

National Agricultural Dev. Co.



Voting Results

Extraordinary General Assembly Meeting

The **40**th
(First Meeting)

01-04-2026 AD Corresponding to **13-10-1447 H**



06:30 PM

Voting Results on the Meeting Agenda

Extraordinary General Assembly Meeting



Wednesday, 1 April 2026

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- 1 The financial statements for the fiscal year ending on 31/12/2025 AD was reviewed and discussed.
- 2 Approval of the Company's external audit report for the fiscal year ending on 31/12/2025 AD.
- 3 The Board of Directors' report for the fiscal year ending on 31/12/2025 AD was reviewed and discussed.
- 4 The Audit Committee Report for the fiscal year ending on 31/12/2025 AD was reviewed.
- 5 Approval of appointing of KPMG the company's auditor from among the candidates based on the Audit Committee's recommendation to review and audit the financial statements for the second, and third quarters and the annual financial statements for the fiscal year 2026AD, as well as the first quarter for the fiscal year 2027AD, with fees set at (1,750,000) Saudi Riyals.
- 6 Approval of the Board's resolution to appoint H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley as a Non-Executive Board Member to fill the vacant seat, starting from the date of his appointment on 17/11/2025 AD, to complete the Board term until the end of the current term on 10/04/2028 AD, succeeding the former member Mr. Ahmed Bin Saud Shahini – Non-Executive Member.
- 7 Approval of the disbursement of an amount of (2,600,000) Saudi Riyals as remuneration for the Board of Directors for the fiscal year ending on 31/12/2025 AD.
- 8 Approval of the release of the Board of Directors' members from liability for the fiscal year ending on 31/12/2025 AD.

- 9 Approval of the transactions and contracts between the Company and Saudi Agricultural and Livestock Investment Company (SALIC), in which Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley has an indirect interest, involving employee secondment fees to *nadec* for a total amount of (573,034) Saudi Riyals according to the annually agreed contractual terms.
- 10 Approval of the transactions and contracts between the Company and Saudi Agricultural and Livestock Investment Company (SALIC), in which former Board Member Mr. Ahmed bin Saud Shahini has an indirect interest, involving employee secondment fees to *nadec* for a total amount of (573,034) Saudi Riyals according to the annually agreed contractual terms.
- 11 Approval of the transactions and contracts between the Company and Saudi Agricultural and Livestock Investment Company (SALIC), in which Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley has an indirect interest, involving Reimbursement of consolidation fees to external auditor (KPMG) for a total amount of (86,250) Saudi Riyals according to the agreed contractual terms.
- 12 Approval of the transactions and contracts between the Company and Saudi Agricultural and Livestock Investment Company (SALIC), in which former Board Member Mr. Ahmed bin Saud Shahini has an indirect interest, involving Reimbursement of consolidation fees to external auditor (KPMG) for a total amount of (86,250) Saudi Riyals according to the agreed contractual terms.
- 13 Approval of the transactions and contracts between the Company and Minerva Foods Company, in which Chairman of the board Mr. Abdulaziz bin Saleh AlRebdi has an indirect interest, involving the purchase of meat for a total amount of (45,696,138) Saudi Riyals according to the annually agreed contractual terms.

- 14 Approval of the transactions and contracts between the Company and Minerva Foods Company, in which Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley has an indirect interest, involving the purchase of meat for a total amount of (45,696,138) Saudi Riyals according to the annually agreed contractual terms.
- 15 Approval of the transactions and contracts between the Company and Arabian Mills for Food Products - formerly the Second Milling Company, in which Board Member Mr. Alaa bin Abdullah Alhashem has an indirect interest, involving the purchase of raw materials for a total amount of (41,559,095) Saudi Riyals according to the annually agreed contractual terms.
- 16 Approval of the transactions and contracts between the Company and Topian Limited Company, in which Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley has an indirect interest, involving the contract for the purchase of products for a total amount of (15,000,000) Saudi Riyals over a period of two years, in accordance with the agreed contractual terms
- 17 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in a competing business, where the competing activity represents that Saudi Agricultural and Livestock Investment Company (SALIC) is an investment company operating in the agricultural and food sectors and has agricultural and food production projects that, in certain aspects, overlap with *nadec*'s activities.
- 18 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in a competing business, where the competing activity represents that Topian Limited Company conducts activities that, in certain aspects, overlap with *nadec*'s activities.

- 19 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in Minerva Foods in a competing business, where the competing activity represents that Minerva Foods operates in the production of meat and food products, which in certain aspects overlap with *nadec*'s activities.
- 20 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Alfadley in National Grain Company in a competing business, where the competing activity represents that National Grain Company operates in grain importation and feed supply supporting livestock and dairy production, which in certain aspects overlap with *nadec*'s activities.
- 21 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in SABIL – National Grain Supply Co. in a competing business, where the competing activity represents that the company conducts grain sourcing and logistics activities within the agricultural supply chain that, in certain aspects, overlap with *nadec*'s activities.
- 22 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in National Aquaculture Group (NAQUA) in a competing business, where the competing activity represents that the company operates in aquaculture and seafood activities that, in certain aspects, overlap with *nadec*'s food sector activities.
- 23 Approval of the participation of Board Member H.E. Eng. Abdulrahman bin Abdulmohsen Alfadley in Almarai Company in a competing business, where the competing activity represents that Almarai operates in the dairy, juice, and food manufacturing sectors, which directly compete with certain activities of *nadec*.

- 24 Approval of delegating to the Board of Directors the authority of the Ordinary General Assembly to grant the license stipulated in paragraph (1) of Article (27) of the Companies Law, for a period of one year from the date of approval by the General Assembly or until the end of the term of the delegated Board, whichever is earlier, in accordance with the Implementing Regulation of the Companies Law for Listed Joint Stock Companies.
- 25 Approval of delegating to the Board of Directors the authority of the General Assembly to grant the license stipulated in paragraph (2) of Article (27) of the Companies Law, to permit engaging in activities that may compete with the Company's business in relation to the activities set out in the Company's bylaws, for a period of one year from the date of approval by the General Assembly or until the end of the term of the delegated Board, whichever is earlier, in accordance with the Regulatory Rules and Procedures issued pursuant to the Companies Law for Listed Joint Stock Companies.
- 26 Approval of the amendment of Article (4) of the Company's bylaws, related to the Company's objectives
- 27 Approval of the addition of an Article to be numbered (6) in the Company's bylaws, related to the Participation and ownership in companies.
- 28 Approval of the amendment of Article (11) of the Company's bylaws, related to the transfer of shares
- 29 Approval of the amendment of Article (12) of the Company's bylaws, related to the Company's purchase, sale, and pledge of its shares.

- 30 Approval of the amendment of Article (16) of the Company's bylaws, related to the management of the Company
- 31 Approval of the amendment of Article (17) of the Company's bylaws, related to the termination or expiry of Board Membership
- 32 Approval of the amendment of Article (19) of the Company's bylaws, related to the remuneration of Board Members.
- 33 Approval of the amendment of Article (32) of the Company's bylaws, related to the quorum of the ordinary general assembly.
- 34 Approval of the amendment of Article (33) of the Company's bylaws, related to the quorum of the extraordinary general assembly.
- 35 Approval of the deletion of Article (36) of the Company's bylaws, related to the preparation of the general assembly's minutes.
- 36 Approval of the amendment of Article (40) of the Company's bylaws, related to the fiscal year.
- 37 Approval of the amendment of Article (42) of the Company's bylaws, related to the dividend distribution and formation of reserves.

- 38 Approval of the amendment of Article (51) of the Company's bylaws, related to the language.
- 39 Approval on reorganizing, classifying, and the numbering of articles of the Company's bylaws, to reflect the proposed amendments and ensure consistency between the English and Arabic versions.
- 40 Approval on amendment the Nomination and Remuneration Committee Charter.
- 41 Approval of the election of two Board Members to fill the two newly created seats on the Board of Directors from among the nominated candidates, to complete the current Board term which commenced on April 11, 2024 and ends on April 10, 2028, the following members have been elected:
 - 1 Mr. Ahmed Saud Abdulaziz Shahini
 - 2 Mr. Mohamed Galal Ali Fahmy