

الآمار **alamar**

Alamar Foods Company

Board of Directors'
Report 2022

Board of Directors' Report

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management

Board of Directors

Name	Ibrahim Aljammaz
Academic Qualifications	Bachelor of Industrial Engineering, King Saud University, KSA, 1999
Current Positions	<ul style="list-style-type: none"> Chairman, Alamar Foods Company, from 2021 to date Director, Himaat Al-Riyadah (Endeavor Saudi Arabia), a Saudi non-profit company, operating in the entrepreneur support sector, from 2019 to date Chairman, Abdulaziz Aljammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2018 to date Director, Ayar International Contracting Company, a Saudi limited liability company, operating in the contracting sector, from 2018 to date Director, Premium Choco Gift (Patchi), a US limited liability company, operating in the chocolate and gift sector, from 2016 to date Director, Derayah Financial, a Saudi closed joint stock company, operating in the investment service and stock trading service sector, from 2013 to date Director, Cedrus Invest Bank, a Lebanese joint stock company, operating in the banking service and investment solution sector, from 2011 to date Director, Benchmark, a Saudi limited liability company, operating in the real estate development sector, from 2010 to date Director, Olaya Real Estate and Commercial Investment Company, an Egyptian limited liability company, operating in the real estate investment sector, from 2007 to date Chairman, the Saudi Allied Company for Chocolate & Gift (Patchi), a Saudi limited liability company, operating in the chocolate and gift sector, from 2007 to date Director, the Saudi Lebanon Chocolates & Sweets Factories Co. (Patchi), a Saudi limited liability company, operating in the chocolate manufacturing sector, from 2007 to date Director, Sovana Cayman Islands, a limited liability company in the Cayman Islands, operating in the investment sector, from 2000 to date
Previous Positions	<ul style="list-style-type: none"> CEO, Alamar Foods Company, from 2012 to 2021 Vice President, Abdulaziz Aljammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2003 to 2012 Manager of Sales and Marketing, Aljammaz Distribution, a Saudi limited liability company, operating in the information technology supply sector, from 1999 to 2003 Sales Officer, Aljammaz Distribution, a Saudi limited liability company, operating in the information technology supply sector, from 1997 to 1999

Name	Asim Aljammaz
Academic Qualifications	Bachelor of Computer Engineering, King Saud University, KSA, 1998
Current Positions	<ul style="list-style-type: none"> Director, Abdulaziz Aljammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2018 to date Director, Ayar International Contracting Company, a Saudi limited liability company, the operating in contracting sector, from 2018 to date CEO, VAD Technologies, a UAE limited liability company, operating in the supply and distribution of IT solutions and cloud services, from 2017 to date General Manager of Aljammaz Power Solutions, from 2016 to date CEO, Tech Invest Com, a Saudi limited liability company, operating in the supply and distribution of information technology solutions and cloud services, from 2015 to date Board member, Alamar Foods Company, from 2012 to date CEO, Aljammaz Technologies, a Saudi limited liability company, operating in the supply and distribution of information technology solutions and cloud services, from 2000 to date Director, Sovana Cayman Islands, a limited liability company in the Cayman Islands, operating in the investment sector, from 2000 to date
Previous Positions	<ul style="list-style-type: none"> Director representing the private sector, CITC, a Saudi governmental entity, regulating the communications and information technology sector, from 2019 to 2022 General Manager, Aljammaz Retail, a Saudi limited liability company, operating in the sale of women's and children's clothing and accessories, from 2007 to 2018 General Manager, Gulf Solutions Corporation for Information Technology, a Saudi corporation, operating in the information technology solutions sector, from 2003 to 2012 General Manager, Aljammaz Establishment for Communications Devices, a Saudi institution, operating in communication devices sector, from 2000 to 2004

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Board of Directors continued

Name	Faisal Alsaggaf
Academic Qualifications	Master of Business Administration, Harvard Business School, USA, 1988 Bachelor of Economics, Harvard University, USA, 1982
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2021 to date • Head of Alamar Food Company's Audit Committee, from 2021 to date • Director, Tamer Group, a Saudi limited liability company, operating in pharmaceuticals, health and cosmetic services, luxury products and perfumes, from 2021 to date • Director, SNB Capital, a Saudi closed joint stock company, operating in the asset management services, investment services, and fund and portfolio management sector, from 2021 to date • Director, IKK Group of Companies, a closed Saudi joint stock company, operating in the trade, manufacturing and contracting sector, from 2021 to date
Previous Positions	<ul style="list-style-type: none"> • CEO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2018 to 2020 • Director, Middle East Paper Company (MEPCO), a Saudi joint stock company, operating in the paper industry sector, from 2016 to 2018 • Director, Al-Ahly Takaful Company, a Saudi public joint stock company, operating in the cooperative insurance sector, from 2014 to 2018 • Chief of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2013 to 2018 • CFO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2006 to 2013 • Head of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2003 to 2006 • Financial Controller, Saudi Business Machines, a Saudi limited company, operating in the technological solution services sector, from 2000 to 2003 • Chief of Corporate Banking Group, Samba Financial Group (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 1996 to 2000 • Chief of Corporate Banking Group, the Saudi Hollandi Bank (currently, Alawwal Bank), a Saudi joint stock company, operating in the banking services sector, from 1990 to 1991 • Assistant Chief of Corporate Banking Group, the Saudi American Bank (currently, the Saudi National Bank), a Saudi joint stock company, operating in the banking services sector, from 1983 to 1985

Name	May Alhoshan
Academic Qualifications	<ul style="list-style-type: none"> • Certificate in HR Strategy in Organizational Transformation, London Business School, UK, 2012 • CMI Certificate, licensed by the Capital Market Authority, KSA, 2010 • Master of Engineering Management, Knowledge Management, George Washington University, USA, 2004 • Bachelor of Business Administration, Organizational Behavior, Boston University, USA, 2002
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2021 to date • Head of Alamar Foods Company's Nomination and Remuneration Committee, 2021 to date • Director and Member of the Executive Committee, the Saudi Fransi for Finance Leasing, a joint stock company, operating in the leasing finance sector, from 2019 to date • Chief of Human Resources, Banque Saudi Fransi, a Saudi public joint stock company, operating in the banking services sector, from 2018 to date • Director and member, the Nomination and Remuneration Committee, Riyadh Care Hospital and Care Family Medicine Center, a joint stock company, operating in the medical care sector, from 2018 to date
Previous Positions	<ul style="list-style-type: none"> • Chief of Human Resources, Alawwal Bank, a Saudi joint stock company, the banking services sector, from 2014 to 2018 • Managing Director and Chief of Human Capital, SNB Capital, a Saudi joint stock company, operating in the security service sector, from 2007 to 2014 • Management, Leadership and Development Advisor, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2005 to 2007

Name	Deem Albassam
Academic Qualifications	<ul style="list-style-type: none"> • Certificate from the Idea Translation Program, Harvard University, USA, 2011 • CBS Certificate of Executive Business Education, Columbia Business School, USA, 2010 • Bachelor of Business Administration, Marketing, American University in Dubai, UAE, 2008
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2021 to date • Co-Founder, MDAR Food Co., a limited liability company, operating in dine-in restaurants and event organization sector, from 2015 to date • Co-Founder, Salt Limited, a limited liability company, operating in the restaurant management sector, from 2014 to date • Founder, Switch, a limited liability company, operating in the restaurant management sector, from 2009 to date
Previous Positions	N/A

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Board of Directors continued

Name	Zaki Alshowaier
Academic Qualifications	High School Diploma, Riyadh Schools, 1979
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2022 to date • Vice President, Alshowaier Real Estate, from 1987 to date • Managing Director, Alshowaier Investment and Real Estate Development Co from 2008 to date
Previous Positions	<ul style="list-style-type: none"> • Building Supervisor then Procurement Specialist, then Building and Maintenance Manager, Alshowaier Real Estate, from 1981 to 1984 • Marketing Manager, Alshowaier Real Estate, from 1985 to 1987

Name	Nawfal Trabelsi
Academic Qualifications	Information Technology Diploma, ENSEIHT, Toulouse France, 1993
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2022 to date • Partner, Managing Director, LOV GROUP INVEST, from 2022 to date
Previous Positions	<ul style="list-style-type: none"> • President Managing Director, McDonald's France from 2015 to 2022 • Managing Director, McDonald's France, from 2012 to 2015 • Vice President of Marketing, Communication and Development, McDonald's France, from 2008 to 2010 • Marketing Director, McDonald's France, 2005 to 2008 • Marketing Department, McDonald's France, 2000 to 2005 • Department of Partnerships and Consumer Goods, Disneyland Paris, from 1996-1999 • Marketing Department, Procter and Gamble, 1993 to 1996

Audit Committee

Name	Faisal Alsaggaf
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, Harvard Business School, USA, 1988 • Bachelor of Economics, Harvard University, USA, 1982
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2021 to date • Head of Alamar Food Company's Audit Committee, from 2021 to date • Director, Tamer Group, a Saudi closed joint stock company, operating in pharmaceuticals, health and cosmetic services, luxury products and perfumes, from 2021 to date • Director, SNB Capital, a Saudi closed joint stock company, operating in the asset management services, investment services, and fund and portfolio management sector, from 2021 to date • Director, IKK Group of Companies, a closed Saudi joint stock company, operating in the trade, manufacturing and contracting sector, from 2021 to date
Previous Positions	<ul style="list-style-type: none"> • CEO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2018 to 2020 • Director, Middle East Paper Company (MEPCO), a Saudi joint stock company, operating in the paper industry sector, from 2016 to 2018 • Director, Al-Ahly Takaful Company, a Saudi public joint stock company, operating in the cooperative insurance sector, from 2014 to 2018 • Chief of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2013 to 2018 • CFO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2006 to 2013 • Head of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2003 to 2006 • Financial Controller, Saudi Business Machines, a Saudi limited company, operating in the technological solution services sector, from 2000 to 2003 • Chief of Corporate Banking Group, Samba Financial Group (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 1996 to 2000 • Chief of Corporate Banking Group, the Saudi Hollandi Bank (currently, Alawwal Bank), a Saudi joint stock company, operating in the banking services sector, from 1990 to 1991 • Assistant Chief of Corporate Banking Group, the Saudi American Bank (currently, the Saudi National Bank), a Saudi joint stock company, operating in the banking services sector, from 1983 to 1985

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Audit Committee continued

Name	Silvio de Girolamo
Academic Qualifications	<ul style="list-style-type: none"> • Certificate of Foreign Trade, Pavia Chamber of Commerce, Italy, 1999 • Master of Business Administration, Bocconi University, Italy, 1999
Current Positions	<ul style="list-style-type: none"> • Member, the Audit Committee, the Company, from 2021 to date • Founder, SdG for Future Company, an Italian company, operating in the management consulting sector, from 2021 to date
Previous Positions	<ul style="list-style-type: none"> • Chief Sustainability Officer and Chief of Risk, at Autogrill SBI, an Italian joint stock company, operating in the food sector, from 2018 to 2021 • Member, the CSR Committee, the Italian General Confederation of Italian Industry, an Italian federation, operating in the industry sector, from 2016 to 2020 • Director, CSR Manager Network, an Italian federation, operating in the corporate social responsibility sector, from 2014 to 2020 • Vice President, Associazione Italiana Internal Auditors, an Italian federation, operating in the internal auditing sector, from 2014 to 2020 • Member, the Sustainability Committee, Italy-America Chamber of Commerce, a US private non-profit organization, operating in commercial relations between the United States and Italy, from 2016 to 2019 • Director and member, the Public Affairs Committee, the EU Internal Audit Service - Brussels, a European association, operating in the internal audit sector, from 2012 to 2019 • Member, the Global Advisory Committee, the Institute of Internal Audit, a US institute, operating in the internal audit sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Autogrill S.p.A., an Italian joint stock company, operating in the food sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Alpha Retail, a limited company, operating in the retail clothing, appliances, dry goods, household appliances and groceries sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Autogrill Austria AG, an Austrian joint-stock company, operating in the food sector, from 2014 to 2018 • Head of Executive Audit and Corporate Social Responsibility, Autogrill Group, a joint stock company, operating in the food sector, from 2000 to 2018 • Member, Stakeholder Council Global Reporting Initiative - Netherlands, a global forum, the stakeholder sector, from 2011 to 2017 • Senior Auditor, Audit Division, Eni S.p.A., an Italian joint stock company, operating in the energy sector, from 1996 to 2000 • Senior Auditor, District Operations, Merloni Domestic Appliances, a joint stock company, operating in the wholesale distribution of electrical appliances, televisions and radios, from 1994 to 1996 • Senior Auditor, 3M Minnesota Manufacturing, a joint stock company, operating in adhesives, sheets, metal abrasive strips, dental products, electronic materials, medical products, and car care products, from 1992 to 1994 • Auditor, 3M Minnesota Manufacturing, a joint stock company, operating in adhesives, sheets, metal abrasive strips, dental products, electronic materials, medical products, and car care products, from 1991 to 1992 • Financial Supervisor, Coop Lombardia, an Italian cooperative company, operating in the general merchandise sector, from 1988 to 1990

Name	Silvano Sala Tisciat
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, Bocconi School of Management, Italy, 1999 • Bachelor of Economics, Business Finance, Bocconi University, Italy, 1994
Current Positions	<ul style="list-style-type: none"> • Member, the Audit Committee, the Company, from 2019 to date • CFO, Abdulaziz AlJammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2018 to date
Previous Positions	<ul style="list-style-type: none"> • CFO, MGH Systems Group, a British closed joint stock company, operating in the telecommunications sector, from 2011 to 2017 • CFO, CRH Italia B.V., an Italian public joint stock company, operating in the building material sector, from 2007 to 2011 • CFO, OMV Officine Metallurgiche Ventura S.p.A., an Italian closed joint stock company, operating in the steel product sector, from 2004 to 2007 • Director for Europe, Analyst and Financial Planner, Perkin Elmer SBI, an Italian closed joint stock company, operating in the life sciences sector, from 2002 to 2004 • Senior Financial Analyst, Eli Lilly Italia SRL, an Italian limited liability company, operating in the pharmaceutical sector, from 2000 to 2002 • Financial Auditor, PricewaterhouseCoopers, an Italian closed joint stock company, operating in the accounting and legal auditing sector, from 1994 to 1998

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Nomination and Remuneration Committee

Name	May Alhoshan
Academic Qualifications	<ul style="list-style-type: none"> • Certificate in HR Strategy in Organizational Transformation, London Business School, UK, 2012 • CMI Certificate, licensed by the Capital Market Authority, KSA, 2010 • Master of Engineering Management, Knowledge Management, George Washington University, USA, 2004 • Bachelor of Business Administration, Organizational Behavior, Boston University, USA, 2002
Current Positions	<ul style="list-style-type: none"> • Director, Alamar Foods Company, from 2021 to date • Head of Alamar Foods Company's Nomination and Remuneration Committee, 2021 to date • Director and Member of the Executive Committee, the Saudi Fransi for Finance Leasing, a joint stock company, operating in the leasing finance sector, from 2019 to date • Chief of Human Resources, Banque Saudi Fransi, a Saudi public joint stock company, operating in the banking services sector, from 2018 to date • Director and member, the Nomination and Remuneration Committee, Riyadh Care Hospital and Care Family Medicine Center, a joint stock company, operating in the medical care sector, from 2018 to date
Previous Positions	<ul style="list-style-type: none"> • Chief of Human Resources, Alawwal Bank, a Saudi joint stock company, the banking services sector, from 2014 to 2018 • Managing Director and Chief of Human Capital, SNB Capital, a Saudi joint stock company, operating in the security service sector, from 2007 to 2014 • Management, Leadership and Development Advisor, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2005 to 2007

Name	Ibrahim Aljammaz
Academic Qualifications	Bachelor of Industrial Engineering, King Saud University, KSA, 1999
Current Positions	<ul style="list-style-type: none"> • Chairman, Alamar Foods Company, from 2021 to date • Director, Himaat Al-Riyadah (Endeavor Saudi Arabia), a Saudi non-profit company, operating in the entrepreneur support sector, from 2019 to date • Chairman, Abdulaziz AlJammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2018 to date • Director, Ayar International Contracting Company, a Saudi limited liability company, operating in the contracting sector, from 2018 to date • Director, Premium Choco Gift (Patchi), a US limited liability company, operating in the chocolate and gift sector, from 2016 to date • Director, Derayah Financial, a Saudi closed joint stock company, operating in the investment service and stock trading service sector, from 2013 to date • Director, Cedrus Invest Bank, a Lebanese joint stock company, operating in the banking service and investment solution sector, from 2011 to date • Director, Benchmark, a Saudi limited liability company, operating in the real estate development sector, from 2010 to date • Director, Olaya Real Estate and Commercial Investment Company, an Egyptian limited liability company, operating in the real estate investment sector, from 2007 to date • Chairman, the Saudi Allied Company for Chocolate & Gift (Patchi), a Saudi limited liability company, operating in the chocolate and gift sector, from 2007 to date • Director, the Saudi Lebanon Chocolates & Sweets Factories Co. (Patchi), a Saudi limited liability company, operating in the chocolate manufacturing sector, from 2007 to date • Director, Sovana Cayman Islands, a limited liability company in the Cayman Islands, operating in the investment sector, from 2000 to date
Previous Positions	<ul style="list-style-type: none"> • CEO, Alamar Foods Company, from 2012 to 2021 • Vice President, Abdulaziz AlJammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2003 to 2012 • Manager of Sales and Marketing, AlJammaz Distribution, a Saudi limited liability company, operating in the information technology supply sector, from 1999 to 2003 • Sales Officer, AlJammaz Distribution, a Saudi limited liability company, operating in the information technology supply sector, from 1997 to 1999

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Nomination and Remuneration Committee continued

Name	Akram Alahmadi
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, University of Wisconsin-Whitewater, USA, 2013 • Postgraduate Certificate in Human Resources, University of Wisconsin-Whitewater, USA, 2013 • Bachelor of Arts, Psychology, King Abdulaziz University, KSA, 2006
Current Positions	<ul style="list-style-type: none"> • Member, the Nomination and Remuneration Committee, the Company, from 2021 to date • CEO, Human Resources and Administrative Affairs, the Derayah Digital Bank project, a Saudi closed joint stock company (under incorporation), operating in the financial service sector, from 2020 to date
Previous Positions	<ul style="list-style-type: none"> • Chief of Human Resources, Development and Recruitment, Bupa Arabia for Cooperative Insurance Co., a Saudi listed joint stock company, operating in the insurance sector, from 2019 to 2020 • Manager of Human Resources Development in Saudi Arabia, Modern Products, Inc., a Saudi joint venture with Procter & Gamble International Operations, operating in the consumables sector, from 2014 to 2019 • Regional Director of Human Resources in India, the Middle East, and Africa, at Modern Products, Inc., a Saudi joint venture with Procter & Gamble International Operations, operating in the consumables sector, from 2016 to 2019 • Manager of Development and Training in Saudi Arabia and Government Relations, Modern Products, Inc., a Saudi joint venture with Procter & Gamble International Operations, operating in the consumables sector, from 2014 to 2016 • Senior Specialist in Human Capital, Al-Dara Medical Corporation, a Saudi joint stock company, operating in the medical field, 2014 • Assistant Professor of Management, University of Wisconsin-Whitewater, an American university, operating in the higher education sector, from 2013 to 2014 • Assistant Manager of Human Resources at the Western Region, Etihad Etisalat (Mobily), a Saudi limited liability company, operating in the communications sector, from 2007 to 2010 • Customer Service Representative, Magrabi Hospitals and Centers, a Saudi limited liability company, operating in the medical service sector, from 2004 to 2005

Executive Management

Name	Filippo Sgattoni
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration and Innovation, Polytechnic College of Milan, Italy, 1999 • Bachelor of Economics, University of Ancona, Italy, 1997
Current Positions	CEO, the Company, from 2021 to date
Previous Positions	<ul style="list-style-type: none"> • Vice President and Group CFO, the Company, from 2015 to 2021 • Group controlling director, Autogrill, an Italian public joint stock company, operating in the restaurant and café management and operation sector, from 2012 to 2015 • Chief financial officer, Autogrill, an Italian public joint stock company, operating in the restaurant and café management and operation sector, from 2010 to 2012 • Chief financial officer, Autogrill, a public joint stock company in Germany, the Czech Republic and Poland, operating in the restaurant and cafe management and operation sector, from 2009 to 2010 • Chief financial officer, Autogrill, a Spanish public joint stock company, operating in the restaurant and café management and operation sector, from 2006 to 2009 • Finance director, HMSHost International, a branch of Autogrill, a Dutch public joint stock company, operating in the restaurant and cafe management and operation sector, from 2004 to 2006 • Business controller, Autogrill, an Italian public joint stock company, operating in the restaurant and café management and operation sector, from 1999 to 2004

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Executive Management continued

Name	Yaser AlMasri
Academic Qualifications	<ul style="list-style-type: none"> • Certified Financial Analyst, Chartered Financial Analyst Institute (CFAI), USA, 2016 • Certified Public Accountant, American Institute of Certified Public Accountants (AICPA), USA, 2010 • Master of Business Administration, New York University of Technology, Hashemite Kingdom of Jordan, 2009 • Bachelor of Accounting and Finance, Al-Ahliyya Amman University, Hashemite Kingdom of Jordan, 2007
Current Positions	CFO, the Company, 2021 to date
Previous Positions	<ul style="list-style-type: none"> • Finance Director, the Company, from 2015 to 2021 • Corporate financial manager, Philips Lighting, a Saudi closed joint stock company, operating in the lighting sector, from 2012 to 2015 • Assistant manager, PwC Office in Jordan and Saudi Arabia, a limited liability company, operating in the auditing and financial advisory sector, from 2007 to 2012

Name	Rasha AlSadhan
Academic Qualifications	Bachelor of English Literature and Linguistics, King Saud University, Saudi Arabia, 2004
Current Positions	Chief People & Culture Officer, the Company, from 2020 to date
Previous Positions	<ul style="list-style-type: none"> • Human resources business partner, Seera Group, an Emirati public joint stock company, operating in the travel and tourism sector, from 2019 to 2020 • Head of talent acquisition, Saudi Investment Bank, a Saudi public joint stock company, operating in the banking services sector, in 2018 • Leader, human resources, Ernst & Young, a Saudi limited liability company, operating in the consulting sector, from 2013 to 2018 • Human resources specialist, Care Co., a Saudi public joint stock company, operating in the hospital management sector, from 2012 to 2013 • Senior human resources advisor, KPMG, a Saudi limited liability company, operating in the consulting sector, from 2008 to 2012 • Customer service representative, Al Rajhi Bank, a Saudi public joint stock company, operating in the banking services sector, from 2007 to 2008 • Customer service representative, SADAD, a Saudi Government entity, operating in the payments sector, from 2004 to 2006

Name	Waleed Taky Hassan
Academic Qualifications	Bachelor of Accounting, Ain Shams University, Arab Republic of Egypt, 1999
Current Positions	Chief Procurement Officer, the Company, from 2021 to date
Previous Positions	<ul style="list-style-type: none"> • Procurement and supply chain Director - Saudi Arabia, the Company, from 2019 to 2021 • Supply chain manager - Saudi Arabia, the Company, from 2014 to 2019 • Procurement manager, the Company, from 2011 to 2014

Name	Khaled Ali Anwar Sayed Ahmed
Academic Qualifications	Bachelor of English, Ain Shams University, Arab Republic of Egypt, 1988
Current Positions	Chief Operating Officer, Dunkin'- North Africa, the Company, from 2019 to date
Previous Positions	<ul style="list-style-type: none"> • Regional country manager, Alamar Foods Egypt, an Egyptian limited liability company, operating in the restaurant and cafe management and operation sector, from 2011 to 2019 • Operations manager, Alamar Foods Egypt, an Egyptian limited liability company, operating in the restaurant and cafe management and operation sector, from 2005 to 2011 • Manager of development and new openings, Alamar Foods Egypt, an Egyptian limited liability company, operating in the restaurant and cafe management and operation sector, from 2004 to 2005 • Training , manager, Alamar Foods Egypt, an Egyptian limited liability company, operating in the restaurant and cafe management and operation sector, from 2000 to 2004 • Production Manager, Alamar Foods Egypt, an Egyptian limited liability company, operating in the restaurant and cafe management and operation sector, from 1995 to 2000 • Restaurant general manager, Kuwait Food Co. (Americana), a UAE limited liability company, operating in the restaurant sector, from 1992 to 1995 • Translator, King Saud Hospital, a Saudi Government hospital, operating in the medical sector, from 1990 to 1992

1. Names, qualifications, experiences, and current and previous positions of the Board and Committees' members and the Executive Management continued

Executive Management continued

Name	Khalid Alhokail
Academic Qualifications	<ul style="list-style-type: none"> Master of Computer Science, Washington University in St. Louis, USA, 2008 Bachelor of Computer Science, King Saud University, KSA, 2005
Current Positions	<ul style="list-style-type: none"> Chief Technology Officer, the Company, from 2019 to date Director, the Marketing Department LLC, a Saudi limited liability company, operating in the digital marketing sector, from 2018 to date
Previous Positions	<ul style="list-style-type: none"> Director of Restaurant Technology, the Company, from 2016 to 2019 Manager of E-Commerce, the Company, from 2014 to 2016 Managing Director, FutureSteps, a private Saudi institution, operating in the hardware, software and information technology trade sector, from 2010 to 2018 Executive manager, Value Added Services, Mobily, a Saudi public joint stock company, operating in the telecommunications sector, from 2012 to 2014 Researcher in Computer Sciences, King Abdulaziz City for Science and Technology, a Saudi Government scientific institution, operating in the science and technology sector, from 2004 to 2012

Name	Shobhit Tandon
Academic Qualifications	<ul style="list-style-type: none"> Master of Strategic Management, University of Hyderabad (ISB), India, 2012 Executive MBA, University of Ghaziabad (IMT), India, 2009 MBA, Symbiosis Institute of Management Studies (SIMS), Pune, India, 2005 Diploma in Hotel Management, Bangalore University (AHMCT & AN), India, 1999
Current Positions	Chief Digital & Technology Officer, the Company, from 2022 to date
Previous Positions	<ul style="list-style-type: none"> Chief Operating Officer Domino's - International Markets, the Company, from 2016 to 2022 Business head, Landmark Group, an Emirati closed joint stock company, operating in the food and beverages sector, from 2014 to 2016 General manager of Marketing, Domino's Pizza, Jubilant FoodWorks, an Indian public shareholding company, operating in the food and beverage sector, from 2006 to 2014 Operations manager, Radhakrishna Hospitality Services, an Indian limited liability company, operating in the food and beverages sector, from 2004 to 2006

Name	Ibrahem Alsuhaibani
Academic Qualifications	<ul style="list-style-type: none"> Executive Master of Business Administration (MBA), London Business School, UK, 2021 Bachelor of Business Management, Imam Mohammad Ibn Saud Islamic University (IMSIU), KSA, 2014
Current Positions	<ul style="list-style-type: none"> Chief Operating Officer, the Company, from 2022 to date Director, Drive7, a Saudi closed joint stock company, operating in the car service and maintenance center sector, from 2020 to date Owner, Mechraq for Design, a Saudi limited liability company, operating in designs, in 2020
Previous Positions	<ul style="list-style-type: none"> Chief Operating Officer Domino's - Saudi Arabia, the Company, from 2014 to 2022. Chief of Operations Domino's - Kingdom of Saudi Arabia in the Company from 2014 to 2021 Vice chairman, the FranWay, a Saudi closed joint stock company, operating in the franchising management sector, from 2018 to 2020 Director of business development, PHI, a Saudi limited liability company, operating in the advertising sector, from 2012 to 2014 Director of corporate communications, Atheel Holding, a Saudi limited liability company, operating in the investment and development management sector, from 2006 to 2012 Brand manager, the National Factory, a Saudi limited liability company, operating in the beverages production and distribution sector, from 2005 to 2006 Customer service officer, Al-Khuraiji Advertising (Leoprint), a Saudi limited liability company, operating in the advertising sector, from 2003 to 2005

2. Names of companies inside and outside the Kingdom in which a Board member is a member of their current or previous Board or a manager

Alamar Foods Company
 Himaat Al-Riyadah
 Abdulaziz AlJammaz and Brothers Company
 Ayar International Contracting Company
 Premium Choco Gift (Patchi)
 Derayah Financial
 Cedrus Invest Bank
 Benchmark
 Olaya Real Estate and Commercial Investment Company
 Saudi Allied Company for Chocolate & Gift (Patchi)
 Saudi Lebanon Chocolates & Sweets Factories Co. (Patchi)
 Sovana Cayman Islands
 Tamer Group
 SNB Capital
 IKK Group of Companies
 Middle East Paper Company (MEPCO)
 Al-Ahly Takaful Company
 Saudi Fransi for Finance Leasing
 Riyadh Care Hospital and Care Family Medicine Center
 Alshowaier Investment and Real Estate Development Co

3. Composition of the Board and classification of its members, as follows: Executive Directors, Non-Executive Director, Independent Director

Ibrahim Aljammaz	Chairman	Non-executive Director
Asim Aljammaz	Vice Chairman	Non-executive Director
Faisal Alsaggaf	Board member	Independent Director
May Alhoshan	Board Member	Independent Director
Deem Albassam	Board Member	Non-executive Director
Nawfal Trabelsi	Board Member	Independent Director
Zaki Alshowaier	Board Member	Independent Director

4. Procedures taken by the Board to inform its members, Non-Executive Directors in particular, of shareholders' suggestions and remarks on the Company and its performance

N/A, we have not received any suggestions as of yet. However, should any shareholders' suggestions and remarks on the Company and its performance, the Executive Team presents it to the Board and such remarks will be brought up in the next Board of Directors meeting, to discuss and process.

5. A brief description of the competencies and duties of committees, such as Audit Committee, Nomination Committee and Remuneration Committee indicating their names, their chairmen, members, number of their respective meetings, dates of those meetings and members' attendance details of each meeting

Audit Committee (AC)

The AC is composed of the 3 members including an expert in the financial affairs. The audit committee is composed of the following members:

Name	Faisal Omar Abbas Al-Saggaf Chairman of the Audit Committee/ Independent Director
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, Harvard Business School, USA, 1988 • Bachelor of Economics, Harvard University, USA, 1982
Current Positions	<ul style="list-style-type: none"> • Director, the Company, from 2021 to date • Head of the Company's Audit Committee, from 2021 to date • Director, Tamer Group, a Saudi closed joint stock company, operating in pharmaceuticals, health and cosmetic services, luxury products and perfumes, from 2021 to date • Director, SNB Capital, a Saudi closed joint stock company, operating in the asset management services, investment services, and fund and portfolio management sector, from 2021 to date • Director, IKK Group of Companies, a closed Saudi joint stock company, operating in the trade, manufacturing and contracting sector, from 2021 to date
Significant Past Professional Experience	<ul style="list-style-type: none"> • CEO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2018 to 2020 • Director, Middle East Paper Company (MEPCO), a Saudi joint stock company, operating in the paper industry sector, from 2016 to 2018 • Director, Al-Ahly Takaful Company, a Saudi public joint stock company, operating in the cooperative insurance sector, from 2014 to 2018 • Chief of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2013 to 2018 • CFO, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2006 to 2013 • Head of Strategy and Performance Management, the National Commercial Bank (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 2003 to 2006 • Financial Controller, Saudi Business Machines, a Saudi limited company, operating in the technological solution services sector, from 2000 to 2003 • Chief of Corporate Banking Group, Samba Financial Group (currently, the Saudi National Bank), a Saudi public joint stock company, operating in the banking services sector, from 1996 to 2000 • Chief of Corporate Banking Group, the Saudi Hollandi Bank (currently, Alawwal Bank), a Saudi joint stock company, operating in the banking services sector, from 1990 to 1991 • Assistant Chief of Corporate Banking Group, the Saudi American Bank (currently, the Saudi National Bank), a Saudi joint stock company, operating in the banking services sector, from 1983 to 1985

5. A brief description of the competencies and duties of committees, such as Audit Committee, Nomination Committee and Remuneration Committee indicating their names, their chairmen, members, number of their respective meetings, dates of those meetings and members' attendance details of each meeting continued

Audit Committee (AC) continued

Name	Silvano Sala Tisciat Member of the Audit committee/ Non-director member
Academic Qualifications	<ul style="list-style-type: none"> • Master of Business Administration, Bocconi School of Management, Italy, 1999 • Bachelor of Economics, Business Finance, Bocconi University, Italy, 1994
Current Positions	<ul style="list-style-type: none"> • Member, the Audit Committee, the Company, from 2019 to date • CFO, Abdulaziz AlJammaz and Brothers Company, a Saudi closed joint stock company, operating in investment activities in various sectors, from 2018 to date
Significant Past Professional Experience	<ul style="list-style-type: none"> • CFO, MGH Systems Group, a British closed joint stock company, operating in the telecommunications sector, from 2011 to 2017 • CFO, CRH Italia B.V., an Italian public joint stock company, operating in the building material sector, from 2007 to 2011 • CFO, OMV Officine Metallurgiche Ventura S.p.A., an Italian closed joint stock company, operating in the steel product sector, from 2004 to 2007 • Director for Europe, Analyst and Financial Planner, Perkin Elmer SBI, an Italian closed joint stock company, operating in the life sciences sector, from 2002 to 2004 • Senior Financial Analyst, Eli Lilly Italia SRL, an Italian limited liability company, operating in the pharmaceutical sector, from 2000 to 2002 • Financial Auditor, PricewaterhouseCoopers, an Italian closed joint stock company, operating in the accounting and legal auditing sector, from 1994 to 1998

Name	Silvio de Girolamo Member of the Audit committee/ Non-director member
Academic Qualifications	<ul style="list-style-type: none"> • Certificate of Foreign Trade, Pavia Chamber of Commerce, Italy, 1999 • Master of Business Administration, Bocconi University, Italy, 1999
Current Positions	<ul style="list-style-type: none"> • Member, the Audit Committee, the Company, from 2021 to date • Founder, SdG for Future Company, an Italian company, operating in the management consulting sector, from 2021 to date
Significant Past Professional Experience	<ul style="list-style-type: none"> • Director, CSR Manager Network, an Italian federation, operating in the corporate social responsibility sector, from 2014 to 2020 • Vice President, Associazione Italiana Internal Auditors, an Italian federation, operating in the internal auditing sector, from 2014 to 2020 • Member, the Sustainability Committee, Italy-America Chamber of Commerce, a US private non-profit organization, operating in commercial relations between the United States and Italy, from 2016 to 2019 • Director and member, the Public Affairs Committee, the EU Internal Audit Service - Brussels, a European association, operating in the internal audit sector, from 2012 to 2019 • Member, the Global Advisory Committee, the Institute of Internal Audit, a US institute, operating in the internal audit sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Autogrill S.p.A., an Italian joint stock company, operating in the food sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Alpha Retail, a limited company, operating in the retail clothing, appliances, dry goods, household appliances and groceries sector, from 2014 to 2018 • Member of the Supervisory Board of Directors, Autogrill Austria AG, an Austrian joint-stock company, operating in the food sector, from 2014 to 2018 • Head of Executive Audit and Corporate Social Responsibility, Autogrill Group, a joint stock company, operating in the food sector, from 2000 to 2018 • Member, Stakeholder Council Global Reporting Initiative - Netherlands, a global forum, the stakeholder sector, from 2011 to 2017 • Senior Auditor, Audit Division, Eni S.p.A., an Italian joint stock company, operating in the energy sector, from 1996 to 2000 • Senior Auditor, District Operations, Merloni Domestic Appliances, a joint stock company, operating in the wholesale distribution of electrical appliances, televisions and radios, from 1994 to 1996 • Senior Auditor, 3M Minnesota Manufacturing, a joint stock company, operating in adhesives, sheets, metal abrasive strips, dental products, electronic materials, medical products, and car care products, from 1992 to 1994 • Auditor, 3M Minnesota Manufacturing, a joint stock company, operating in adhesives, sheets, metal abrasive strips, dental products, electronic materials, medical products, and car care products, from 1991 to 1992 • Financial Supervisor, Coop Lombardia, an Italian cooperative company, operating in the general merchandise sector, from 1988 to 1990

5. A brief description of the competencies and duties of committees, such as Audit Committee, Nomination Committee and Remuneration Committee indicating their names, their chairmen, members, number of their respective meetings, dates of those meetings and members' attendance details of each meeting continued

The Audit Committee held (5) meetings during the fiscal year 2022 as follows:

#	Name	10 April 2022	15 May 2022	13 June 2022	14 August 2022	6 November 2022
1	Faisal Omar Al-Saggaf	√	√	√	√	√
2	Silvano Sala Tisciat	√	√	√	√	√
3	Silvio de Girolamo	√	√	√	√	√

Key: √ Present X Absent

The Audit Committee is responsible for, but not limited to, the following:

The duties and responsibilities of the Audit Committee include:

Financial reporting

- Analyzing the Company's interim and annual financial statements before presenting them to the Board and providing its opinion and recommendations thereon to ensure their integrity, fairness and transparency;
- Providing its expert opinion, at the request of the Board, regarding whether the Board's report and Company's financial statements are fair, balanced and understandable and contain information that allows Shareholders and investors to assess the Company's financial position, performance, business model and strategy;
- Analyzing any important or unusual issues contained in the financial reports;
- Accurately investigating any issues raised by the CFO or any person assuming his/her duties or the Company's compliance officer or Auditor;
- Examining the accounting estimates in respect of significant matters that are contained in the financial reports; and
- Considering the Company's accounting policies, expressing an opinion thereon and making recommendations to the Board of Directors with respect to them.

Internal Audit

- Considering and reviewing internal and financial control systems and risk management of the Company;
- Considering the internal audit reports and following up on the implementation of the corrective measures in respect of observations made in such reports;
- Monitoring and supervising the performance and activities of the internal auditor and the Internal Audit Department of the Company, if any, to verify the availability of the necessary resources and their effectiveness in performing the tasks and assignments entrusted thereto. If the Company does not have an internal auditor, the Committee shall submit its recommendation to the Board regarding the need to appoint an internal auditor; and
- Providing a recommendation to the Board on appointing the manager of the internal audit unit or department, or the internal auditor and suggesting his/her remunerations.

Auditor

- Making recommendations to the Board of Directors about nomination and dismissal of Auditors, determining their fees and evaluating their performance after checking their independence and reviewing their work scope as well as the terms of their contracts;
- Verifying the independence, objectivity and fairness of the Auditor and the effectiveness of auditing, taking into account relevant rules and standards;
- Reviewing the Auditor's plan and work, ensuring that he does not perform technical or administrative works that fall outside the scope of auditing, and submitting its opinions thereon;
- Responding to inquiries of the Company's Auditor;
- Studying the Auditor's report and the notes on the financial statements and following up the relevant actions.

Ensuring Compliance

- Reviewing the findings of the reports of supervisory authorities and ensuring that the Company has taken the necessary actions in connection therewith;
- Ensuring the Company's compliance with the relevant laws, regulations, policies and instructions;
- Reviewing contracts and transactions to be concluded by the Company with the related parties and expressing its views thereon to the Board of Directors; and
- Reporting to the Board any issues in connection with what it deems necessary to take action on, and providing recommendations as to the steps that should be taken.

Risk Management

- Developing a strategy and comprehensive policies for risk management that are consistent with the nature and volume of the Company, ensuring their implementation, and reviewing and updating them based on the Company's internal and external changing factors;
- Determining and maintaining an acceptable level of risk for the Company and ensuring that the Company does not exceed such level;
- Verifying the feasibility of the Company's continuity and the successful continuation of its activities, along with identifying risks that threaten its continuity during the next twelve months;
- Overseeing the Company's risk management system and evaluating the effectiveness of the systems and mechanisms for identifying, measuring and following up on risks to which the Company may be exposed in order to identify shortcomings;
- Periodically re-assessing the Company's risk appetite and risk to which it is exposed, for example, by conducting stress tests;
- Preparing detailed reports on the exposure to risks and the recommended measures to manage such risks, and presenting them to the Board;
- Providing recommendations to the Board on matters related to risk management;
- Ensuring the availability of adequate resources and systems to manage risks;
- Reviewing the organizational structure for risk management and making recommendations regarding the same before it is approved by the Board;
- Verifying the independence of the risk management employees from activities that may expose the Company to risk;
- Ensuring that the risk management employees understand the risks threatening the Company and seeking to raise awareness of the culture of risk; and
- Reviewing any issues raised by the Audit Committee that may affect the Company's risk management.

5. A brief description of the competencies and duties of committees, such as Audit Committee, Nomination Committee and Remuneration Committee indicating their names, their chairmen, members, number of their respective meetings, dates of those meetings and members' attendance details of each meeting *continued*

Nomination and Remuneration Committee (NRC)

The role of NRC is to review and decide on matters of nominations and remuneration as delegated by the Board. The Committee shall make decisions on such matters on behalf of the Board as it deems appropriate on any area within its responsibilities where action or improvement is desired.

Members of the NRC

May Alhoshan (Chairman)
Ibrahim Aljammaz (Member)
Akram Alahmadi (Member)

The Nomination and Remuneration Committee held (4) meetings during the fiscal year 2022 as follows:

#	Name	29 March 2022	25 May 2022	14 August 2022	6 November 2022
1	May Alhoshan	√	√	√	√
2	Ibrahim Aljammaz	√	√	√	√
3	Akram Alahmadi	√	√	√	√
4	Filippo Sgattoni	√	√	√	√
5	Rasha Alsadhan	√	√	√	√

√ Present X Absent

6. Where applicable, the means used by the Board to assess its performance, performance of its committees and members, and the external body which conducted the assessment and its relationship with the Company, if any

Not applicable

7. Disclose remuneration of the Board members and Executive Management as stated in Article (93) of the Corporate Governance Regulations

1. Disclose the remuneration policy and the method by which remunerations of the Board and executive management are determined

Alamar Foods Company has adopted the Policy for Remuneration of Members of the Board of Directors and Members of its Committees and the Executive Management (the "Policy") in order to follow a clear policy and rules for remuneration and to ensure the application of optimal governance and application of the principles of disclosure and transparency in front of shareholders. This policy also aims to ensure the enactment of competitive reward programs and plans in a manner that attracts individuals with competence, ability and talent to work in the Board of Directors, its committees and the executive management, which contributes to improving the company's performance and achieving the interests of its shareholders, in accordance with the standards and controls contained in the Companies Law and the Corporate Governance Regulations, and other relevant rules and regulations.

Party responsible for the policy

The Nomination and Remuneration Committee of the Board of Directors is the body responsible for managing and monitoring the implementation of this policy.

Board of Directors remuneration regulations

- The remuneration of a member of the Board of Directors - for the work of the Board of Directors - shall be a certain amount, according to what is specified in Appendix No. (1) of the policy, in addition to any attendance allowance for meetings, in-kind benefits, or a certain percentage of the net profits, and it is permissible to combine two or more of these advantages.
- The remuneration received by a member of the Board of Directors shall be fair and commensurate with the member's competencies, works and responsibilities carried out by and borne by the members of the Board of Directors, in addition to the goals set by the Board of Directors to be achieved during the fiscal year.
- The bonus is held or refunded if it appears that it was decided on the basis of inaccurate information provided by a member of the Board of Directors.
- The entitlement to the reward shall be proportionate with the number of board meetings attended by the member.
- The remuneration of the members of the Board of Directors and its committees shall take into consideration what is stated in the relevant rules and regulations.
- In all cases, the total remuneration received by a member of the Board of Directors does not exceed what is required by the regulations and controls set by the competent authority, and within the limits stipulated by the Companies Law and its regulations.
- The member deserves a reward for the additional executive, technical, administrative, or advisory work or positions assigned to him in the company, in addition to the reward that they can get in their capacity as a member of the Board of Directors and in the committees formed by the Board of Directors in accordance with the Companies Law and the company's bylaws.

Committees' remuneration regulations

- The remuneration for membership of committees derived from the Board of Directors consists of an annual bonus, allowances for attending meetings, and other entitlements as indicated in this policy.
- The Board of Directors determines and approves the annual remuneration for the membership of its committees based on the recommendation of the Nomination and Remuneration Committee.
- As an exception to the provisions of paragraphs (1) and (2) of Article Five of the Policy, the Audit Committee membership remuneration consists of an annual bonus, allowances for attending meetings, and other entitlements as indicated in the Audit Committee policy.
- When forming the membership of the committees related the Board of Directors, the number of committees that a member of the Board can occupy is taken into account, so that the total remunerations that a member receives for his membership in the Board and committees does not exceed the maximum limit stipulated in the Companies Law.

Executive Management remuneration regulations

- The annual remuneration for the CEO of the company is determined based on his achievement of the financial, strategic and other goals in accordance with the policy approved by the company.
- The annual remuneration for the executive management in the company is calculated according to the policy and mechanism for the annual remuneration approved by the company.
- The salaries and benefits allocated to the executive management are determined to include the basic salary, benefits and allowances based on the approved policy in the company.

2. Provide an accurate, transparent and detailed disclosure in the Board's report on the remunerations granted to Board members and Executive Management, directly or indirectly, without any omission or misleading information, and whether these were in cash or other benefits of any nature. In case they were shares of the Company, the recorded value of shares is the market value on the entitlement date

The details of the remunerations have been included in the disclosures provided in point 4.

3. Explain the relationship between the remunerations granted and the applicable remuneration policy, highlighting any significant deviation from such policy

The remunerations granted closely follow the Policy for Remuneration of Members of the Board of Directors and Members of its Committees and the Executive Management, and there is no deviation on record.

7. Disclose remuneration of the Board members and Executive Management as stated in Article (93) of the Corporate Governance Regulations continued

4. A description of the necessary details with respect to the remunerations and compensations granted to each of the following, separately

- Board members
- Five Senior Executives who have received the highest remuneration from the Company, provided that the chief executive officer and chief financial officer are among them.
- Members of committees.

Board Members Remuneration			
	Fixed Remuneration		
	Board Session Attendance Allowance	Committee Session Attendance Allowance	Total
First: Independent Members			
1. Faisal Alsaggaf	250,000 SAR	100,000 SAR	350,000 SAR
2. May Alhoshan	250,000 SAR	100,000 SAR	350,000 SAR
3. Deem Albassam	187,500 SAR	-	187,500 SAR
4. Nawfal Trabelsi	62,500 SAR	-	62,500 SAR
5. Zaki Alshowaier	62,500 SAR	-	62,500 SAR
Second: Non-Executive Members			
1. Ibrahim Aljammaz	250,000 SAR	100,000 SAR	350,000 SAR
2. Asim Aljammaz	250,000 SAR	-	250,000 SAR

Senior Executives Remuneration*							
	Fixed Remuneration			Variable Remuneration			Grand Total
	Salaries	Allowances	Total	Periodic Remunerations	Long term incentive plan	Total	
Total	3,554,088 SAR	1,243,920 SAR	4,798,008 SAR	723,697 SAR	742,800 SAR	1,466,497 SAR	6,264,505 SAR

*This table includes the total remuneration of the Company's top five senior executives including the CEO and CFO.

Committee Members Remuneration		
	Remuneration	Total
Audit Committee		
1. Faisal Alsaggaf	100,000 SAR	100,000 SAR
2. Silvio de Girolamo	100,000 SAR	100,000 SAR
3. Silvano Tesclat	100,000 SAR	100,000 SAR
Remuneration and Nomination Committee		
1. May Alhoshan	100,000 SAR	100,000 SAR
2. Ibrahim Aljammaz	100,000 SAR	100,000 SAR
3. Akram Alahmadi	100,000 SAR	100,000 SAR

5. A statement of the Board members' remuneration as employees or managers, or payments received in exchange for technical, administrative and consultancy works

Not applicable

8. Any sanction, penalty, preventive measure or precautionary restriction imposed on the Company by the CMA or any other supervisory, regulatory or judiciary authority, describing reasons for non-compliance, the imposing authority and the measures undertaken to remedy and avoid such non-compliance in the future

Penalty by Tadawul for the delay in announcing the first OGM results by market opening.

The delay was due to human error, and a disclosure policy is being created to ensure better compliance with compulsory announcements in the future.

9. Results of the annual review of effectiveness of internal control procedures of the Company and the opinion of the audit committee with respect to adequacy of Company's internal control system

Alamar Audit Committee has approved, on 13 June 2022, a 3-years risk-based Internal Audit Plan, and the audits are being conducted as per the approved plan. The audits have been conducted to provide reasonable assurance of the adequacy and effectiveness of the risk management, governance, and internal control processes.

The internal control system has an important role to play in the success of any organization, and Alamar is committed to ensuring an effective internal control system to achieve regulatory objectives, asset protection, accurate internal and external reporting, risk reduction and adherence to regulatory requirements.

9. Results of the annual review of effectiveness of internal control procedures of the Company and the opinion of the audit committee with respect to adequacy of Company's internal control system continued

The Audit Committee oversees the Internal Audit work, which periodically reviews the adequacy and effectiveness of the internal control system, to provide a continuous assessment of the internal control system and its effectiveness. The Committee also reviews the External Auditor's reports and management letter, which might include any lack of internal control noted by the External Auditor as part of his internal controls assessment.

Based on the above, the Audit Committee believes that the company's internal control system is well designed and provides reasonable assurance on financial reporting reliability, operational efficacy and regulatory compliance without any material deficiency or material weakness.

The Audit Committee extends its sincere thanks to the Board of Directors for its support to the Committee to fulfil its roles and responsibilities and the Executive Management for providing all the data requested to perform the duties of the Committee.

10. Audit Committee's recommendation on the need for appointing an internal auditor for the Company, if there is no internal auditor

We have an active internal audit function.

11. The Audit committee's recommendations that are in conflict with the Board's resolutions or those which the Board disregarded, relating to appointment, dismissal, performance assessment or determining the remuneration of an external auditor, as well as justifications for those recommendations and reasons for disregarding them

N/A.

12. Details of the Company's social contributions, if any

Alamar contributed to Ehsan National Platform for Charitable Work an amount of SAR 1 million, and contributed to Ministry of Municipal, Rural Affairs and Housing an amount of SAR 100 thousand.

Alamar performed a number of Pizza donation campaigns to different parties, including the Pizza for Good campaign during the Holy month of Ramadan.

13. A statement of the dates of the General Assembly meetings held during the last fiscal year and the names of the Board members who attended them

November 13, 2022
Ordinary General Assembly (First Meeting)
BOD attendees: Ibrahim Aljammaz

14. A description of the principal activities of the company and its affiliates. If two or more activities are described, a statement must be included giving for each activity its effect on the company's business, the turnover and contribution to trading results attributable to it

Alamar Foods is a leading Quick Service Restaurant ('QSR') operator, and the exclusive master franchisee of Domino's in the Middle East, North Africa, and Pakistan (MENAP) region, and the exclusive master franchisee of Dunkin' in Egypt and Morocco.

The principal activities of the Company are operating restaurants with service, and undertaking fast food activities, including pizza stores.

15. A description of the company's significant plans and decisions (including any restructuring, business expansion or discontinuance of operations of the issuer), the future prospects of the company's business and any risks facing the issuer

The Group's plan on growth is to be a multi-brand operator, that brings together distinct yet complementary well-established brands, with the ultimate objective of achieving sustainable and profitable growth. The Group has a strong eye on growth and is investing in world-class services to enable efficient operations and drive competitive advantages for its customers, all while each brand maintains its own distinct identity and dedicated business structures.

The Group pursues a sustainable and profitable growth strategy oriented toward a long-term vision, based on the needs of its customers, stakeholders and the opportunities of the global market. The Group's strategy is composed of five major pillars:

1. Technology;
2. Product;
3. Operational excellence;
4. Customer service; and
5. Growth.

The Group's ability to understand current and future trends is an essential element in its approach to innovation, which enables it to maintain a competitive and long-lasting advantage in each of the markets in which it operates.

The Group has a host of avenues for future growth including the following:

- offering various options to cater to consumer behavior;
- increasing the Group's footprint in existing markets;
- expanding into new and untapped markets covered by the Domino's Master Franchise Agreement;
- tapping into changes in lifestyles and demographics, particularly taking into consideration the Kingdom's Vision 2030; and
- increasing focus on customer relationship management and loyalty.

In addition, the Group adopts a scalable platform with strong potential to incorporate new complementary quick service restaurant (QSR) brands which can capitalize on the Group's reputation and economies of scale.

16. Information on any risks facing the Company (operational, financial or market related) and the policy of managing and monitoring these risks

Not applicable.

The Audit Committee believes that the company's internal control system is well designed and provides reasonable assurance on financial reporting reliability, operational efficacy and regulatory compliance without any material deficiency or material weakness.

17. A summary, in the form of a table or a chart, of the assets and liabilities of the company and of the company's results for the last five financial years or from incorporation date, whichever is shorter

In SAR	2018	2019	2020	2021	2022
Assets	447,917,412	473,452,476	611,603,132	749,906,141	761,197,815
Liabilities	156,939,495	235,222,784	384,610,722	409,541,250	427,639,786
Revenue	375,160,330	457,271,256	695,448,075	868,136,005	1,075,892,373
Net profit	(2,426,851)	16,272,656	55,922,992	117,408,237	115,259,636

18. A geographical analysis of the company's gross revenues and its affiliates

In SAR	Kingdom of Saudi Arabia	Other GCC and Levant	North Africa	Total
Revenue	714,314,619	225,056,431	136,521,324	1,075,892,374

19. An explanation for any material differences in the operating results compared to the previous year or any announced forecast made by the company

Year 2022 sales was SAR 1,075.9 million, which increased by 23.9% compared to last year, driven by same store sales growth, in addition to the opening of 68 new corporate stores during the year.

Year 2022 reported net income was SAR 115.3 million, which is slightly lower by 1.8% compared to last year, mainly attributed to the Employee Stock Ownership Plan "ESOP" cost, which was issued in year 2022 along with the IPO, amounting to around SAR 16.0 million.

Year 2022 adjusted net income excluding the ESOP cost was SAR 131.3 million, which is higher by 11.8% compared to last year.

Total assets by end of year 2022 was SAR 761.2 million, which increased by SAR 11.3 million compared to last year, mainly driven by the increase in property and equipment as a result of opening new stores during the year, in addition to the increase in inventory and trade and other receivables balances. Such increases were partially offset with the decrease in other assets balances, mainly the decrease in due from related parties which were settled during the year.

Total liabilities by end of year 2022 was SAR 427.4 million, which increased by SAR 17.9 million compared to last year, mainly driven by the increase in accounts payable balances, in addition to the increase in employee benefits which is partially related to the ESOP liability balance.

Net cash generated from operating activities in year 2022 was SAR 229.0 million, which increased by 18.6% compared to last year. Net cash used in investing activities in year 2022 was SAR 74.1 million, which increased by 52.1%, mainly driven by the investment in opening the new stores during year 2022. Net cash used in financing activities in year 2022 was SAR 175.4 million, which increased by 130.1%, mainly due to dividends paid during year 2022 amounting to SAR 98.0 million.

20. Explanation for any departure from the accounting standards issued by SOCPA (Saudi Organization for Certified Public Accountant)

Financial Statements have been prepared in accordance with International Financial Reporting Standards (IFRS) that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants (SOCPA).

21. The name of every affiliate, its share capital, the company's ownership percentage in it, its main business, its principal country of operation and its country of incorporation; and

22. The particulars of the issued shares and debt instruments issued by every affiliate

Name of the Company	Country of incorporation	Principal country of operation	Share capital	Principal activity (main business)	Ownership percentage
Alamar Foods Company LLC	Amman, Jordan	Amman, Jordan	1,100,000 Jordanian Dinar	Establishing, operating and managing Quick Service Restaurants	75%
Alamar Foods Company LLC	Cairo, Egypt	Cairo, Egypt	122,000,000 Egyptian Pound	Establishing, operating and managing Quick Service Restaurants	99%
Alamar Foods LLC	Doha, Qatar	Doha, Qatar	200,000 Qatari Riyal	Establishing, operating and managing Quick Service Restaurants	99%
Alamar Foods DMCC	Dubai, UAE	Dubai, UAE	500,000 Emirati Dirham	Establishing, operating and managing Quick Service Restaurants	100%
Alamar Foods LLC	Dubai, UAE	Dubai, UAE	300,000 Emirati Dirham	Establishing, operating and managing Quick Service Restaurants	99%
Alamar Foods Company W.L.L	Manama, Bahrain	Manama, Bahrain	20,000 Bahraini Dinar	Establishing, operating and managing Quick Service Restaurants	99%
Alamar Foods SARL	Beirut, Lebanon	Beirut, Lebanon	6,166,000,000 Lebanese Pounds	Establishing, operating and managing Quick Service Restaurants	95%
HEA Trade and Services Company	Rabat, Morocco	Rabat, Morocco	3,000,000 Moroccan Dirham	Establishing, operating and managing Quick Service Restaurants	49%

23. Description of the company's dividend policy

Each Shareholder is entitled to the rights and liabilities attached to the Shares, including the right to receive a portion of the dividends declared. The Board of Directors shall make a recommendation on the declaration of dividends to the approval of the Shareholders. Any decision to do so will depend on, among other things, the Company's historic and anticipated earnings and cash flow, financing and capital requirements, market and general economic conditions, the Company's Zakat position, and such other factors as the Board deems relevant, in addition to legal and regulatory considerations. The Company's expectations regarding these factors are dependent on many assumptions, risks and uncertainties that may be beyond the Company's control.

23. Description of the company's dividend policy *continued*

The Company intends to distribute interim dividends to its Shareholders to enhance the value received by such Shareholders in line with the Company's profits, financial position, restrictions on the dividend distribution under financing and debt agreements, results of the Company's activities, current and future cash requirements, expansion plans, investment requirements, and other factors including the analysis of the Company's investment opportunities and re-investment requirements, monetary and capital requirements, trade expectations and the impact of any such distributions on any legal and regulatory considerations. In addition, Investors willing to invest in Offer Shares should be aware that the Dividend Distribution Policy may change from time to time.

The Company's net profits will be distributed after deducting all general expenses and other costs as follows:

- 10% of the net profit shall be set aside to form a statutory reserve. Such allocations to the statutory reserve may be discontinued by the Ordinary General Assembly when the statutory reserve amounts to 30% of the Company's share capital.
- The Ordinary General Assembly may, based on the proposal of the Board of Directors, set aside a certain percentage of the net profits to build up a contractual reserve to be allocated for a specific purpose. The contractual reserve shall be used only by a resolution adopted by an Ordinary General Assembly. The contractual reserve may not be earmarked for a specific purpose. In this case, the Ordinary General Assembly may, upon the proposal of the Board of Directors, decide to spend it for the benefit of the Company and the Shareholders.
- The balance shall be used as the basis to distribute dividends to the Shareholders, provided that it shall not be less than 5% of the paid-up capital.
- The Company may distribute interim dividends to its Shareholders on a quarterly or semi-annual basis in accordance with the rules approved by the competent authority.

24. A description of any interest in a class of voting shares held by persons (other than the company's directors, senior executives, and their relatives) that have notified the company of their holdings pursuant to Article 85 of the Listing Rules, together with any change to such interests during the last financial year

During the last financial year, the Company has not received notification of any new, or change in, interest or voting shares belonging to persons other than the Company's directors, senior executives and their relatives.

25. A description of any interest, contractually based securities, and subscription rights of the company's board members, senior executives and their relatives in the shares or debt instruments of the company or any of its affiliates, together with any change to such interest or rights during the last financial year

#	Name	Position	Nationality	Status	Direct Ownership	Indirect Ownership
1	Ibrahim AlJammaz	Chairman of the Board	Saudi	Non-executive	-	3.9747%
2	Asim AlJammaz	Vice Chairman	Saudi	Non-executive	-	0.1142%
3	Zaki Alshowaier	Director	Saudi	Independent	0.1412%	-
4	Abdulaziz Ali Alshowaier	Relative of board member	Saudi	-	2.3%	-

26. Information relating to any borrowings of the company (whether repayable on demand or otherwise), and a statement of the aggregate indebtedness of the company and its affiliates together with any amounts paid by the company as a repayment of loans during the year, the amount of the principal debts, the creditor's name, the loan term and the remaining amount. In case there are no loans outstanding for the issuer, the company must provide an appropriate statement

The Group has obtained bank facilities in the form of loans and overdraft in Company HEA Trade and Services Company (Morocco) from local commercial banks. These facilities bear finance charges ranging between 3% - 6%.

Company name	Facility type	Facility amount	All in SAR		
			Repayment during the year	Remaining balance	Loan term (months)
HEA Trade and Services Company (Morocco)	Loan	764,132	202,124	447,528	44
HEA Trade and Services Company (Morocco)	Loan	2,012,621	87,592	1,851,984	59
HEA Trade and Services Company (Morocco)	Loan	1,437,586	184,278	-	60
HEA Trade and Services Company (Morocco)	Overdraft	1,437,586	-	1,142,119	NA
Total		5,651,925	473,995	3,441,632	

27. A description of the classes and numbers of any convertible debt instruments, any contractually based securities, warrants, or similar rights issued or granted by the company during the financial year, together with the consideration received by the Company in return

There have been no convertible debt instruments, contractual securities, warrants or similar rights issued or granted by the Company during the financial year and no compensation has been received by the Company in this regard.

28. A description of any conversion or subscription rights under any convertible debt instruments, contractually based securities, warrants, or similar rights issued or granted by the company

There were no conversion or subscription rights under any convertible debt instruments, contractually based securities, warrants or similar rights issued or granted by the Company.

29. A description of any redemption or purchase or cancellation by the company of any redeemable debt instruments and the value of such securities outstanding, distinguishing between those listed securities purchased by the company and those purchased by its affiliates

There have been no redemption, purchase or cancellation by the Company of any redeemable debt instruments and no such instrument was outstanding.

30. Number of meetings of the directors held during the last financial year and the attendance record of each meeting listing names of the attendees

The Board of Directors held (4) meetings during the fiscal year 2022 as follows:

#	Name	11 April 2022	15 August 2022	7 November 2022	10 January 2022
1	Ibrahim AlJammaz (Chairman)	√	√	√	√
2	Asim AlJammaz (Vice Chairman)	√	√	√	√
3	Faisal AlSaggaf (Independent Director)	√	√	√	√
4	Deem AlBassam (Independent Director)	√	X	√	√
5	May AlHoshan (Independent Director)	√	√	√	√
6	Filippo Sgattoni (CEO)	√	√	√	√
7	Yaser AlMasri (CFO)	√	√	√	√
8	Aljohara AlMogbel (Group General Counsel)	X	√	√	√
9	Wadih Cortbaoui (Board Secretary)	√	√	√	√
10	Zaki Alshowaier (Board member)	⊗	⊗	⊗	X
11	Nawfal Trabelsi (Board member)	⊗	⊗	⊗	√
12	Louise Dumican (Resigned board member)	√	⊗	⊗	⊗
13	Lubna Qunash (Resigned board member)	√	⊗	⊗	⊗

√ Present X Absent ⊗ Was not part of the Board at the time

31. The number of the Company's requests of shareholders registry, dates and reasons thereof

Date of request	Reason for request
11 August 2022	Other purposes
1 September 2022	Dividends distribution purposes
12 October 2022	Other purposes
1 November 2022	Other purposes
29 November 2022	Dividends distribution purposes
8 February 2023	Other purposes
20 March 2023	Other purposes

32. A description of any transaction between the company and any related party

During the year, the Group entered into the following transactions with related parties (all is SAR):

Transactions with parent	
Contribution from shareholders	4,575,403
Payments (net of collections)	62,871,624
Dividends	74,120,913
Transactions with other shareholders	
Contribution from shareholders	11,572,898
Recharges	10,129,566
Payments (net of collections)	9,861,682
Dividends	28,693,280

32. A description of any transaction between the company and any related party continued

Transactions with associate / joint venture investment	
Sales of goods and other assets	396,142
Purchases	15,354
Expenses	328,229
Royalty, Opening Fees and technology fees	3,916,116
Collections and payments	3,114,463
Financing	225,000
Other charges	59,676
Transactions with entities under common control	
Expenses	58,226
Other charges	23,990
Collections and payments	34,781
Transactions with other related parties	
Expenses	5,317,930
Collections and payments	5,179,706
Other charges	4,373

The following balances were outstanding with related parties at the end of year 2022 (all is SAR):

Due from related parties	Nature of relationship	Balance
Alamar Foods Company LLC, Oman	Associate company	1,267,170
Kasual + limited liability company	Associate company	228,288
Yasmine Flower	Shareholder of subsidiary	1,200,303
Total		2,695,761

Due to related parties	Nature of relationship	Balance
AlJammaz Agriculture	Company under common control	47,200
Hakam El Abbas	Shareholder of subsidiary	2,208,648
Sovana Inc. USA	Others	3,276
Intermob	Others	75,815
Abdullah Ibrahim AlJammaz	Others	600
Alamar Foods For Restaurants Management WLL	Others	13,829
Total		2,349,368

33. Information relating to any businesses or contract to which the company is a party and in which a director of the company, a senior executive or any person related to any of them is or was interested, including names of the person in relation with such business and contract, in addition to the nature, conditions, durations and amount of the business or contract. or if there are no such businesses or contracts, the company must submit an appropriate statement

	Nature of contract	Annual contract amount	Contract term
1	Lease agreement	1,700,000 Saudi riyals	3 years
2	Lease agreement	1,130,000 Saudi riyals	15 years

34. A description of any arrangement or agreement under which a director or a senior executive of the company has waived any salary or compensation

Board of Directors members Ibrahim AlJammaz and Asim AlJammaz have waived their board member compensation for 2020-2021.

35. A description of any arrangement or agreement under which a shareholder of the company has waived any rights to dividends

No shareholder of the Company has waived any rights to dividends.

36. A statement of the value of any paid and outstanding statutory payment on account of any zakat, taxes, fees or any other charges that have not been paid until the end of the annual financial period with a brief description and the reasons thereof

Description	SAR		Reasons
	Paid during the year	Outstanding at year end	
Zakat	5,992,723	2,977,988	
Income tax	6,223,614	127,566	According to the requirements of the laws and applicable regulations
Value added tax	74,269,085	7,197,503	
Withholding tax	3,703,715	935,218	

37. A statement as to the value of any investments made or any reserves set up for the benefit of the employees of the company

Following a resolution of the Board of Directors on 8 September 2021, the shareholders in an extraordinary general assembly meeting on 28 October 2021 approved the purchase of 300,000 shares of the company at rate of SR 10 per share (par value) for allocation to the employee stock ownership plan "ESOP".

The awards are subject to graded vesting. 25% of the awards have vested upon listing in the Tadawul, 35% of the awards will vest on the first anniversary of listing, and the remaining 40% of the awards will vest on the second anniversary of listing, at which point in time, the awards will have fully vested.

The reconciliation of employee stock ownership plan awards during the year is as follows:

Outstanding as at 9 August 2022 opening (grant date)	209,000
Vested during the period - cash settled	(51,500)
Vested during the period - equity settled	(30,000)
Outstanding as at 31 December 2022	127,500

38. Declarations that:

- Proper books of account have been maintained.
- The system of internal control is sound in design and has been effectively implemented.
- There are no significant doubts concerning the company's ability to continue carrying out its activity .

The Board confirms that:

- Proper books of account have been maintained.
- The system of internal control is sound in design and has been effectively implemented.
- There are no significant doubts concerning the company's ability to continue carrying out its activity.

39. If the external auditor's report containing reservations on the relevant annual financial statements, the Board's report must highlight such reservations, their reasons, and any relevant information

There are no reservations in the external auditor's report concerning the annual financial statements for the year.

40. If the Board recommends that the external auditor should be changed before the lapse of the term for which it is appointed, the report must contain a statement to that effect and the reasons for such recommendation

The Board does not recommend replacing the external auditor before the end of its term.

41. Disclose details of treasury shares maintained by the Company, and details of utilizing such shares

Following a resolution of the Board of Directors on 8 September 2021, the shareholders in an extraordinary general assembly meeting on 28 October 2021 approved the purchase of 300,000 shares of the company at rate of SR 10 per share (par value) for allocation to the employee stock ownership plan "ESOP".

The following is the number of treasury shares movement during the year and the outstanding shares as at 31 December 2022:

Treasury shares outstanding as at 1 January 2022	300,000
Employees stock ownership plan vested shares	(30,000)
Treasury shares outstanding as at 31 December 2022	270,000

42. Details of implemented and non-implemented provisions of the Corporate Governance Regulations, and justifications thereof, including articles 90 and 93 thereof

The Corporate Governance Regulations have been fully implemented and accordingly justifications otherwise do not apply.



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