate Banking at Gulf International Bank from 2000 to 2001. He later held several roles at the Saudi Investment Bank from 2001 to 2011, including Chief Executive Officer of the Corporate Sector, and subsequently served as Chief Executive Officer of the Corporate Sector at Bank AlJazira from 2012 to 2018. He also served as Board Member and Chairman of the Investment Committee at Saudi Binladin Group Holding Company from 2019 to 2024.

#### Academic Qualifications

- Bachelor's Degree in Petroleum Engineering, King Saud University, Saudi Arabia, 1992.

### **3 – Mr. Nasser Suhaj Al-Shaibani (Audit Committee Member)**

Mr. Nasser Al-Shaibani is a member of the Audit Committee at Amlak International Finance Company. He currently works as a Financial and Administrative Consultant since 2023, and possesses more than 20 years of professional experience in several areas, most notably financial and administrative policy development, corporate governance, and authority matrices.

Throughout his career, he held several academic and consulting roles including Executive Director of Taiba Consulting Office for more than 10 years, Part-time Consultant at Abdulaziz Al-Rashed Certified Public Accountants for over a year, Consultant at Harf Information Technology Company for one year, and Consultant at Al-Khaleej Training Company for more than three years. His early professional and academic career began as a Lecturer at the Technical College in Riyadh.

#### **Academic Qualifications**

- Master's Degree in Accounting, University of Denver, United States, 2000.
- Bachelor's Degree in Accounting, King Saud University, Saudi Arabia, 1992.

### **4 – Mr. Alaa bin Ibrahim Asali (Risk Committee Member)**

Mr. Alaa Asali is a member of the Risk Committee at Amlak International Finance Company. He currently serves as Chief Executive Officer of Cybersecurity, Fraud Prevention, and Operational Resilience at the Saudi Investment Bank since 2024.

Mr. Alaa held several leadership positions throughout his career. He began his career at Arab National Bank in 2003, where he held multiple roles until he became Vice President of Information Security from 2013 to 2017. He then served as Chief Information Security Officer at Arab National Bank from 2017 to 2024, and previously held the position of Chief Information Security Officer at Bank Albilad from 2009 to 2013.

#### **Academic Qualifications**

- Executive Master of Business Administration, Prince Mohammed bin Salman College of Business & Entrepreneurship, Saudi Arabia, 2025.
- Bachelor's Degree in Computer Engineering, King Fahd University of Petroleum and Minerals, Saudi Arabia, 2001.

### **5 - Dr. Youssef bin Abdullah Al-Shobely (Chairman of the Sharia Committee)**

Dr. Youssef Al-Shobely is the Chairman of the Sharia Committee at Amlak International Finance Company. He currently serves as Chairman and member of the Sharia Boards of several banks and financial institutions, in addition to acting as arbitrator and chairman of several arbitration panels in commercial disputes. He is also a member of the Judicial Legislation Committee in the Kingdom of Saudi Arabia since 2020.

During his career, Dr. Youssef held several important positions including multiple academic roles at the Higher Institute of Judiciary from 1996 to 2025, most notably Professor of Comparative Fiqh. He also served as Board Member of the General Authority for Guardianship over the Assets of Minors and Their Equivalents from 2014 to 2017, Member of the Advisory Council of the Saudi Scientific Society for Islamic Banking from 2011 to 2013, and Board Member of the Center of Jurisprudential Excellence for Contemporary Jurisprudential Issues at Imam Mohammad Ibn Saud Islamic University from 2011 to 2013.

#### **Academic Qualifications**

- PhD in Comparative Fiqh, Higher Institute of Judiciary, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 2002.
- Master's Degree in Comparative Fiqh, Higher Institute of Judiciary, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 1996.
- Bachelor's Degree in Sharia, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 1993.

### **6 - Mr. Rashid bin Ibrahim Al-Ghunaim (Sharia Committee Member)**

Mr. Rashid Al-Ghunaim is a member of the Sharia Committee at Amlak International Finance Company. He currently serves as Partner, Founder, and Lawyer at Rashid Ibrahim Al-Ghunaim Lawyers & Legal Consultants since 2011.

Throughout his professional career, Mr. Rashid held several important positions. He served as a Judge at the Ministry of Justice in 2005, and later worked at Abdulaziz Al-Qassim Lawyers & Legal Consultants from 2005 to 2011, where he held several positions, including Partner Lawyer in 2010 and 2011. He also holds membership in several boards of directors and Sharia committees of banks and financial institutions.

#### **Academic Qualifications**

- Master's Degree in Comparative Fiqh, Higher Institute of Judiciary, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 2001.
- Bachelor's Degree in Sharia, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 1998.

## Executive Management

### 1 – Mr. Adnan Al-Shobely (Chief Executive Officer)

Mr. Adnan Al-Shobely has served as Chief Executive Officer since 2023. He has more than 10 years of executive experience in financial services and technology sectors, with a focus on digital transformation, fintech, retail banking, risk management, and entrepreneurship.

He held several leadership roles in technology and financial services sectors, including Head of Technology Group at Technical Initiatives Company (FlyAkeed) from 2013 to 2015, Chief Executive Officer of Trapid Commercial Company (Rumica) from 2016 to 2017, and Head of Technology Group at Tech Investment Company (Invento) from 2017 to 2019.



In 2019, he joined Riyadh Bank as Head of the Digital Governance Group until 2020, then served as Head of Business Group at Emkan Company from 2020 to 2021. In 2021, he was appointed Chief Digital Transformation Officer at Gulf International Bank until 2022, before serving as Head of Business Group at THIQAH Business Services from 2022 to 2023.

#### Academic Qualifications

- Master of Science in Web Application Development, Middlesex University, United Kingdom, 2011.
- Bachelor of Science in Information Technology, University of Hertfordshire, United Kingdom, 2010.
- Bachelor's Degree in Sharia, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 1993.

### 2 – Mr. Tawfiq Moafa (Deputy CEO)



Mr. Tawfiq Moafa has served as Deputy Chief Executive Officer since 2023. He has more than 20 years of experience in banking and finance.

He began his career at Arab Bank from 1999 to 2007. In 2007, he joined Amlak International Finance Company as Senior Operations Manager until 2011, then served as Executive Director of Operations and Information Technology from 2011 to 2016, followed by Executive Director of the Retail Sector from 2017 to 2020, and later Head of Operations and Support Services Group from 2021 to 2023.

#### Academic Qualifications

- Bachelor's Degree in Physical Education, King Saud University, Saudi Arabia, 1999.

### 3 - Mr. Murad Al-Sadiq (Chief Financial Officer)



Mr. Murad Al-Sadiq has served as Chief Financial Officer since 2021 and has more than 20 years of experience in finance, banking, and financing sectors.

During his career, he held several positions including Senior Manager of Asset, Liability, and Capital Management at SABB Bank from 2005 to 2017, Head of Finance at MUFG Bank Ltd. from 2018 to 2019, and Chief Financial Officer at JPMorgan Chase Bank N.A. (Riyadh Branch) from 2019 to 2021.

#### Academic Qualifications

- Bachelor's Degree in Financial Management, University of Arkansas, United States, 2004.
- Bachelor's Degree in Management Information Systems, University of Arkansas, United States, 2004.

### 4 - Mr. Turki Al-Zahrani (Chief Risk and Credit Officer)



Mr. Turki Al-Zahrani has served as Head of the Risk and Credit Group since 2020 and has more than 22 years of experience in finance, credit, risk management, and strategic planning.

He began his career as a Credit Analyst at Arab National Bank from 2003 to 2007, then joined Amlak International Finance Company in 2007 as a Credit Analyst. In 2010, he became Retail Credit Manager until 2014, followed by Senior Strategy Manager from 2014 to 2017, and later Executive Director of the Strategy and Marketing Group from 2017 to 2020.

#### Academic Qualifications

- Bachelor's Degree in Quantitative Methods, King Saud University, Saudi Arabia, 2002.

### 5 – Mr. Saud Al-Shathri (Chief Human Resources & Administration Officer)

Mr. Saud Al-Shathri has served as Head of the Human Resources and Administrative Affairs Group at Amlak International Finance Company since 2011 and has more than 23 years of experience in human resources and administrative affairs.



He began his professional career at Sidr Company from 2002 to 2007, where he held several leadership roles and concluded that period as General Manager of Human Resources and Administrative Affairs. In 2007, he joined Amlak International Finance Company, where he progressed through several leadership positions including Human Resources Director, until assuming his current role.

Since 2011, he has also served as Secretary of the Remuneration and Nomination Committee. He has experience in serving on and chairing remuneration and nomination committees, including membership in the Remuneration and Nomination Committee at SABB Takaful (formerly) and currently Chairman of the Remuneration and Nomination Committee at Sawaed Business Services Company, affiliated with the Human Resources Development Fund (HADAF).

#### Academic Qualifications

- Bachelor's Degree in Business Administration, Arizona State University, United States, 2001.

### 6 – Mr. Sulaiman Al-Rasheed (Chief Legal and Governance Officer & Board Secretary)

Mr. Sulaiman Al-Rasheed has served as Head of the Legal Affairs and Governance Group and Board Secretary since 2023. He has extensive professional experience in law and corporate governance.



During his career, he held several positions including Legal Officer at Amlak International Finance Company, then Legal Manager, after which he joined Al-Khair Capital as Legal and Compliance Manager, before returning to Amlak International Finance Company as Head of Legal Affairs, ultimately assuming his current role.

#### Academic Qualifications

- Master's Degree in Comparative International Law, Indiana University, United States, 2014.
- Bachelor's Degree in Sharia, Imam Mohammad Ibn Saud Islamic University, Saudi Arabia, 2011.

### 7 – Mr. Omar Abanomia (Chief Strategy and Marketing Officer)

Mr. Omar Abanomia is Head of the Strategy and Marketing Group and has more than 15 years of professional experience in banking and financing sectors.



His career is characterized by continuous professional advancement and valuable contributions in compliance, governance, and legal affairs. He held leadership roles in several banks and financial institutions including Compliance Manager at Bank Muscat, Compliance Reporting Manager at Al Rajhi Bank, Head of Governance and Legal Affairs Group at Amlak International Finance Company, and Head of Compliance and Anti-Money Laundering at Emkan Company.

#### Academic Qualifications

- Master of Business Administration, Middle Tennessee State University, United States, 2011.
- Bachelor's Degree in Accounting, King Saud University, Saudi Arabia, 2008.

### 8 – Mr. Raji Abdullah (General Manager – Corporate Finance Group)

Mr. Raji Abdullah is the General Manager of the Corporate Finance Group and has more than 18 years of experience in banking and corporate financing for SMEs and large corporations.



Throughout his career, he held several leadership roles including Corporate Banking Relationship Manager for large, medium, and small companies at Alawwal Bank (formerly Saudi Hollandi Bank). He later served as Head of Business Banking Team in the Central Region while supervising the Western and Eastern Regions at SABB Bank. Subsequently, he joined Emirates NBD Bank, where he served as Regional Head of Corporate Banking for the Western and Eastern Regions, and later Acting Head of Corporate Banking at Emirates NBD Bank – Saudi Arabia.

#### Academic Qualifications

- Bachelor's Degree in Computer Science, King Fahd University of Petroleum and Minerals, Saudi Arabia, 2007.
- Banking Diploma, Institute of Banking (currently the Financial Academy), Saudi Arabia, 2008.
- Certified Management Program, Harvard University, United Kingdom, 2016.

### 9 – Mr. Majed Al-Motawa (Chief Internal Audit Officer)

Mr. Majed Al-Motawa is the Head of the Internal Audit Department and has more than 20 years of professional experience in internal auditing and financial management.



Throughout his career, he held several leadership positions in audit and risk management, including Director of the Audit Department at the Capital Market Authority, where he worked from 2004 to 2016. He later worked at Riyadh Airports Company from 2016 to 2018, and at Saudi Specialized Telecommunications Company as General Manager of Internal Audit from 2018 to 2019. At the Quality of Life Program Center, he served as Head of Internal Audit and was also Acting Head of Risk Management from 2019 to 2021. He subsequently worked at the Ministry of Human Resources and Social Development from 2021 to 2023.

#### Academic Qualifications

- Master of Business Administration, Seattle University, United States, 2008.
- Bachelor's Degree in Financial Management and Public Administration, Portland State University, United States, 2004.

## F – Board Sub Committees

In accordance with the Company's Articles of Association and the Corporate Governance Regulations, a number of sub-committees are formed from the Board according to the Company's needs, circumstances, and activities. These committees assist the Board of Directors in performing its duties effectively in accordance with general procedures established by the Board.

These procedures include defining the committee's mandate, term of work, powers granted during that term, and the manner in which the Board supervises its activities. The committees submit their reports to the Board of Directors, which periodically monitors their work to ensure that they perform their assigned responsibilities. The Board approves the charters of all committees emanating from it, while the General Assembly approves the charters of the "Audit Committee" and the "Remuneration and Nomination Committee."

The following Board committees have been formed:

1. Executive Committee
2. Risk Committee
3. Remuneration and Nomination Committee
4. Audit Committee

Below is an overview of the duties, responsibilities, and meetings of these committees during 2025 :

## Executive Committee

The Executive Committee consists of four (4) members. The following statement shows the names of the committee members as of 31 December 2025:

1. Abdullah bin Ibrahim Al- Howaish – Chairman
2. Khaled bin Abdulaziz Al-Rayes – Member
3. Majed bin Abdulghani Fakeeh – Member
4. Abdullah bin Turki Al-Sudairi – Member

The following table shows the names of the committee members and the attendance record of meetings held during the Fiscal Year 2025:

No.	Membership Nature	Number of Meetings (6)						Total Attendance	Attendance Rate
		First Meeting 19/02/2025	Second Meeting 23/04/2025	Third Meeting 21/05/2025	Fourth Meeting 23/07/2025	Fifth Meeting 22/10/2025	Sixth Meeting 03/12/2025		
Abdullah bin Ibrahim Al- Howaish	Committee Chairman	✓	✓	✓	✓	✓	✓	6	100%
Abdullah bin Turki Al-Sudairi	Member	✓	✓	✓	✓	✓	✓	6	100%
Majed bin Abdulghani Fakeeh	Member	✓	✓	✓	✗	✓	✓	5	83%
Khaled bin Abdulaziz Al-Rayes	Member	✓	✓	✓	✓	✓	✓	6	100%
Nasser bin Youssef Al-Marzouqi*	Member	✓	✓	✓	✓	Resigned	Resigned	4	100%

\* Resigned on 01/10/2025.

### Brief Description of the Executive Committee's Roles and Responsibilities:

- Reviewing the Company's strategies and objectives and providing recommendations to the Board in this regard, as well as reviewing the operating budget and capital expenditure budget.
- Reviewing proposed business plans, operational plans, and financial plans and submitting recommendations to the Board.

- Supervising and receiving reports on strategic projects and reviewing the Company's policies and procedures, except accounting policies and procedures.
- Recommending the Company's annual operating plans and estimated financial budgets before submitting them to the Board of Directors for approval.
- Approving all additional operational and capital expenditures exceeding 25% of the approved budgets.
- The Executive Committee is granted authority to approve borrowings to finance the Company's financing activities up to SAR 4 billion.

## Risk Committee

The Risk Management Committee consists of four (4) members. The following statement shows the names of the committee members as of 31 December 2025:

1. Majed bin Abdulghani Fakeeh – Chairman
2. Mohammed bin Abdulaziz Al-Shaya – Member
3. Abdullah bin Turki Al-Sudairi – Member
4. Alaa bin Ibrahim Asali – Member

The following table shows the names of the committee members and the attendance record of meetings held during the Fiscal Year 2025:

No.	Membership Nature	Number of Meetings (5)					Total Attendance	Attendance Rate
		First Meeting 12/03/2025	Second Meeting 02/06/2025	Third Meeting 22/07/2025	Fourth Meeting 03/09/2025	Fifth Meeting 09/12/2025		
Majed bin Abdulghani Fakeeh	Committee Chairman	✓	✓	✓	✓	✓	5	100%
Abdullah bin Turki Al-Sudairi	Member	✓	✓	✓	✓	✓	5	100%
Mohammed bin Abdulaziz Al-Shaya	Member	✓	✓	✓	✓	✓	5	100%
Ali bin Mohammed Al-Shamali*	Member	✓	✓	✓	✓	Resigned	4	100%
Alaa bin Ibrahim Asali	Member	✓	✓	✓	✓	✓	5	100%

\* Resigned on 01/10/2025.

## Brief Description of the Risk Committee's Roles and Responsibilities:

- Establishing a clear and written risk management strategy and policies, identifying all relevant types of risks and the methods of dealing with them.
- Establishing appropriate procedures for the early and comprehensive detection, assessment, management, monitoring, and reporting of risks.
- Discussing the risk report on a periodic (quarterly) basis and submitting it to the Board of Directors, including the decisions taken in this regard.
- Reviewing the policies and regulations related to risk management activities.
- Reviewing the Company's general provisions and setting limits for large exposures.
- Examining the appropriate treatment of overdue accounts.
- Evaluating and monitoring the adequacy and effectiveness of the Company's risk management framework, and supervising it to ensure effective identification, measurement, and reporting of risks, including determining the risk appetite and risk tolerance levels.
- Reviewing the policies and regulations related to information security management activities.
- Supervising existing and potential risks, including credit risk, market risk, liquidity risk, operational risk, legal risk, strategic risk, reputation risk, credit concentration risk within the portfolio, industry-related risks, and information security risks, within the framework and directives set by the Board of Directors.

## Remuneration and Nomination Committee

The Remuneration and Nomination Committee consists of three (3) members. The following statement shows the names of the committee members as of 31 December 2025:

1. Amro bin Mohammed Kamel – Chairman
2. Khaled bin Abdulaziz Al-Rayes – Member
3. Jameel bin Abdullah Al-Molhem – Member

The following table shows the names of the committee members and the attendance record of meetings held during the Fiscal Year 2025

No.	Membership Nature	Number of Meetings (3)			Total Attendance	Attendance Rate
		First Meeting 18/02/2025	Second Meeting 20/05/2025	Third Meeting 20/10/2025		
Amro bin Mohammed Kamel	Committee Chairman	✓	✓	✓	3	100%
Khaled bin Abdulaziz Al-Rayes	Member	✗	✓	✓	2	67%
Jameel bin Abdullah Al-Molhem	Member	✓	✓	✓	3	100%
Ali bin Mohammed Al-Shamali*	Member	✓	✓	Resigned	2	100%

\* Resigned on 01/10/2025.

### Brief Description of the Remuneration and Nomination Committee's Roles and Responsibilities:

- Evaluating the performance of the Board of Directors and its committees, identifying strengths and weaknesses, and proposing remedies for any deficiencies.
- Recommending to the Board the policy for nominating and electing Board members, including procedures for obtaining the Saudi Central Bank's approval regarding candidates.
- Adopting a policy to ensure the fitness and propriety of all candidates appointed to leadership positions, which must include at least the Saudi Central Bank's requirements, procedures for assessing fitness and propriety, actions to be taken if suitability criteria are no longer met, and procedures for reviewing and developing the policy.
- Monitoring the continued independence of members annually and ensuring that no conflict of interest exists if a member holds a position on the board of another company.
- Ensuring the establishment of an orientation program for new Board members and members of the Board committees.
- Reviewing and approving the Company's compensation and benefits policies, and reviewing and recommending all forms of compensation for Board members, Board secretaries, and committee members.

- Developing evaluation criteria for the Chief Executive Officer, notifying him of these criteria in advance, conducting the annual evaluation, and approving his remuneration, increases, and other incentives including those related to long-term incentive programs.
- Reviewing human resources policies and procedures, including leadership development programs, succession plans for executive management, and development objectives incorporating the performance indicators required within incentive and reward programs.
- Reviewing and approving all executive-level appointments within the Company after ensuring that the fitness requirements are met and obtaining the Saudi Central Bank's non-objection prior to appointment.

## Audit Committee

The Audit Committee consists of five (5) members, including Board members and external members. The following statement shows the names of the committee members as of 31 December 2025:

1. Mohammed bin Abdulaziz Al-Shaya – Chairman of the Audit Committee (Independent Board Member)
2. Nasser bin Suhaj Al-Shaibani – Audit Committee Member (Independent Member from outside the Board)
3. Abdulrazzak bin Mohammed Al-Khraiyy – Audit Committee Member (Independent Member from outside the Board)
4. Abdullah bin Mohammed Al-Shmassi – Audit Committee Member (Non-Executive Member from outside the Board)
5. Jameel bin Abdullah Al-Molhem – Audit Committee Member (Independent Board Member)

The following table shows the names of the committee members and the attendance record of meetings held during the Fiscal Year 2025

No.	Membership Nature	Number of Meetings (6)						Total Attendance	Attendance Rate
		First Meeting 12/02/2025	Second Meeting 28/04/2025	Third Meeting 23/07/2025	Fourth Meeting 27/08/2025	Fifth Meeting 23/10/2025	Sixth Meeting 24/12/2025		
Mohammed bin Abdulaziz Al-Shaya	Committee Chairman	✓	✓	✓	✓	✓	✓	6	100%
Nasser bin Suhaj Al-Shaibani	Member	✓	✓	✓	✓	✓	✓	6	100%
Abdulrazzak bin Mohammed Al-Khrajy	Member	✓	✓	✓	✓	✓	✓	6	100%
Abdullah bin Mohammed Al-Shmassi	Member	✓	✓	✓	✓	✓	✓	6	100%
Jameel bin Abdullah Al-Molhem	Member	✓	✓	✓	✓	✓	✓	6	100%

### Brief Description of the Audit Committee's Roles and Responsibilities:

- Recommending to the Board of Directors the appointment or reappointment of the external auditors and determining their fees. The Committee's scope includes ensuring that the nominated external auditors possess the necessary expertise to audit financial institutions and perform their duties with objectivity and independence.
- Ensuring the independence of the external auditors from the Company, its Board members, and senior management.
- Overseeing the Internal Audit and Compliance Departments and ensuring their independence in performing their duties, and verifying that no restrictions exist that may negatively affect their work.
- Reviewing the annual financial statements with the external auditor and senior management before recommending them to the Board of Directors, in addition to reviewing the quarterly financial statements and discussing them with senior management before submitting recommendations to the Board.
- Reviewing and approving the annual internal audit plan.
- Reviewing the policy and procedures manuals of the Internal Audit and Compliance Departments and submitting recommendations to the Board of Directors for approval.

- Reviewing the effectiveness of internal audit activities and their compliance with the standards of the Institute of Internal Auditors (IIA).
- Reviewing the reports and observations of internal and external auditors and the Compliance Department's reports, expressing opinions on them, and submitting recommendations to the Board of Directors.
- Reviewing the effectiveness of compliance with laws and regulations and the results of the Compliance Department's investigations, and following up on any cases of non-compliance.
- Reviewing the Audit Committee Charter and submitting recommendations to the Board of Directors for its approval by the General Assembly, including the rules, responsibilities, and obligations of the Committee.
- Accessing all records and documents necessary to perform its duties and seeking assistance from external consultants to carry out specific tasks to support its work.
- Determining the effectiveness of the Company's internal control systems, including procedures related to the protection and control of information.
- Recommending the appointment or dismissal of the Head of Internal Audit and the Head of Compliance and submitting such recommendation to the Board of Directors.

## Audit Committee Opinion

The company adopts an internal audit framework based on three lines of defense:

Firstly: Policies and procedures compliant with regulations and legislation.

Secondly: Internal control (Compliance and Risk Management).

Thirdly: Internal audit.

Various departments in the company align

their activities with regulations and approved regulations from relevant authorities as the first line of defense. Meanwhile, internal control department, represented by compliance, risk management, and information security departments, serve as the second line of defense. They assess, measure, and monitor different risk levels in daily operations, credit operations, and information security to ensure compliance with established controls, aiming to meet regulatory requirements. These departments submit regular reports to various company committees, including the Audit Committee, Risk Committee, and Cybersecurity Committee.

Internal Audit Department carries out tasks related to the third line of defense, conducting necessary examinations and reviews to ensure the company and its employees comply with the company's policies based on the work of Internal Audit Department.

In general, reasonable assurance has been obtained regarding the effectiveness of the company's internal control procedures and systems in terms of covering those procedures' aspects that significantly impact the company's ability to achieve its objectives smoothly and easily. This includes, but is not limited to:

- Procedures for segregating essential tasks in various company departments.
- Procedures for managing conflicts of interest.
- Procedures for preserving important documents.
- Procedures for reconciling bank accounts.
- Procedures for reconciling customer accounts and outstanding balances.
- Procedures for controlling information security management.
- Revenue recognition and recording procedures.

- Expense recording procedures.
- Budget preparation procedures and verification of the effectiveness of other procedures

The Audit Committee supervises the implementation of the company's Internal Audit Department's annual audit plan, which is based on risk and approved by the Audit Committee to evaluate the effectiveness of the applied internal control with a focus on assessing the control environment, activities, organizational structure, risks, policies, procedures, segregation of duties, and conflict of interest. It also includes information security, financial reporting accuracy, through random sampling of planned activities for review to ensure the effectiveness and adequacy of designed and implemented internal control systems, and obtaining reasonable assurances regarding the effectiveness and efficiency of internal control throughout the year.

Additionally, the Audit Committee reviews and discusses the external auditors' work, including planning and executing audit activities to obtain reasonable assurance that the financial statements are free from material misstatements and comply with the generally accepted auditing standards in Saudi Arabia.

Based on the annual examination of internal control procedures subject to testing during the period by the Audit Committee, external auditors, internal audit management, and compliance management in the company, the results of this examination provided reasonable assurances regarding the effectiveness and efficiency of operations, preparations, and the fair presentation of financial

reports, as well as compliance with applicable laws, regulations, and regulatory issuances. However, there were several observations provided to the executive management, and corrective actions were agreed upon with a specified timeframe for correction, with periodic reports submitted to the Audit Committee.

It's important to note that absolute confirmation cannot be provided on the comprehensiveness of the examination and evaluation processes conducted for internal control procedures since the auditing process inherently relies on random sampling. Moreover, the internal audit management works closely with the executive management of the company to ensure a reasonable and effective level of internal control system efficiency is maintained.

## 9 – Shariah Committee

In order to ensure that its activities comply with the provisions of Islamic Sharia, Amlak International for Financing Company has established a Sharia Committee consisting of two scholars specialized in Islamic jurisprudence of financial transactions and Islamic economics.

The Committee is responsible for reviewing, issuing fatwas, approving products, establishing Sharia guidelines, and issuing decisions related to them. The Committee operates independently from the Company's management, and all Company transactions are subject to its approval and supervision. Its decisions are binding on the Company.

The Sharia Committee consists of two members, and the following statement shows the names of the committee members as of 31 December 2025:

1. Prof. Dr. Youssef bin Abdullah Al-Shobely – Chairman

2. Rashed bin Ibrahim Al-Ghunaim – Member

### Shariah Committee Meetings for 2025

No.	Membership Nature	Number of Meetings (3)			Total Attendance	Rate
		First Meeting 02/03/2025	Second Meeting 02/07/2025	Third Meeting 12/10/2025		
Dr. Youssef bin Abdullah Al-Shobely	Chairman	✓	✓	✓	3	100%
Rashed bin Ibrahim Al-Ghunaim	Member	✓	✓	✓	3	100%

### Brief Description of the Committee's Roles and Responsibilities:

- Clarifying the Sharia rulings for all Company transactions.
- Verifying the Company's compliance with Islamic Sharia provisions.
- Contributing to the development of the Company's Sharia governance framework and preserving its Sharia identity in policies, standards, and procedures.
- Enhancing the Company's role in promoting Islamic finance and contributing to its development.

## 9.1 – Shariah Committee Report



بسم الله الرحمن الرحيم

تقرير اللجنة الشرعية

لشركة أملاك العالمية للتمويل

للفترة المنتهية في 31 ديسمبر 2025م

الحمد لله وحده، والصلاة والسلام على من لا نبي بعده وعلى آله وصحبه ومن اهتدى بمهديه واستن بسنته إلى يوم الدين:

السادة/ رئيس وأعضاء مجلس الإدارة لشركة أملاك العالمية للتمويل

الموقرين

السلام عليكم ورحمة الله وبركاته، أما بعد:

فوفقاً لحضاب تعيين اللجنة الشرعية للشركة، تتقدم اللجنة بالتقرير الآتي:

**أولاً- أعمال اللجنة:**

قامت اللجنة -من خلال قسم الرقابة الشرعية الداخلية- بمراجعة أعمال الشركة عن السنة المنتهية في 31 ديسمبر 2025، وقد شمل تقرير الرقابة الشرعية الداخلية إدارات الشركة المختلفة، بما في ذلك قطاع الأفراد والشركات وإدارات المالية والتسويق والرقابة الائتمانية، ونحصر عينات لكل نوع من العمليات والمستندات المتعلقة بها والإجراءات المتبعة من الشركة؛ وذلك لغرض تكوين رأي عما إذا كانت الشركة قد عملت ضمن أحكام ومبادئ الشريعة الإسلامية وطبقاً للفتاوى والقواعد والتوجيهات المحددة الصادرة من قبلنا.

**ثانياً- الالتزام الشرعي:**

إن إدارة الشركة مسؤولة عن الالتزام الشرعي في جميع أعمالها بأحكام ومبادئ الشريعة الإسلامية، وإن مسؤوليتنا تنحصر في تكوين رأي مستقل بناءً على مراجعتنا لأعمال الشركة من خلال تقرير الرقابة الشرعية الداخلية، وتقديم تقريرنا إليكم.

**ثالثاً- رأي اللجنة الشرعية:**

أ. أن العقود والعمليات والمعاملات التي أبرمت أو دخلت فيها الشركة خلال السنة المنتهية في 31 ديسمبر 2025م، في حدود ما تم الاطلاع عليه، لم يظهر فيها ما يخالف التزام الشركة بأحكام ومبادئ الشريعة الإسلامية وقد جرى رصد عدد (1) ملحوظة واحدة، وهي لا تؤثر على التزام الشركة بأحكام الشريعة، وجاري العمل على تصحيحها من قبل الشركة.

ب. يجري تحصيل الزكاة من قبل هيئة الزكاة والضريبة والجمارك.

واللجنة تشكر الله تعالى على توفيقه، وتقدر للقائمين على الشركة تعاوهم وحرصهم على تفهم وتطبيق أحكام الشريعة الإسلامية السمحة.

ونسأل الله العلي القدير التوفيق والهداية

والسلام عليكم ورحمة الله وبركاته،

اللجنة الشرعية

راشد بن إبراهيم الغنيم

عضو اللجنة الشرعية



أ.د. يوسف بن عبدالله الشيبلي

رئيس اللجنة الشرعية



## 10 – Board of Directors Evaluation

In line with the governance practices adopted by the Company, and in implementation of the approved Board of Directors and Board Committees Performance Evaluation Policy and Mechanisms, the evaluation of the Board and its committees for Fiscal Year 2025 was conducted in accordance with the approved annual evaluation forms, contents, and mechanisms. The evaluation was divided into seven sections as follows:

- Evaluation of the effectiveness of the members of the Board of Directors.
- Evaluation of the effectiveness of the Board of Directors.
- Evaluation of the effectiveness of the Audit Committee.
- Evaluation of the effectiveness of the Executive Committee.
- Evaluation of the effectiveness of the Risk Committee.
- Evaluation of the effectiveness of the Nomination and Remuneration Committee.
- Evaluation of the effectiveness of the Sharia Committee.

Based on the evaluation of the performance of the Board, its committees, and the Board members conducted during Fiscal Year 2025, the Nomination and Remuneration Committee recommended that the necessary training be provided to the members of the Board of Directors in areas related to the regulations and rules governing financial activities.

### 10.1 Remuneration of the Board of Directors and Committees for Fiscal Year 2025:

The Board of Directors and Board Committees Remuneration Policy determines the remuneration of Board members and committee members from outside the Board in consideration of their attendance at Board and committee meetings and the performance of their duties, in accordance with the applicable supervisory regulations.

During Fiscal Year 2025, none of the members of the Board of Directors or the Board committees carried out any technical or advisory work, nor did they receive any compensation or special benefits outside the scope of the approved remuneration policy.

The following table shows the remuneration details of the members of the Board of Directors and the members of the committees affiliated with the Board, in accordance with the Board of Directors and Board Committees Remuneration Policy and the Executive Management Remuneration Policy approved by the General Assembly, as well as the remuneration and compensations paid to the senior executives of the Company during the year:

## Remuneration of the Members of the Board of Directors

Name	Fixed Remuneration						Variable Remuneration						End-of-Service Benefit	Grand Total	Expense Allowance
	Specified Amount	Board Meeting Attendance Allowance	Committee Meeting Attendance Allowance	In-Kind Benefits	Amount Received as Employees/Administrators or Technical, Administrative or Advisory Work	Managing Director or Secretary (if a Board Member)	Total	Percentage of Profits	Periodic Bonuses	Short-Term Incentive Plans	Long-term incentive plans	Long-Term Incentive Plans			
<b>First: Independent Members</b>															
Amro bin Mohammed Kamel	250,000	20,000	15,000	-	-	-	285,000	-	-	-	-	-	-	285,000	-
Mohammed bin Abdulaziz Al-Shaya	250,000	20,000	55,000	-	-	-	325,000	-	-	-	-	-	-	325,000	-
Jameel bin Abdullah Al-Molhem	250,000	20,000	45,000	-	-	-	315,000	-	-	-	-	-	-	315,000	-
Ali bin Mohammed Al-Shamali*	186,986.30	15,000	30,000	-	-	-	231,986.30	-	-	-	-	-	-	231,986.30	-
<b>Total</b>	<b>936,986.30</b>	<b>75,000</b>	<b>145,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,156,986.30</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,156,986.30</b>	<b>-</b>
<b>Second: Non-Executive Members</b>															
Abdullah bin Ibrahim Al-Howaish	300,000	20,000	30,000	-	-	-	350,000	-	-	-	-	-	-	350,000	-
Khaled bin Abdulaziz Al-Rayes	250,000	20,000	40,000	-	-	-	310,000	-	-	-	-	-	-	310,000	-
Majed bin Abdulghani Fakeeh	250,000	20,000	50,000	-	-	-	320,000	-	-	-	-	-	-	320,000	-
Nasser bin Youssef Al-Marzouqi*	186,986.30	15,000	20,000	-	-	-	221,987.30	-	-	-	-	-	-	221,987.30	-
<b>Total</b>	<b>986,986.30</b>	<b>75,000</b>	<b>140,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,201,987.30</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,201,987.30</b>	<b>-</b>
<b>Third: Executive Members</b>															
Abdullah bin Turki Al-Sudairi	250,000	20,000	55,000	-	-	-	325,000	-	-	-	-	-	-	325,000	-

\* Resigned on 01/10/2025.

## Remuneration of Committee Members

Remuneration (SAR)	Fixed Remuneration (excluding meeting attendance allowance)	Meeting Attendance Allowance	Total
<b>Executive Committee Members</b>			
Abdullah bin Ibrahim Al- Howaish	120,000	30,000	150,000
Majed bin Abdulghani Fakeeh	100,000	25,000	125,000
Khaled bin Abdulaziz Al-Rayes	100,000	30,000	130,000
Abdullah bin Turki Al-Sudairi	100,000	30,000	130,000
Nasser bin Youssef Al-Marzouqi*	74,794.52	20,000	94,794.52
<b>Total</b>	<b>494,794.52</b>	<b>135,000</b>	<b>629,794.52</b>
<b>Risk Committee Members</b>			
Majed bin Abdulghani Fakeeh	120,000	25,000	145,000
Mohammed bin Abdulaziz Al-Shaya	100,000	25,000	125,000
Abdullah bin Turki Al-Sudairi	100,000	25,000	125,000
Ali bin Mohammed Al-Shamali*	74,794.52	20,000	94,794.52
Alaa bin Ibrahim Asali	100,000	25,000	125,000
<b>Total</b>	<b>494,794.52</b>	<b>120,000</b>	<b>614,794.52</b>
<b>Nomination and Remuneration Committee Members</b>			
Amro bin Mohammed Kamel	120,000	15,000	135,000
Khaled bin Abdulaziz Al-Rayes	100,000	10,000	110,000
Ali bin Mohammed Al-Shamali*	74,794.52	10,000	84,794.52
Jameel bin Abdullah Al-Molhem	100,000	15,000	115,000
<b>Total</b>	<b>394,794.52</b>	<b>50,000</b>	<b>444,794.52</b>
<b>Audit Committee Members</b>			
Mohammed bin Abdulaziz Al-Shaya	200,000	30,000	230,000
Nasser bin Suhaj Al-Shaibani	150,000	30,000	180,000
Abdulrazzak bin Mohammed Al-Khrajy	150,000	30,000	180,000
Abdullah bin Mohammed Al-Shmassi	150,000	30,000	180,000
Jameel bin Abdullah Al-Molhem	150,000	30,000	180,000
<b>Total</b>	<b>800,000</b>	<b>150,000</b>	<b>950,000</b>
<b>Shariah Committee Members</b>			
Dr. Yousef bin Abdullah Al-Shobely	109,205.48	15,000	124,205.48
Rashed bin Ibrahim Al-Ghunaim	100,000	15,000	115,000
<b>Total</b>	<b>209,205.48</b>	<b>30,000</b>	<b>239,205.48</b>

\* Resigned on 01/10/2025.

-The Company also pays all actual expenses incurred by members of the Board of Directors and the committees emanating from the Board in attending Board and committee meetings.

## Remuneration of the Executive Management

The Company has a specific policy governing the remuneration of executive management, approved by the Nomination and Remuneration Committee. Executive management receives salaries, allowances, and compensations in accordance with the Company's approved Human Resources policy and based on the employment contracts concluded with them.

### Remuneration of Senior Executives

	Fixed Remuneration				Variable Remuneration						End-of-Service Benefit	Total Remuneration of Executives for Board Membership (if any)	Grand Total
	Salaries	Allowances	In-Kind Benefits	Total	Periodic Bonuses	Profit Share	Short-Term Incentive Plans	Long-Term Incentive Plans	Granted Shares	Total			
Total	6,665,808	2,997,403	-	9,663,211	255,000	-	5,195,000	-	-	5,450,000	-	270,000	15,383,211

Disclosure has been made in aggregate for five senior executives who received the highest remuneration from the Company, including the Managing Director, Chief Executive Officer, and Chief Financial Officer, as the Company considered that disclosing detailed remuneration and compensation of executive management could potentially harm competitive fairness within the financing sector.

## 11 - Penalties and Sanctions

Subject of Violation	2024		2025	
	Number of Executive Decisions	Total Amount of Financial Penalties (SAR)	Number of Executive Decisions	Total Amount of Financial Penalties (SAR)
Violation of the supervisory and regulatory instructions of the Saudi Central Bank	-	-	-	-
Violation of the Saudi Central Bank's customer protection instructions	-	-	-	-
Violation of the Saudi Central Bank's due diligence instructions related to anti-money laundering and counter-terrorism financing	-	-	-	-
Violation of the Capital Market Authority's Corporate Governance Regulations	-	-	1	No financial penalty
Violation of the Saudi Data and Artificial Intelligence Authority's Personal Data Protection Law instructions	-	-	1	No financial penalty

The Company conducts its operations and activities in accordance with applicable laws and regulations, to which it fully adheres. During Fiscal Year 2025, the Company received the two violations mentioned above; however, no financial penalties were imposed. The necessary corrective actions were taken, and the Company's policies were updated to ensure that such violations do not recur.

## 12 – Company Policy on Dividend Distribution

Without prejudice to the provisions of Article 29 of the Implementing Regulations of the Finance Companies Control Law, the Company's Board of Directors considers several factors when recommending dividend distributions, including the following:

- 1 – The Company's current and future financial performance.
- 2 – Previously distributed dividends.
- 3 – Growth and investment opportunities in the market in which the Company operates.
- 4 – Current and future regulatory capital requirements.
- 5 – Other economic factors.
- 6 – The cost of capital increases, borrowing costs, and expansion and financing plans.
- 7 – As well as other factors that the Board of Directors may take into consideration.

Dividend distributions are subject to the restrictions set forth in the Implementing Regulations of the Finance Companies Control Law, which require obtaining a non-objection letter from the Saudi Central Bank prior to any dividend distribution or announcement thereof.

The Company did not distribute any cash dividends during Fiscal Year 2025.

## 13 – Related Parties

In the course of its business operations, the Company engages in transactions with a number of related parties. These relationships are governed by the provisions of the Companies Law in accordance with the Company's governance framework and policies.

The following provides a summary of the nature of transactions with related parties during Fiscal Year 2025.

Nature of the Business or Contract	Amount of the Business or Contract	Duration of the Business or Contract	Terms of the Business or Contract	Name of the Member / Senior Executive or Any Related Person
Renewal of the credit facilities agreement with The Saudi Investment Bank	SAR 1,064,500,000	One year	The Company confirms that the agreement was concluded within the normal course of business and without granting any preferential advantages.	Majed bin Abdulghani Fakeeh Khaled bin Abdulaziz Al-Rayes Alaa bin Ibrahim Asali
Credit facilities agreement with Emirates NBD Bank – Saudi Arabia	SAR 250,000,000	Four years	The Company confirms that the agreement was concluded within the normal course of business and without granting any preferential advantages.	Nasser bin Youssef Al-Marzouqi*

\* Resigned on 01/10/2025.

### 13.1 – Transactions with Related Parties

Related Party	Nature of Relationship with the Company	Type of Contract	Duration	Value
Majed bin Abdulghani Fakeeh Khaled bin Abdulaziz Al-Rayes	Board Member	Renewal of the credit facilities agreement with The Saudi Investment Bank	One year	SAR 1,064,500,000
Alaa bin Ibrahim Asali	Member of the Risk Committee			
Nasser bin Youssef Al-Marzouqj*	Board Member	Credit facilities agreement with Emirates NBD Bank – Saudi Arabia	Four years	SAR 250,000,000

\* Resigned on 01/10/2025.

### 14 – Competing Businesses in Amlak International for Financing Company

Date of General Assembly Approval	Conditions of the Business	Nature of the Competing Business	Name of the Member
Majed bin Abdulghani Fakeeh Alaa bin Ibrahim Asali	Financing, due to his employment at The Saudi Investment Bank	In accordance with the Companies Law, the Corporate Governance Regulations, and the competing business standards approved by the General Assembly	22/06/2025
Nasser bin Youssef Al-Marzouqj*	Financing, due to his employment at Emirates NBD Bank – Saudi Arabia	In accordance with the Companies Law, the Corporate Governance Regulations, and the competing business standards approved by the General Assembly	22/06/2025

\* Resigned on 01/10/2025.

## 15 – Declarations

The Board of Directors declares, based on the information available to it in all material respects, the following:

- The accounting records have been properly prepared.
- The internal control system has been established on sound bases and has been implemented effectively.
- There is no significant doubt regarding the Company's ability to continue its operations.
- Based on the best information available to it in all material respects, there are no businesses or contracts in which the Company is a party or in which any member of the Board of Directors, executive management, or any person related to them has an interest, except within the limits stipulated in Article 60 of the Implementing Regulations of the Finance Companies Control Law issued by the Saudi Central Bank, or as disclosed in the financial statements and this report.
- During Fiscal Year 2025, there were no recommendations from the Audit Committee indicating any conflict with the decisions of the Board of Directors, nor any instance where the Board refused to adopt a recommendation regarding the appointment, dismissal, remuneration, or performance evaluation of the Company's external auditor or the appointment of the internal auditor.
- There are no arrangements or agreements under which any shareholder of the Company has waived any rights to dividends.
- There are no arrangements or agreements under which any member of the Board of Directors or any senior executive has waived any remuneration.
- The Board of Directors did not issue any recommendation to change the external auditor before the end of the auditor's appointed term, nor was such a recommendation issued by the Audit Committee.
- There is no conflict between the recommendations of the Audit Committee and the decisions of the Board of Directors regarding the appointment, dismissal, remuneration, or performance evaluation of the Company's external auditor or the appointment of the internal auditor.
- There are no shares or debt instruments issued for any subsidiary company.
- The Company does not hold any treasury shares.
- No investments or reserves were established for the benefit of the Company's employees during Fiscal Year 2025.
- There was no redemption, purchase, or cancellation by the Company of any redeemable debt instruments, and no remaining value of such securities exists.
- There are no conversion rights or subscription rights under convertible debt instruments, contractual securities, warrants, or similar rights issued or granted by the Company.

- No classes or numbers of convertible debt instruments, contractual securities, warrants, or similar rights were issued or granted by the Company during Fiscal Year 2025.
- No interests in contractual securities or subscription rights are held by members of the Board of Directors, senior executives, or their relatives in the shares or debt instruments of the Company or any of its subsidiaries, nor were there any changes in such interests during Fiscal Year 2025.
- There are no interests in voting shares held by persons (other than Board members, senior executives, and their relatives) who notified the Company of such rights, nor were there any changes in such rights during Fiscal Year 2025.
- The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) in line with the instructions of the supervisory authorities. The Board of Directors confirms that there are no material differences from the accounting standards adopted by the Saudi Organization for Chartered and Professional Accountants (SOCPA).

## 16. Compliance with the Corporate Governance Regulations and Non-Compliance and the Reasons Thereof

### Applied and Non-Applied Provisions of the Corporate Governance Regulations and the Reasons Therefor

No.	Article / Paragraph No.	Text of the Article	Reasons for Non-Compliance	Remarks
1	Article 39, Paragraph (e, f)	<p>Evaluation:</p> <p>(e) The Board of Directors shall take the necessary arrangements to obtain an evaluation of its performance from a specialized external entity every three years.</p> <p>(f) Non-executive members of the Board of Directors shall conduct a periodic evaluation of the performance of the Chairman of the Board after taking into account the views of executive Board members—without the Chairman attending the discussion designated for this purpose—so as to identify strengths and weaknesses and propose remedies consistent with the Company's interests.</p>	(Guidance Article)	Board members are evaluated internally on an annual basis.
2	Article 90	<p>4. Disclosure of necessary details regarding remuneration and compensation paid.</p> <p>Paragraph (b): Five of the senior executives who received the highest remuneration from the Company, including the Chief Executive Officer and the Chief Financial Officer.</p>	Disclosure was made in aggregate for the five senior executives who received the highest remuneration from the Company.	Disclosure has been made in aggregate for five senior executives who received the highest remuneration from the Company, including the Managing Director, Chief Executive Officer, and Chief Financial Officer, as the Company considered that disclosing detailed remuneration and compensation of executive management could potentially harm competitive fairness within the financing sector.
3	Article 92	<p>Formation of a Corporate Governance Committee: If a committee specialized in corporate governance is formed, the Board shall delegate the authorities set out in Article 94 of these Regulations to such committee. The committee shall follow up on any matters related to the implementation of governance and provide the Board with updates at least annually, along with the reports it prepares.</p>	(Guidance Article)	A dedicated Governance Department responsible for corporate governance and shareholder relations exists at Amlak International for Financing Company.

## 17 - Appointment and Reports of the External Auditor

The Company's General Assembly, held on 22/06/2025, approved the appointment of PwC from among the nominated candidates as the Company's external auditor based on the recommendation of the Audit Committee, to audit the Company's financial statements for the second and third quarters and the annual financial statements of Fiscal Year 2025, as well as the first quarter of Fiscal Year 2026.

## 18 – Conclusion

The Board of Directors is pleased to express its sincere gratitude and appreciation to the Custodian of the Two Holy Mosques King Salman bin Abdulaziz Al Saud and His Royal Highness Crown Prince Mohammed bin Salman bin Abdulaziz Al Saud—may Allah preserve them—for their generous support and continuous attention, which have contributed to strengthening stability and economic growth.

The Board also extends its sincere thanks and appreciation to the Saudi Central Bank and the Capital Market Authority for their continuous support and constructive guidance.

The Board further expresses its deep appreciation to the Company’s shareholders and customers for their trust and continued support, which have played a significant role in driving the Company toward achieving further accomplishments.

Finally, the Board of Directors expresses its appreciation for the efforts of all the Company’s employees for their dedication, commitment, and loyalty, which have contributed to improving performance and achieving the Company’s strategic objectives. The Board reaffirms its commitment to continuing efforts to enhance the sustainable value of the Company and its shareholders in the years ahead.



Thank You