

2025
Annual Report
Board of Directors



OUR COUNTRY IS WITNESSING COMPREHENSIVE AND SUSTAINABLE DEVELOPMENT AND IS NOW IN THE SECOND PHASE OF VISION 2030. THIS PHASE TARGETS DEVELOPING NEW AND PROMISING SECTORS, SUPPORTING LOCAL CONTENT, IMPROVING THE BUSINESS ENVIRONMENT, EMPOWERING CITIZENS AND THE PRIVATE SECTOR, AND IMPROVING IMPLEMENTATION EFFICIENCY TO MEET OUR DEAR NATION'S EXPECTATIONS AND ASPIRATIONS.

KING SALMAN BIN ABDULAZIZ AL-SAUD
Custodian of the Two Holy Mosques

OUR NATION HOLDS STRONG INVESTMENT CAPABILITIES, WHICH WE WILL HARNESS TO STIMULATE OUR ECONOMY AND DIVERSIFY OUR REVENUES. OUR UNIQUE STRATEGIC LOCATION INTO A GLOBAL HUB CONNECTING THREE CONTINENTS, ASIA, EUROPE AND AFRICA. OUR GEOGRAPHIC POSITION BETWEEN KEY GLOBAL WATERWAYS, MAKES THE KINGDOM OF SAUDI ARABIA AN EPICENTER OF TRADE AND THE GATEWAY TO THE WORLD.

HIS ROYAL HIGHNESS MOHAMMED BIN SALMAN
Crown Prince, Prime Minister, Chairman of the Council of Economic and Development Affairs



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Board of Directors report to the shareholders of Al-Khaleej Training and Education Company for the fiscal year ending on 31/12/2025



About US

About Al Khaleej Training and Education Company

Since our inception in 1993, we have continuously strived to be partners in human development and supporters throughout all stages of their educational and professional journey. However, to achieve this to the fullest, it was necessary for us to adopt a larger and more significant project: **The Human Development Journey.**

It was a difficult challenge at first, but with clients who believe in our mission and a team working diligently to achieve it, this project has turned into a massive reality of local and international projects aimed at providing all the tools and resources a person needs to excel in all aspects of life, from early childhood to the stage of owning their own business. Our beginning was with a single training institute in Riyadh; today, we have reached numerous branches for men and women spread across 18 locations throughout the Kingdom, in addition to +13 private and international schools and several companies specialized in services, business solutions, contact centers, recruitment, and business development.

Our beginning was in the year **1993 AD**

distributed in **18 sites** across the Kingdom

More than **+13** Schools Local and International



+13

International and Private School



+300

Training Rooms



+24

Training Institutes



+160K

Clients



+15

Local and International Companies and Partnerships



+6K

Male and Female Employees



3

Contact Centers



+14K

Students

Our Sectors

Education Sector

Al Khaleej Training and Education Company owns the Rowad Al Khaleej International and National Schools chain for boys and girls, spread across more than +13 locations throughout the Kingdom of Saudi Arabia. In addition, it owns a large percentage of distinguished private schools such as Al-Roqi and Al-Riyadah Model Schools in Riyadh, and Al-Faisaliah in Jeddah. Our schools are distinguished by special education departments equipped with the best specialists, making them the first choice for special education categories (Autism, ADHD). We always strive to provide integrated educational services and raise the leaders of the future.



More than
+13
Locations
Around the Kingdom

Our schools are distinguished by the presence of **special education departments** equipped with the best specialized personnel

We always strive to provide integrated educational services and contribute to raising the leaders of the future.



مدارس رواد الخليج
Rowad AlKhaleej Schools



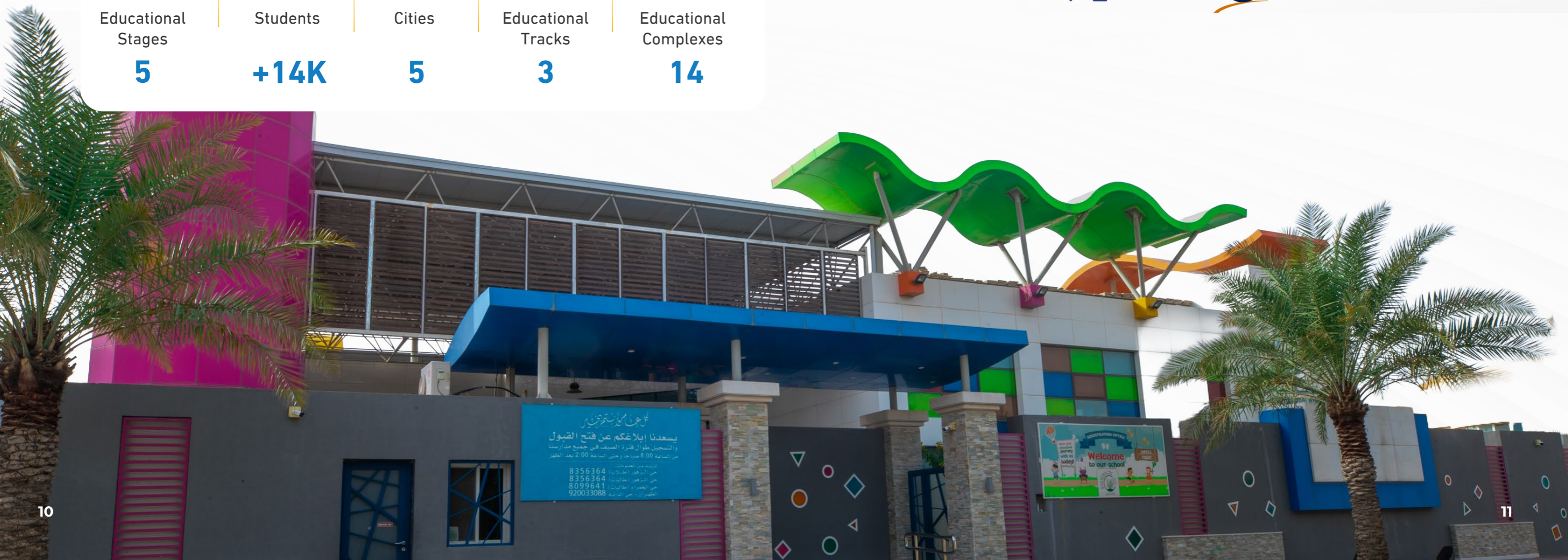
مدارس الرقي الأهلية



مدارس الريادة النموذجية
Al-Riyadah Schools



HEI SCHOOLS
AL KHOBAR
GOLDEN BELT



Our Sectors

Contact Center Sector

With 15 years of experience and an international ranking as the best outsourcing and contact center services provider in the Middle East and Africa, and among the top 100 companies in the Arab world according to Forbes International magazine, Smart Link – a subsidiary of Al Khaleej Training and Education Company – provides contact center and outsourcing services in the Middle East and Africa.



It was ranked among the top 100 companies in the Arab world according to Forbes magazine's global ranking.

Experience spanning more than

15 years

Ranked internationally as one of the best providers of contact center and outsourcing services in the Middle East and Africa

Forbes



Maintenance and Operation Services



Consulting Services



Manpower Supply and Management Services



ICT Services



+600
Operational Seats



+85
Clients



+120
Projects



+20K
Local Talents



Vision, Mission, Strategy, Values, and Objectives



Vision

To be your first choice on your journey towards knowledge, through our diverse services in the fields of education, training, employment, development, and providing professional career consultations and integrated business solutions.



Mission

We seek to be one of the best companies in the field of training, education, information and communication technology inside and outside the Kingdom of Saudi Arabia by providing distinguished, high-quality services that meet market needs and keep pace with global trends in the field of training, education and communication. We always strive to improve to the best and encourage innovation and creativity by relying on distinguished expertise. And national and foreign competencies to apply the best international standards and practices in all sectors of the company.



Values

Belonging, trust, transparency, absolute integrity, and working with the highest ethical standards, Excellence, excellence, commitment to the best and most accurate quality standards, innovation, creativity and professionalism in all sectors of the company, teamwork and effective communication with all the company's clients.



Strategy

Bringing the company to a prominent position locally and regionally. Leadership and excellence in the field of training, education, communication and information technology. Working according to the highest levels of international quality and providing distinguished products. Optimal exploitation of available material and human capabilities and resources. Continuing to research and satisfy customers' renewed needs.



Objectives

Providing integrated training and educational solutions of high quality that meet the needs of the local and regional market, are compatible with the company's values and principles, and are compatible with the Kingdom's Vision 2030. Continuously working to transfer international expertise to the local and Arab market with a local vision. Participate in local community activities and provide the necessary support in this field. Achieving an advanced position for the company in the local and international market. Working to maximize and increase shareholders' rights and continuously strive to grow their returns. Developing the professional competence of leadership and administrative human resources and creating an attractive and motivating work environment that achieves standards of excellence and consolidates a sense of belonging and institutional loyalty. Continuous development of all sectors of the company to enhance competitiveness and effective sustainability. Improving the quality of services provided in all sectors to ensure keeping pace with continuous technological development. Ensuring the provision of all training, educational and administrative services in accordance with standards of quality, efficiency and transparency. Establishing a culture of innovation in the institutional work environment.



Chairman's Statement

**The valued shareholders of Al Khaleej Training and Education Company
May Allah's peace, mercy, and blessings be upon you**

With feelings of pride in our past achievements and aspiration for the future, I am honored, on my own behalf and on behalf of my fellow members of the Board of Directors, to present to you the Annual Report of Al Khaleej Training and Education Company for the fiscal year ended 31 December 2025.

This report outlines the Company's financial performance, provides a summary of its compliance with the Corporate Governance Regulations, and presents information on the members of the Board of Directors and its committees. It further sets out the objectives and future plans across all Company sectors, reflecting our firm commitment to transparency, accountability, and responsibility toward our shareholders and stakeholders.

The year 2025 marked an important strategic milestone, during which we focused on consolidating our achievements and reinforcing operational foundations across our core sectors—training, education, and contact centers. These efforts underscore the Company's capability to advance its strategic vision and to align with the dynamic economic transformation taking place in the Kingdom of Saudi Arabia.

Our 2025 vision centered on enhancing institutional performance efficiency and investing in infrastructure and technological capabilities to ensure sustainable growth and long-term competitiveness. Under the continued guidance of the Board, executive management successfully implemented flexible administrative solutions aimed at improving operational quality and optimizing costs, while capitalizing on the opportunities arising from the initiatives of Saudi Vision 2030.

We consider the strengthening of our institutional foundations and the development of sustainable business models to be a strategic investment that will deliver enduring value to our shareholders and further reinforce the Company's position as a leading provider in the education, training, and contact center sectors.

Governance and institutional compliance remain fundamental pillars of our operations. During the year, we continued to enhance internal control systems and reinforce principles of transparency and disclosure to safeguard the rights of all stakeholders.

We firmly believe that strict adherence to the regulations and directives issued by the Capital Market Authority and other relevant regulatory bodies constitutes a cornerstone of the Company's stability and sustained growth. Accordingly, this report reflects our commitment to the highest standards of integrity, transparency, and professionalism in managing the Company's resources and developing its assets.

I would also like to express my sincere appreciation to the regulatory and licensing authorities supervising the Company's activities, namely the Technical and Vocational Training Corporation, the Ministry of Education, the Ministry of Commerce, the Capital Market Authority, and the Saudi Exchange (Tadawul), for their continued support, which has significantly contributed to the growth and sustainability of our sector.

I also extend my deepest gratitude to our valued shareholders and customers for their continued trust and confidence, and to all employees of Al Khaleej Training and Education Company for their dedication and unwavering commitment, which remain the foundation of the Company's achievements and its strengthened market position.

In conclusion, we look forward to further accomplishments during the fiscal year 2026, while maintaining our steadfast commitment to excellence and innovation and building a sustainable future for Al Khaleej Training and Education Company. We pray to Almighty God to continue to bless our nation with security and prosperity.

We also pray for the continued preservation and success of our wise leadership, the Custodian of the Two Holy Mosques, King Salman bin Abdulaziz Al Saud, and His Royal Highness the Crown Prince, Mohammed bin Salman Al Saud, and that He may bless our collective efforts as we work together to build a prosperous future for the education, training, and contact center sectors in our beloved homeland.

Chairman of the Board of Directors
Abdulaziz bin Rashid Al-Rashed



1 Applied Non-applied provisions of the Governance Regulations issued by the CMA, and reasons for non-compliance.

Al Khaleej Training and Education Company applies all mandatory provisions contained in the Corporate Governance Regulations amended by Capital Market Authority Board Resolution No. 8-5-2023 dated 25/06/1444 H corresponding to 18/01/2023 AD based on the Companies Law issued by Royal Decree No. M/132 dated 01 /12/1443 AH corresponding to 30/06/2022 AD, with the exception of some indicative provisions described below:

Article No.	Paragraph .No	Text of Article / Paragraph	Reasons for non-Compliance
Article 37	Paragraph 1:2	<p>Training: The Company shall pay adequate attention to the training and qualification of the Board members and the Executive Management, and shall develop the necessary programs required for the same, taking the following into account:</p> <ol style="list-style-type: none"> 1)preparing programmers for the recently-appointed Board members and Executive Management to familiarize them with the progress of the Company's business and activities, particularly the following: <ol style="list-style-type: none"> a. the strategy and objectives of the Company; b. the financial and operational aspects of the Company's activities; c. the obligations of the Board members and their duties, responsibilities and rights; d. the duties and competencies of the committees of the Board. 2) Establishing the necessary mechanisms for all members of the Board of Directors, members of committees, and executive management to obtain training programs and courses on an ongoing basis; In order to develop their skills and knowledge in areas related to the company's activities. 	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.
Article 39	Paragraph e & f	<p>The Assessment:</p> <ol style="list-style-type: none"> e. The Board shall carry out the necessary arrangements to obtain an assessment of its performance from a competent third party every three years. f. Non-Executive Directors shall carry out a periodic assessment of the performance of the chairman of the Board after getting the opinions of the Executive Directors, without the presence of the chairman of the Board in the discussion on this matter, provided that weaknesses and strengths shall be identified and a solution shall be proposed for the same in the best interests of the Company. 	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.
Article 67	0	<p>Composition of the Risk Management Committee: The Company's Board shall, by resolution therefrom, form a committee to be named the "risk management committee". Chairman and majority of its members shall be Non-Executive Directors. The members of that committee shall possess an adequate level of knowledge in risk management and finance.</p>	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.

Article 68	Paragraph 12 :1	<p>Competencies of the Risk Management Committee: The competences of the risk management committee shall include the following:</p> <ol style="list-style-type: none"> 1) Develop a comprehensive risk management strategy and policies commensurate with the nature and size of activities The company, verifying its implementation, reviewing and updating it based on internal and external variables For the company. 2) determining and maintaining an acceptable level of risk that may be faced by the Company and ensuring that the Company does not go beyond such level; 3) Ensuring the feasibility of the Company continuation, the successful continuity of its activities and determining the risks that threaten its existence during the following twelve (12) months; 4) overseeing the Company's risk management system and assessing the effectiveness of the systems and mechanisms for determining and monitoring the risks that threaten the Company in order to determine areas of inadequacy therein; 5) Regularly reassessing the Company's ability to take risks and be exposed to such risks (through stress tests as an example); 6) preparing detailed reports on the exposure to risks and the recommended measures to manage such risks, and presenting them to the Board; 7) providing recommendations to the Board on matters related to risk management; 8) ensuring the availability of adequate resources and systems for risk management; 9) reviewing the organizational structure for risk management and providing recommendations regarding the same before approval by the Board; 10) verifying the independence of the risk management employees from activities that may expose the Company to risk; 11) ensuring that the risk management employees understand the risks threatening the Company and seeking to raise awareness of the culture of risk; and 12) reviewing any issues raised by the audit committee that may affect the Company's risk management. 	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.
Article 69	0	<p>Meetings of the Risk Management Committee The risk management committee shall convene periodically at least once every six months, and as may be necessary.</p>	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.
Article 82	The paragraph 3:1	<p>Employee Incentives: The Company shall establish programmes for developing and encouraging the participation and performance of the Company's employees. The programmes shall particularly include the following:</p> <ol style="list-style-type: none"> 1) forming committees or holding specialized workshops to hear the opinions of the Company's employees and discuss the issues and topics that are subject to important decisions; 2) Programs for granting employees shares in the company or a share of the profits it achieves and retirement programs, and establishing an independent fund to spend on these programs. 3) establishing social organizations for the benefit of the Company's employees 	This clause has not been applied since it is for guiding purposes only, but it will be considered in the future.



Company's Compliance with Governance Regulations:

The company was keen to fully comply with the rules of corporate governance, as the Board of Directors established a governance system for the company that complies with the provisions of the Corporate Governance Regulations issued by the Capital Market Authority on 16/05/1438 AH corresponding to 13/02/2017 AD and its amendments, which includes the rules and standards regulating the management of the company and ensures the protection of shareholders' rights and the rights of stakeholders. Accordingly, the company approved its governance regulations and policies from the Board of Directors and the General Assembly of Shareholders in accordance with the Companies Law and the regulations and instructions of the Capital Market Authority, and upon the issuance of the Capital Market Authority Council Resolution No. 8 - 5-2023 dated 25/06/1444 AH corresponding to 18/01/2023 AD. Regarding the amendment of some articles of the Corporate Governance Regulations based on the Companies Law issued by Royal Decree No. M/132 dated 01/12/1443 AH corresponding to 30/06/2022 AD. The company has updated all of its governance regulations to comply with the amended Company Governance Regulations. Based on the above, the Board of Directors has established policies and procedures that ensure the company's respect for the rules and regulations and its commitment to disclosing essential information to shareholders, creditors and other stakeholders based on what is stipulated in the Corporate Governance Regulations, and based on the text of Article Ninety-One of the Corporate Governance Regulations issued by the Capital Market Authority. The company has committed to all terms and paragraphs of the mandatory articles of the governance regulations, as follows:



Rights of Shareholders and General Assembly

The Company has been keen to allow all shareholders to exercise their regulatory rights to obtain dividends or a share of the company's assets, in the event of liquidation. They have been allowed to attend shareholders' assemblies, participate in their deliberations, vote on their decisions, dispose of shares, monitor the work of the board, file liability lawsuits against board directors, and inquire and request information that does not harm the company or contravene with the capital market system and its implementing regulations.



Shareholders' access to information:

The Company makes all information fully accessible to all shareholders, without discrimination, in accordance with the policies of disclosure of major developments, financial data, and performance reports, in accordance with the legal requirements, applicable regulations, and instructions received from the competent authorities, to enable the shareholders to fully exercise their rights. Such information has always been complete, accurate, and regularly updated on the specified dates on the Saudi Stock Exchange's (Tadawul) website, the company's website.



Risk management:

The Company regards risk management as part and parcel of the activities and decision-making process. The company realizes the importance of the effective role of risk management in achieving its current and future success. The company is seeking to strike an acceptable balance between risks and profits, while striving to achieve its vision. Risk management is a vital part of the company's internal control functions and its governance arrangements. One of the benefits of risk management is that it has a logical, systematic method to contextualize, identify, analyze, evaluate, address, monitor, and report risks in a manner that allows the company to make appropriate decisions and respond in a timely manner to risks as they arise.



Policies and procedures related to disclosure and transparency:

Disclosure and transparency policies are part and parcel of the company's Corporate Governance Regulation. The board has established written policies and procedures regarding disclosure and transparency, which ensure fairness while providing the appropriate information on the appropriate time to investors to help them make investment decisions based on correct, complete information. Such policies also ensure that the information is not leaked to some investors while not reaching others. The company is committed to the policies and procedures established by the board, based on the relevant systems, the instructions received from the CMA, and the competent authorities, in order to enhance the level of disclosure and transparency. Al Khaleej Training and Education Company posts the quarterly and annual financial results on the Saudi Stock Exchange's (Tadawul) website during the statutory periods of publication and on the company's website. The company also publishes all the information related to the statutory disclosures or major developments in a timely manner. The company is always working to enhance the level of disclosure through the nature, type, and timing of information disclosed, while continuing to enrich the company's website with all the information that might help all stakeholders acquaint with the company's activities and the developments of its works, to make successful investment decisions.

The following is a statement of the company's disclosures on the Saudi Stock Exchange's (Tadawul) website and the company's website in 2025.

Date	Event
02/01/2025	Al Khaleej Training and Education Company announces the signing of a contract to operate the call center for the Zakat, Tax and Customs Authority
12/03/2025	Alkhaleej Training and Education Company announces that one of its subsidiaries (Advanced Communications Systems and Solutions Company - Smart Link) has signed a contract with the Saudi Commission for Health Specialties.
20/03/2025	Alkhaleej Training and Education Co. announces the board of director's decision to not distribute dividends for Fiscal year 2024
25/03/2025	Al-Khaleej Training and Education Company announces the signing of a long-term lease agreement under which it will lease its educational complex located in the Al-Jazirah district of Riyadh to Global School Holding Saudi Arabia for Education
25/03/2025	Alkhaleej Training and Education Co. announces its Annual Financial results for the period ending on 2024-12-31
26/03/2025	Al-Khaleej Training and Education Company announces the latest developments regarding the share purchase agreement to acquire 80% of the shares of Adwaa Al- Hedayah Private Schools for Boys and Girls by increasing its capital through the issuance of new shares with the shareholders of Adwaa Al- Hedayah Private Schools for Boys and Girls (a Saudi closed joint-stock company).
08/04/2025	AlKhaleej Training and Education Company announces that one of its subsidiaries (Advanced Communications Systems and Solutions Company - Smart Link) has signed a contract to acquire a percentage of the ownership shares of Mazaya Integrated Computer Solutions Company in the State of Kuwait.
17/04/2025	Alkhaleej Training and Education Company announces that one of its subsidiaries (Advanced Communications Systems and Solutions Company - Smart Link) has signed a contract with the Ministry of Commerce.
05/05/2025	The Board of Directors of AlKhaleej Training and Education Company invites its shareholders to attend the Ordinary general assembly meeting (first meeting) via technical means of transportation
06/05/2025	Additional announcement from AlKhaleej Training and Education Company regarding the previous announcement of the invitation to the Ordinary General Assembly (first meeting) to be held on 28/05/2025 AD via modern technology means
13/05/2025	Alkhaleej Training and Education Co. announces its Interim Financial results for the Period Ending on 2025-03-31 (Three Months)
21/05/2025	Al Khaleej Training and Education Company announces to its shareholders the date of the start of electronic voting on the items of the Ordinary General Assembly meeting (first meeting) through modern technology means (Reminder Announcement)

29/05/2025	Alkhaleej Training and Education Co. Announces the Results of the Ordinary General Assembly Meeting (First Meeting)
30/06/2025	Alkhaleej Training and Education Co. Announces an update on Extending the expiration date of the agreement from March 31, 2025, to June 30, 2025.
04/08/2025	Alkhaleej Training and Education Co. announces its Interim Financial results for the Period Ending on 2025-06-30 (Six Months)
13/08/2025	Alkhaleej Training and Education Company announces the signing of an agreement with Gordon Ramsay Holdings International Limited Culinary.
18/08/2025	AlKhaleej Training and Education Company announces that it will hold a conference call to discuss the results of the second quarter of 2025 with its esteemed shareholders via modern technology.
21/08/2025	Al Khaleej Training and Education Company announces the signing of a contract with the Tawuniya Insurance Company (related party)
21/09/2025	AlKhaleej Training and Education signs exclusive agreement with Dusit Thani College to deliver skills based vocational hospitality training programs in Saudi Arabia
12/10/2025	Alkhaleej Training and Education Co. Announces Contract Signing with Princess Nourah bint Abdulrahman UniversityAbdulrahman University
10/11/2025	Alkhaleej Training and Education Co. announces its Interim Financial results for the Period Ending on 2025-09-30 (Nine Months)
13/11/2025	AlKhaleej Training and Education Company announces that it will hold its meeting via technology to discuss the results of the third quarter of 2025 with its esteemed shareholders.
04/12/2025	Alkhaleej Training and Education Co. is pleased to announce to its valued shareholders and investors the launch of the new update to the Investor Relations page on the company's website.
30/12/2025	Alkhaleej Training and Education Company announces that one of its wholly-owned subsidiaries(Advanced Communications Systems and Solutions Company - Smart Link) has signed a contract with the Zakat, Tax and Customs Authority
31/12/2025	Alkhaleej Training and Education Company announces that one of its wholly-owned subsidiaries(Advanced Communications Systems and Solutions Company - Smart Link) has signed a contract with the Saudi Electricity Regulatory Authority

2 Names of members of board directors, committees, and executive management and their current and previous positions, qualifications, and experience

First Board of Directors Members



	Mr. Abdulaziz bin Rashid Abdul Rahman Al-Rashed (Chairman of the Board)	Mr. Naif bin Saleh Abdulaziz Al-Rajhi (Vice Chairman of the Board)	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan (Board Member)	Dr. Abdullah Bin Saghir Mohammed Al-Husseini (Board Member)	Eng. Mohammed bin Hamad Al-Quraisha (Board Member)	Mr. Abdul Malik bin Abdul Rahman Al-Sheikh Board Member	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi (Board Member)
Current position	Chairman of the Board Directors of Al-Rashed Group of Companies	Chairman and CEO of Naif Al Rajhi Investment Company	Chairman of the Board Directors of Mutakamela Insurance Company	Dean of Student Affairs Professor of Accounting and Auditing Prince Sultan National University in Riyadh	Chief Client Relations Officer	consultant	Co-Founder & Chairman Asas Gulf Capital Company
Previous position	Board Member Banque Saudi Fransi	Chairman and CEO of Naif Al Rajhi Investment Company	CEO ALKhaleej Training and Education Company	Professor of Accounting and Auditing at Prince Sultan National University in Riyadh	Senior Executive General Manager of Key Accounts and Corporate Sales at the Tawuniya Insurance Company	Senior Advisor at the Saudi Monetary Agency	Member of the Board of Directors of the Arab Company for Education and Training
Qualifications	Bachelor of Business Administration Werner Pacific University	High School in Sharia Sciences	Master of Electrical Engineering University of Wisconsin	PhD in Financial Accounting and Auditing from the University of Kent UK	Bachelor's degree in Industrial Engineering from King Abdulaziz University, an MBA from CBA, and a professional diploma in Board of Directors from IMD, Switzerland.	Bachelor of Computer Engineering from King Saud University	PhD in Applied Linguistics from Oklahoma State University, USA
Experience	51 years of experience in investment management	22 years of experience in real estate and financial investments, establishing companies, funds, partnerships, and acquisitions	40 years of experience in business administration, training, education, and information technology	33 years of experience in the field of financial accounting, auditing, financial and tax consulting	25 years of experience in general management, portfolio management, and strategic planning.	33 years of experience in the field of software and network development, project management, and development of Saudi network systems for payment systems	years of experience in 22 public administration and a board of directors in more than one company

Second

Names of members of board directors, committees, and executive management and their current and previous positions, qualifications, and experience

Executive Committee

No	Member Name	Current Position	Previous Position	Qualifications	Experience
1	Mr. Naif bin Saleh Abdulaziz Al-Rajhi (chairman of the Committee)	Chairman and CEO of Naif Al Rajhi Investment Company	Chairman and CEO of Naif Al Rajhi Investment Company	High School in Sharia Sciences	22 years of experience in real estate and financial investments, establishing companies, funds, partnerships, and acquisitions.
2	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed (Committee Member)	Chairman of the Board Directors of Al-Rashed Group of Companies	Board Member Banque Saudi Fransi	Bachelor of Business Administration Werner Pacific University	51 years of experience in investment management
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan (Committee Member)	Chairman of the Board Directors of Mutakamela Insurance Company	CEO ALkhaleej Training and Education Company	Master of Electrical Engineering University of Wisconsin	40 years of experience in business administration, training, education, and information technology.
4	Dr. Abdulkareem Hamad Abdulkareem Al-Najidi (Committee Member)	Co-Founder & Chairman Asas Gulf Capital Company	Member of the Board of Directors of the Arab Company for Education and Training	PhD in Applied Linguistics from Oklahoma State University, USA	22 years of experience in public administration and a board of directors in more than one company
5	Eng. Hatem bin Abdul Razzaq Saleh Aldryaan (Committee Member)	CEO ALkhaleej Training and Education Company	Deputy CEO of ALkhaleej Training and Education Company	Doctor of Business Administration	37 years of experience in the field of training and technology sector.

Nominations & Remuneration Committee

S/N	Name of Member	Current position	Previous position	Qualifications	Experience
1	Mr. Abdulmalik Abdulrahman Abdullah Al-Sheikh (chairman of the Committee)	consultant	Senior Advisor at the Saudi Monetary Agency	Bachelor of Computer Engineering from King Saud University	32 years of experience in the field of software and network development, project management, and development of Saudi network systems for payment systems
2	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan (Committee Member)	Chairman of the Board Directors of Mutakamela Insurance Company	CEO ALkhaleej Training and Education Company	Master of Electrical Engineering University of Wisconsin	40 years of experience in business administration, training, education, and information technology.
3	Dr. Abdullah Bin Saghir Mohammed Al-Husseini (Committee Member)	Dean of Student Affairs Professor of Accounting and Auditing Prince Sultan National University in Riyadh	Professor of Accounting and Auditing at Prince Sultan National University in Riyadh	PhD in Financial Accounting and Auditing from the University of Kent UK	33 years of experience in the field of financial accounting, auditing, financial and tax consulting
4	Eng. Mohammed bin Hamad Al Quraisha (Committee Member)	Chief Client Relations Officer	Senior Executive General Manager of Key Accounts and Corporate Sales at the Tawuniya Insurance Company	Bachelor's degree in Industrial Engineering from King Abdulaziz University, an MBA from CBA, and a professional diploma in Board of Directors from IMD, Switzerland.	25 years of experience in general management, portfolio management, and strategic planning.

Audit Committee

S/N	Name of Member	Current position	Previous position	Qualifications	Experience
1	Dr. Abdullah bin Saghir Mohammed Al-Husseini (chairman of the Committee)	Dean of Student Affairs Professor of Accounting and Auditing Prince Sultan National University in Riyadh	Professor of Accounting and Auditing at Prince Sultan National University in Riyadh	PhD in Financial Accounting and Auditing from the University of Kent UK	33 years of experience in the field of financial accounting, auditing, financial and tax consulting
2	Dr. Abdulkareem bin Hamad Abdulkarim Al-Najidi (Committee Member)	Co-Founder & Chairman Asas Gulf Capital Company	Member of the Board of Directors of the Arab Company for Education and Training	PhD in Applied Linguistics from Oklahoma State University, USA	33 years of experience in public administration and a board of directors in more than one company
3	Mr. Nabeel bin Ali Hassan Shoaib (Committee Member)	Board Member of Al Rajhi Takaful Company. Board Member of Gulf International Bank - Saudi Arabia Audit committee at Tatimah Capital	Global Head HSBC Amanah and Chief Operating Officer and Deputy CEO of HSBC Saudi Arabia	Holds a General Certificate of Education from London and CME1 certificate from the Capital Market Authority	He has over 36 years of experience in the banking sector at [Saudi First Bank], where he held several leadership positions. He also has over 10 years of experience as a board member and audit committee member.
4	Mr. Khalid bin Mohammed Abdulrahman Al-Eid (Committee Member)	General Manager of Internal Audit And a member of audit committees in several bodies	Risk Advisory Manager at KPMG Saudi Arabia	Master of Business Administration Degree From the University of Manchester UK Certified from the Saudi Organization for Certified Public Accountants	Over 18 years of experience in auditing, internal auditing, and conversion to international standards (IFRS) and a member of audit committees in more than one entity.

Third Executive Management



Eng. Hatem bin Abdul Razzaq Saleh Aldryaan

Current Position CEO	Qualifications Doctor of Business Administration
Previous Position Deputy CEO of AlKhaleej Training and Education Company	Experience 37 years of experience in the field of training and technology sector.



Mr. Sherif Esmat Abdel Samie Hussein

Current Position CFO	Qualifications Bachelor of Commerce Accounting Major Fellowship of the American Society of Auditors Fellowship of the American Association of Management Accountants
Previous Position Chief Financial Officer Eid Medical Company	Experience 34 years of experience in the field of financial accounting and auditing



Mr. Ismail bin Ahmed Al Hussein

Current Position Senior Vice President For Training Sector	Qualifications Bachelor of Accounting
Previous Position Vice President For Training Sector	Experience 27 years of experience in the training sector



Mr. Mohammed bin Abdullah bin Fawaz Al-Murshid

Current Position Senior Vice President For the education sector	Qualifications Bachelor of Arabic Language
Previous Position Head of Education Sector at Ibn Rushd Educational Company	Experience 35 years of experience in the education sector



3

Names of companies inside and outside the KSA, in which a director or a manager of the company are members of their board, currently or previously.

S/N	Name of member	Names of companies in which a director is a current board member or a manager	Inside/ outside KSA	Legal entity	Names of Companies in Which a Director Has Previously Served as a Board Member or a Manager	Inside/ outside KSA	Legal entity
1	Mr. Abdulaziz bin Rashid Abdul Rahman Al-Rashed	AlRashed Group Company	Inside	Not listed	Al-Khaleej Computers and Electronic Systems	Inside	Listed
		Abana Group Company for Projects	Inside	Not listed	Alshifa Medical Syringe Manufacturing Company	Inside	Not listed
		AL-Eayah Medical EST for Trade	Inside	Not listed	Banque Saudi Fransi (BSF)	Inside	Listed
		Al-Falak Electronic Equipment and Supplies Company	Inside	Not listed			
		Wellness	Inside	L.L.C			
2	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	Naif Al Rajhi Investment Company	Inside	L.L.C	First Sky Contracting Company	Inside	L.L.C
		Fairmont Ramla Serviced Residences	Inside	L.L.C			
		Ramadi Company Ltd.	Inside	L.L.C			
		Noor Union Investment Company	Inside	L.L.C	Tashkeel Union Company Ltd	Inside	L.L.C
		Naif Saleh Al Rajhi Real Estate Company	Inside	L.L.C			
		Memaar Development & Investment Company	Inside	Not listed			
		Irad Riyadh Investment and Real Estate Development Company	Inside	L.L.C			
		Saleh Abdulaziz Al Rajhi & Partners Company	Inside	L.L.C	Barakat Al Bader Real Estate Company	Inside	L.L.C
		Awfa Investment Company	Inside	Not listed			
		Safety Alliance Company Ltd.	Inside	L.L.C	Seventh of October Investment Company	Inside	L.L.C
		United Technical Construction Contracting Company	Inside	L.L.C			
		Alawa Logistics Company	Inside	L.L.C			
		Wellness	Inside	L.L.C			
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	Malaz Financial Company	Inside	Not listed	Arabian Cement Company	Inside	Listed
		AL-Eayah Medical EST for Trade	Inside	Not listed	Mutakamela Insurance Company	Inside	Listed
		Al Azm Al Saree Company	Inside	L.L.C	Saudi NetWorks Services Company	Inside	Listed
		Wellness	Inside	L.L.C			

4	Dr. Abdullah bin Saghir Muhammad AlHusseini	Saudi NetWorks Services Company	Inside	Listed	Al-Babtain Power and Telecom Company	Inside	Listed
		Al-Mowasat Medical Services Company	Inside	Listed	Mutakamela Insurance Company	Inside	Listed
		Masar Al-Numu Finance Company	Inside	Not listed	Deutsche Alkhaleej Finance Company	Inside	Not listed
5	Mr. Abdul Malik bin Abdul Rahman Abdullah Al Sheikh	Data Science Information Technology Company	Inside	O.P.C	N/A	--	--
		Nebras Financial Systems Company	Inside	L.L.C			
		Wafi Fintech Company	Inside	L.L.C			
		Geidea Technology Company	Inside	L.L.C			
		Umm Al-Qura Cement Company	Inside	Listed			
6	Eng. Mohammed bin Hamad Al-Quraisha	Umm Al-Qura Cement Company	Inside	Listed	N/A	--	--
7	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	Obeikan Glass Company	Inside	Listed	Al Jazira Takaful Cooperative Company	Inside	Listed
		Nayifat Finance	Inside	Listed	Yaqeen Financial Funds	Inside	Not listed
		Wabra Water Purification Company	Inside	Not listed	Abdullah Al Othaim Markets Company	Inside	Listed
		ASAS Gulf Capital Company	Inside	Not listed			



4 Board's composition and classification of directors:

S/N	Name of director	Position	Classification
1	Mr. Abdulaziz bin Rashid Abdul Rahman Al-Rashed	Board Chairman	Non-executive
2	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	Deputy Board Chairman	Non-executive
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	Director	Non-executive
4	Dr. Abdullah Bin Saghir Mohammed Al-Husseini	Director	Independent
5	Mr. Abdulmalik Bin Abdulrahman Abdullah Al-sheikh	Director	Independent
6	Eng. Mohammed bin Hamad Al-Quraisha	Director	Non-executive
7	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	Director	Independent

5 Procedures & Actions taken by the Board to inform its members (especially the non-executives) of the shareholders' proposals and comments regarding the company and its performance

The board of directors has not received any remarks from the shareholders regarding the company and its performance. The board always makes sure that the majority of the directors, especially non-executives, attend the general assembly meetings to listen to the shareholders' questions, inquiries, and recommendations regarding the company and its performance, respond to them, and document them in the minutes of the assemblies.

6 Brief description of the Main Board Committees' Functions & responsibilities committees.

First: Nomination and Remuneration Committee

- Brief description of the competencies and tasks of the committee:**
- Proposing clear policies and criteria for membership in the Board of Directors and the Executive Management.
 - Recommending the Board of Directors to nominate and re-nominate members in accordance with the approved policies and standards, taking into account not to nominate any person previously convicted of a breach of trust.
 - Preparing a description of the capabilities and qualifications required for membership of the Board of Directors and occupying executive management positions.
 - Annually reviewing the necessary needs for skills or appropriate expertise for membership of the Board of Directors and executive management functions.
 - Review the structure of the Board of Directors and the Executive Management and make recommendations regarding changes that can be made.
 - Establish special procedures in the event of a vacancy in the position of a Board of Directors or senior executives member.
 - Determining the weaknesses and strengths of the Board of Directors, and proposing solutions to address them in line with the company's interest.
 - Preparing a clear policy for the remuneration of the members of the Board of Directors and the committees emanating from the Board and the executive management, and submitting it to the Board of Directors for consideration in preparation for its approval by the General Assembly.
 - Clarifying the relationship between the rewards granted and the applicable rewards policy, and indicating any material deviation from this policy.
 - Periodically reviewing the rewards policy, and evaluating its effectiveness in achieving its intended goals.
 - Recommending to the Board of Directors the remuneration of the members of the Board of Directors.

S/N	Names of Nomination and Remuneration Committee members	Type of Membership	Number of meetings, their dates, and attendance record								
			By presence						Passing decisions		
			First 2025/03/19	Second 2025/03/25	Third 2025/09/10	Fourth 2025/10/16	Fifth 2025/12/07	Seventh 2025/12/22	First 2025/05/21	Second 2025/08/13	
1	Mr. Abdulmalik Bin Abdulrahman Abdullah Al-sheikh	Committee Chairman	✓	✓	✓	✓	✓	✓	✓	✓	✓
2	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	Member	✓	✓	✓	✓	✓	✓	✓	✓	✓
3	Dr. Abdullah Bin Saghir Mohammed Al-Husseini	Member	✓	✓	✓	✓	✓	✓	✓	✓	✓
4	Eng. Mohammed bin Hamad Al-Quraisha	Member	✓	✓	✓	✓	✓	✓	✓	✓	✓

✓ Attended in person
 ✓ Attended by delegating another board director
 ✗ Did not attend
 ✍ Passed decisions

The following tables detail all the remunerations disbursed to: Directors of the board-Senior executives.-Members of the committees

First: Board directors remunerations

Members Name	Fixed Remuneration						Variable Remuneration						End of Service	Grand Total	Expense Allowance
	Annual Remuneration(Specific Amount)	Board session attendance allowance	Total allowance for attending committee sessions	In-Kind Benefits	Remuneration for Technical, Managerial, and Consulting work	Remuneration of the Chairman, Managing Director or Secretary if he is a member	Total	Percentage of profits	Periodic remuneration	Short incentive plan	Long incentive plan	granted shares (Enter amount)			
Name	SAR'000	SAR'000	SAR'000			SAR'000								SAR'000	SAR'000
Independent Directors	Dr. Abdullah Saghir Muhammad AlHusseini	200	18	63	-	-	281	-	-	-	-	-	-	281	
	Mr. Abdul Malik bin Abdul Rahman Abdullah Al Sheikh	200	18	18	-	-	236	-	-	-	-	-	-	236	
	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	200	18	48	-	-	266	-	-	-	-	-	-	266	
	Total	600	54	129			783							783	
Non-Executive Directors	Name	SAR'000	SAR'000			SAR'000								SAR'000	SAR'000
	Mr. Abdulaziz bin Rashid Abdul Rahman Al-Rashed	300	15	3	-	-	318	-	-	-	-	-	-	318	
	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	200	15	6	-	-	221	-	-	-	-	-	-	221	
	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	200	18	24	-	-	242	-	-	-	-	-	-	242	
	Eng. Mohammed bin Hamad Al-Quraisha	200	18	18	-	-	236	-	-	-	-	-	-	236	
Total	900	66	51			1017							1017		

Second: Committee members remunerations Members

Committee	Name of members	Fixed remunerations (Excluding allowance for attending board meetings)	Attending board meeting allowance	Total
	Name	Thousand Riyals	Thousand Riyals	Thousand Riyals
Members of Audit Committee	Dr. Abdullah bin Saghir Muhammad Al-Husseini	150	45	195
	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	150	42	192
	Mr. Nabil bin Ali Hassan Shuaib	150	42	192
	Mr. Khalid Mohammed Al-Eid	150	45	195
	Total	600	174	774
Nomination and Remuneration Committee members	Name	Thousand Riyals	Thousand Riyals	Thousand Riyals
	Mr. Abdul Malik bin Abdul Rahman Abdullah Al Sheikh	50	18	68
	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	50	18	68
	Dr. Abdullah bin Saghir Muhammad Al-Husseini	50	18	68
	Eng. Mohammed bin Hamad Al-Quraisha	50	18	68
Total	200	72	272	
Executive Committee members	Name	Thousand Riyals	Thousand Riyals	Thousand Riyals
	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	50	6	56
	Mr. Abdulaziz bin Rashid Abdul Rahman Al-Rashed	50	3	53
	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	50	6	56
	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	50	6	56
	Eng. Hatem bin Abdul Razzaq Saleh Aldryaan	50	6	56
Total	250	27	277	

Third: Senior executives remunerations

Senior Executives	Fixed Remuneration				Variable Remuneration					End of Service	Total executive remuneration for the board, if any	Grand Total	
	Salaries	Allowances	In-Kind Benefits	Total	Periodic Remunerations	Profits	Short Term Incentive Plans	Long Term Incentive Plans	Granted Shares (enter amount)				Total
Name	SAR'000	SAR'000		SAR'000		SAR'000						SAR'000	
Senior Executives	4,620	-	-	4,620		2,480	-	-	-	-	322	-	7,422
Total	4,620	-	-	4,620		2,480	-	-	-	-	322	-	7,422

9 Penalties and fines imposed on the company

There is no penalty, sanction, precautionary measure or precautionary restriction imposed on the company by the Authority or by any other supervisory, regulatory or judicial authority.

10 Results of the annual review of the effectiveness of the internal control procedures of the company and opinion of the Audit Committee on the efficiency of the internal control system

Due to the importance of internal control procedures of the company, the board validates their effectiveness and efficiency on annual basis through reviewing them by the Audit Committee. The review includes an assessment of the efficiency and effectiveness of all policies, practices, and procedures of all the company's departments and the effectiveness of governance, risk management, and internal control, which enables the company to achieve its objectives and protect its assets.

The Audit Committee also looks into the effectiveness of the internal control procedures by reviewing the work of the external auditor of the company and internal auditing works of the company, concluding relevant recommendations to enhance them, and submitting such recommendations periodically to the board to ensure the efficiency and effectiveness of the internal control system in general.

The board stresses after conducting the annual review of the effectiveness of the internal control system of the company that there are no material results that have a major impact regarding the soundness of the financial and accounting systems and internal control related to the preparation of financial statements that need to be disclosed.

The Audit Committee believes, based on the annual confirmations and disclosures obtained from the executive management, that the internal control systems, financial controls, and risk management practices currently in place are operating with acceptable effectiveness, while still requiring improvements in certain aspects of their efficiency. It is noted that any control system, regardless of how well it is designed and effectively implemented, cannot provide absolute assurance.

11 The committee's recommendation regarding the appointment of an internal auditor in the company.

There is no recommendation from the Audit Committee to this effect since there is an internal auditor in the company already.

12 Recommendations of the Audit Committee contravening with the resolutions of the Board, or which the board has refused to consider regarding the appointment and dismissal of an internal auditor in the company, defining the fees, and assessment of performance thereof, or the appointment of an internal auditor, the reasons for such recommendations, and the reasons for not considering them.

There is no contradiction or rejection between the recommendations of the Audit Committee and the decisions of the Board of Directors.



13 Details of the company's social contributions.

Social Responsibility

AlKhaleej Training and Education Company believes in the importance of its role in contributing to societal development and enhancing the concept of social responsibility as an essential part of its institutional practices, in harmony with its mission in developing education and nurturing human capital. The company is keen on implementing sustainable societal initiatives and programs that contribute to supporting education and training, and skill development, in line with the objectives of Saudi Vision 2030 aimed at building a knowledgeable society, enhancing quality of life, and empowering national cadres.

During the year 2025, the company continued implementing a number of societal initiatives and programs aimed at supporting the educational process and enabling different groups of society to access training and professional qualification opportunities, in addition to promoting health and volunteer initiatives. Among the prominent initiatives are the following:

Supporting Educational and Community Initiatives

The company was keen to enhance its community partnerships with non-profit organizations, having established a collaboration with an association specializing in the care of amputees. This collaboration included providing educational and training discounts to beneficiaries of the association's services on the training programs and diplomas offered by the institutes and training centers affiliated with the company. Additionally, it involved providing free training slots, remote training programs, and organizing specialized awareness workshops aimed at supporting the beneficiaries and qualifying them academically and professionally.

Furthermore, the company provided financial support for the educational programs implemented by the Holy Quran Memorization Society in Al-Diriyah Governorate. This was to contribute to the implementation of educational programs, Quranic competitions, and cultural activities, thereby reinforcing educational and cultural values and supporting community initiatives with a positive impact.

Free Training Programs for Community Service

As part of the company's endeavor to expand the scope of utilization of education and training services, it executed a number of free training programs during the year 2025 in various professional and technical fields, benefiting community members across different regions of the Kingdom. The number of training programs provided exceeded (20), with over (200) beneficiaries, with the aim of developing their professional skills and enhancing their chances of joining the labor market.

Supporting Cooperative Training Programs and Qualifying National Cadres

In line with the Kingdom's efforts to develop national competencies and qualify youth for the labor market, the company provided free training programs for beneficiaries of cooperative training programs and professional qualification programs. This allows them to acquire practical experiences and develop their professional skills in a specialized training environment, contributing to enhancing their readiness to engage in the labor market.

Health and Volunteer Initiatives

The company implemented a number of health and volunteer initiatives targeting its employees and the community. Prominent among these was organizing a blood donation campaign in collaboration with the blood bank, in addition to organizing a "Medical Day" event in collaboration with a health insurance company. The event included providing medical consultations and awareness health check-ups, aimed at promoting health awareness and encouraging healthy behaviors among employees and community members.

The company reaffirms its continuation in developing its community programs and initiatives to enhance their positive impact on society, support sustainable development efforts, and align with the goals of Saudi Vision 2030 in developing human capital and enhancing quality of life.



14 A statement of the dates of the shareholder's general assemblies held during the last fiscal year and names of directors attending them.

During the fiscal year 2025, the Board of Directors held Three (1) extraordinary general assembly of shareholders, as follows

S/N	Names of Board Directors	Type of Assembly	Ordinary General Assembly
		Date of assembly	2025/05/28
		Attendance Record	
1	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed		✗
2	Mr. Naif bin Saleh Abdulaziz Al-Rajhi		✓
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan		✓
4	Dr. Abdullah Bin Saghir Mohammed Al-Husseini		✓
5	Mr. Abdulmalik Bin Abdulrahman Abdullah Al-sheikh		✓
6	Eng. Mohammed bin Hamad Al-Quraisha		✓
7	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi		✓

✓ Attended in person
✓ Attended by delegating another board director
✗ Did not attend

15 A description of the company's main types of activities and subsidiaries

The company exercises its main activities through several segments, i.e., the training segment, education segment, and the call center segment



First Activity: Training Sector

The training sector is divided into university projects management, business sector management and individual training centers management.

First: University Projects Management

As The company successfully manages five major preparatory year contracts across four universities, with teams comprising approximately 710 employees. This sector focuses on providing distinguished academic staff selected according to specific scientific criteria and standards set by the universities. In addition, the company offers innovative educational solutions and integrated human resources management services, ensuring that operations adhere to the highest quality standards.

To further its development, the company invests in enhancing the skills of its faculty members through their participation in internal and external conferences and by providing specialized training courses to enable them to perform better in their respective fields, thus contributing to raising the overall level of education.

Thanks to the company's focus on improving operational efficiency and adopting a new operational and pricing policy, it has significantly increased the profitability of this sector. The university projects sector recorded a 10% growth in profits compared to last year, according to preliminary unaudited results, reflecting significant success in achieving customer satisfaction and trust, as well as enhancing continuity and profitability compared to previous years.

Second: Business Management

This This sector focuses on providing specialized training services to companies and governmental and semi-governmental entities through various mechanisms, including price quotations, direct contracts, and participation in tenders and bids.

This year, we added overseas training (short-term scholarships) and also worked on consulting, establishing, and operating training centers for organizations and universities.

2025 witnessed growth in training fields, supported by increased demand for training programs in information technology, artificial intelligence, cybersecurity, security and safety projects, and maritime safety, which positively impacted the sector's performance. The sector also adopted improved collection mechanisms, resulting in a significant improvement in performance and a 12% increase in profitability compared to the previous year, according to preliminary unaudited results. This improvement reflects the company's ability to adapt to market demands and strengthen its position as a leading provider of integrated training solutions, along with its commitment to providing high-quality training services that align with market aspirations and the Kingdom's Vision 2030.

Third: Managing training centers for individuals

The Individual Training Centers Management includes 16 in-person training branches spread across most regions of the Kingdom, offering training in various fields (diplomas, long-term programs, and short-term programs).

The backbone of the Individual Training Centers' activity is the diploma program, which was the focus this year in line with the plan to ensure monthly revenue sustainability. In addition, new distance learning branches were launched, covering a wider geographical area at lower costs and higher profitability, thus building market confidence in distance learning.

Furthermore, programs were developed that align with the Kingdom's Vision 2030, such as data analysis, artificial intelligence, and professional certifications. These efforts have achieved remarkable success, with profitability growth reaching 3% compared to last year, according to preliminary unaudited results.

Summary of the overall growth performance of the training sector in 2025:

The sector achieved profit growth of 25% in 2025 compared to last year, according to preliminary unaudited results.



Second activity: Education Segment

Schools :

- Rawad Al Khaleej Schools Dammam (Al Zuhur District): Opened in August 2010, with a capacity of 2,578 students.
- Rawad Al Khaleej Schools Riyadh (Al Mugharazat District): Opened in September 2017, with a capacity of 3,420 students.
- Rawad Al Khaleej Schools Jeddah (Abhur District): Opened in September 2018, with a capacity of 1,800 students.
- Rawad Al Khaleej Buds Riyadh (Al Sahafa District): The property was sold to Al Rajhi REIT and leased back, accommodating approximately 450 students.
- Rawad Al Khaleej Buds Dhahran: The property was sold to Al Rajhi REIT and leased back, commencing operations in September 2016, with a capacity of approximately 442 students.
- Rawad Al Khaleej Buds Dhahran • Rawad Al Khaleej Schools, Riyadh (Hittin District): Opened in September 2021, with a capacity of 595 students.
- Rawad Al Khaleej Private Girls' Schools, Dammam (Al Hamra District): Leased for 20 years, currently has 794 students, with a capacity of 1,106.
- Rawad Al Khaleej Schools, Khobar: Opened in September 2023 with a capacity of 2,040 students.
- Government Land in Al Jazeera District, Riyadh: A 19,712 square meter plot of land was leased for 28 years at an annual rent of 700,000 riyals, payable to a development company. Construction of the school building has been completed, and a 25-year lease agreement was signed with Global School Holding Saudi Education Company (GSG) for a total of 253,609,659 Saudi riyals.
- Al-Roqi Private Schools in Riyadh (Al-Suwaidi District): 60% of the school's shares were acquired in 2022 for SAR 12,817,128, with a capacity of approximately 2,700 students.
- Al-Riyadah Model Schools: Acquired in August 2023, with a capacity of approximately 2,400 students.
- Al-Faisaliah Private Schools in Jeddah: 60% of the school's shares were acquired in August 2022 for SAR 60 million, and the ownership stake was increased to 87% in June 2023 for an additional SAR 30.6 million, with a capacity of approximately 5,500 students.
- Ruwad Al-Khaleej Schools in Al-Malqa District, Riyadh: Began operations in August 2024, following the Finnish curriculum, with a capacity of approximately 415 students.
- Rawad Al Khaleej Schools in Al Narjis District, Riyadh: Opened in August 2024, offering a Finnish curriculum with a capacity of 690 students.
- Rawad Al Khaleej Schools in Al Ahsa: Opened in August 2024, with a capacity of 2,250 students.

Total number of students for 2025:

- The number of students in the company's schools and acquired schools reached approximately 14,745, with an operating profit margin of 18% in 2023, 18% in 2024, and 18% in 2025.
- Table (1) shows the capacity of each school in Rawad Al Khaleej Schools and the number of students during the academic year 2025-2026.
- Table (2) shows the capacity of each of the acquired schools and the number of students during the academic year 2025-2026.





Third activity: Call Centers Segment (Advanced Systems and Solutions for Communications - Smart Link)

- This sector has witnessed rapid and remarkable growth in recent years, thanks to God and the tireless efforts of the dedicated team. Since the company's inception and throughout its operational journey, the team has successfully developed and implemented a comprehensive and distinctive strategy based on meticulous research and a deep understanding of the evolving needs and requirements of the labor market. This has been achieved through optimal investment in human capital and leveraging the company's exceptional professional skills and expertise, directly contributing to its competitive edge and securing a significant market share. These successes have culminated in strategic partnerships and contracts with numerous governmental and private entities across various sectors. This sector specializes in providing highly trained and qualified Saudi nationals, adhering to the highest professional standards, to perform diverse operational and administrative roles in accordance with the requirements of signed contracts and agreements. This is achieved within the scope of outsourcing and subcontracting services, whether through on-site work at clients' premises or within the company's facilities specifically designed for this purpose. The company is committed to providing a professional work environment supported by an advanced technological infrastructure in accordance with the latest global practices, which is developed and updated periodically and continuously to ensure the provision of advanced and integrated solutions in the field of customer services, enhancing the customer experience and achieving the highest levels of satisfaction.

- Smart Link's services include providing integrated business support and outsourcing solutions by supplying qualified personnel across various professional disciplines and fields, including but not limited to: information technology, sales and marketing, operational and support departments, customer service, and call centers. The company is committed to implementing best practices in recruitment, training, and continuous professional development to ensure its staff is ready and capable of meeting client requirements with high efficiency and professionalism. Smart Link provides comprehensive solutions for integrated call center services (including call center in-house services or out-source services on behalf of the client), and solutions for establishing, supplying, installing, operating, managing, monitoring and controlling the performance of call centers for technical support, assistance and modern customer services according to the latest international standards and modern technologies.

- Smart Link offers a comprehensive suite of contact center solutions and services, including in-house services for clients and outsourced services. These services encompass the establishment, supply, installation, operation, management, monitoring, and quality control of technical support and customer service contact centers, adhering to the latest international standards and leveraging cutting-edge digital technologies and smart systems. This ensures operational efficiency, business continuity, and improved performance indicators. Smart Link operations headquarters are distributed in the main cities (Riyadh, Jeddah) in addition to an additional regional location in the Arab Republic of Egypt – Cairo.

- Smartlink's operational facilities have a total capacity of approximately 3,800 seats for customer service representatives, supported by a qualified team of team leaders, supervisors, and technical experts, in addition to supporting business units. This capacity keeps pace with the rapid growth in project size and the expansion of the company's operational scope. This enables Smartlink to manage and operate multiple and diverse projects simultaneously, handling a total daily call volume exceeding 400,000 calls across various operational sectors, thus meeting customer needs around the clock.

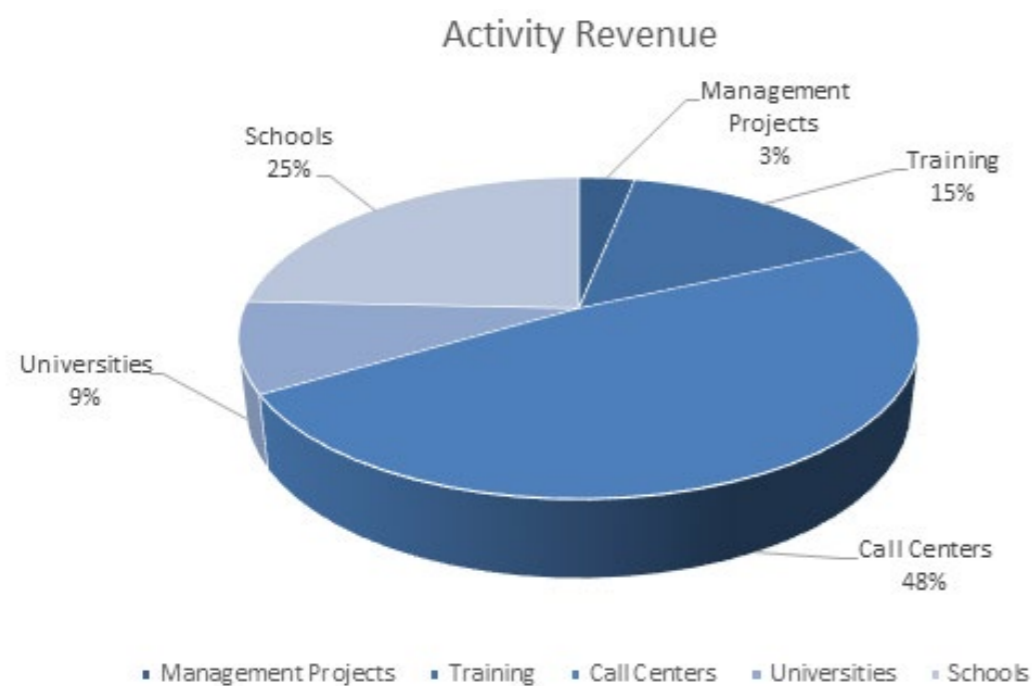
- Smart Link's operations are strategically located in major Saudi Arabian cities, including Riyadh, Jeddah, and Dammam, ensuring broad geographic coverage and rapid response to customer needs. The company also has an additional regional office in Cairo, Egypt, further enhancing its regional expansion capabilities and enabling it to deliver its services efficiently and in accordance with best operational practices.

As part of the company's commitment to continuous development and keeping pace with the latest technological developments, Smart Link implemented a comprehensive and complete modernization project for the technical infrastructure of this sector during 2025, to create a safe, stable and scalable operating environment capable of providing various services to its customers with the highest levels of efficiency, effectiveness and quality, in accordance with the latest requirements and standards of modern contact centers, and to enhance the reliability of systems, business sustainability and improve the customer experience.

During 2025, the following was accomplished:

1. The acquisition of a company specializing in managed services in the field of information and communications technology.
2. Continued implementation of the latest artificial intelligence (AI) methodologies in contact center applications and systems, and their application in some of the company's projects.
3. The company entered into several strategic partnerships that will increase the company's profit margin, most notably the partnership with Genesys, which specializes in supplying and installing contact center systems.
4. Obtaining the international quality certification for contact centers (COPC).

Description of the Main Activities of Subsidiaries:



1. First activity: Computers



2. Second activity: English Language



3. Third activity: Administrative Training.

Impact of those main activities of the subsidiaries on the size of the company's business and contribution to the results are as follows:

Impact of those main activities on the size of the company's business and contribution to the results are as follows: contribution to the results is as follows:

No.	Type of activity	Activity Revenues	
		Thousands of Saudi Riyals	Percentage %
	Management Projects	38,636	3%
1	Training	184,621	15%
2	Call Centres	587,450	48%
3	Universities	111,401	9%
4	Schools	295,776	25%
Total		1,217,884	100%

No.	Type of activity	Activity Revenues	
		Thousands of Saudi Riyals	Percentage %
1	computer	11,738	1%
2	English language	7,946	0.7%
3	Management training	42,048	3.5%
4	Education	112,479	9.2%
5	Call centers	587,450	48.2%
6	General consultations	2,459	0.2%
Total		764,120	62.7%

16 Company's important Plans and Decisions, and Business Prospects



First: In the Training Segment:

Start operating and implementing the company's strategic plan approved by the Board during 2025 through:

1. Expansion of the activity of the universities sector:

As you know, project management isn't limited to universities, as it relies on a resource that may be exhausted. To address the shortage of university projects and the shortfall in requirements for new contracts, we've begun working on partnerships to develop university revenue centers and other sectors such as tourism and the arts. Additionally, we're collaborating with King Saud University on a training center that provides training both locally and internationally.

The company aims to expand by building strategic alliances with university investment arms. This approach seeks to broaden the scope of the company's projects, enhance operational efficiency, and ensure the long-term sustainability of these projects, aligning with university requirements and the Kingdom's Vision 2030.

2. Focus on modern programs:

The influx of global training service providers towards the government and the government's commencement of exclusive agreements in addition to free seats has placed a new and unprecedented challenge on our shoulders. The government's weight is unrivaled, and from here we found solutions in focusing on new development branches that target 4.5 million employees in the private sector according to statistics, in addition to our focus on job seekers, where we developed methods that suit this category and link training directly to job specialization, then building the timetable after studying the target group in a way that suits their neglect, specializations and times, in addition to moving towards specialized training activities and programs such as artificial intelligence, cybersecurity, tourism, hospitality, cooking, to meet the increasing demand for these skills.

3. Expansion through the opening of unified training centers for men and women:

Reactivating the branch in accordance with the need, such as operating the branches for women in the morning and for men in the evening, is expected to reduce costs and reach an occupancy rate of 85% - 95% in previously unoccupied periods.

4. Future Forecasts:

The future is promising in the field of training. The specializations have become more precise and require more skill. The growth of businesses by the government has employed many, many people who are not qualified in the specialization in which they work. New activities are emerging for the first time, but with conditions that require us to invest more to stand out and move away from the competition we mentioned previously. We must have a presence at a higher level and higher costs.



Second: In the Education Segment:


In order for the company to fulfill its expansion plans in the education segment, it was decided to do so through:

1. Continuing its policy of acquiring majority stakes in existing schools that generate operating profits and have suitable expansion plans.
2. Continuing to implement distance learning to provide supplementary lessons during school closures due to weather conditions.

It is expected, God willing, that the number of students in Rawad Al Khaleej schools will grow to 9,000 during the 2026-2027 academic year, and in the acquired schools to more than 7,000 students, for a total of more than 16,000 students across all schools.

Capacity Report of Operating Classrooms for the Academic Year 2025-2026 – Rowad Al-Khaleej Schools (All Branches)							
School	Total Classrooms	Operating Classrooms	Vacant Classrooms	Occupancy Rate	Capacity of Operating Classrooms	Current Number of Students	Total Capacity
HEI Schools – Rowad Al-Khaleej Al Malqa	24	19	5	79%	290	220	415
HEI Schools – Rowad Al-Khaleej Al Narjis	25	22	3	88%	315	257	690
Baraem Rowad Al-Khaleej – Hittin	27	21	6	78%	435	293	595
Baraem Rowad Al-Khaleej – Al Sahafa	14	13	1	93%	208	154	450
Rowad Al-Khaleej Al Mughrazat – Boys	44	25	19	57%	452	426	3,420
Rowad Al-Khaleej Al Mughrazat – Girls	51	48	3	94%	800	668	
Rowad Al-Khaleej Dammam Al-Zohour – Girls	91	62	29	68%	1431	1,314	2,578
Rowad Al-Khaleej Dammam Al-Zohour – Boys	32	31	1	97%	728	645	
Rowad Al-Khaleej Dammam Al-Hamra Private School	41	37	4	90%	865	777	1,106
Rowad Al-Khaleej Khobar – Boys	48	17	31	35%	200	124	2,040
Rowad Al-Khaleej Khobar – Girls	69	31	38	45%	500	344	
Baraem Rowad Al-Khaleej – Dhahran	17	11	6	65%	222	159	442
Rowad Al-Khaleej Al-Ahsa – Girls	74	59	15	80%	1,201	1,013	2,250
Rowad Al-Khaleej Al-Ahsa – Boys	29	16	13	55%	400	278	
Rowad Al-Khaleej Jeddah – Girls	57	55	2	96%	978	717	1,800
Rowad Al-Khaleej Jeddah – Boys	32	23	9	72%	484	414	
Total	675	490	185	73%	9509	7803	15,786

Capacity Report of Operating Classrooms for the Academic Year 2025–2026 – Acquired Schools							
School	Total Classrooms	Operating Classrooms	Vacant Classrooms	Occupancy Rate	Capacity of Operating Classrooms	Current Number of Students	Total Capacity
Al-Roqi Schools – Boys	52	43	9	83%	25	892	2700
Al-Roqi Schools – Girls	58	43	15	74%	25	851	
Al-Riyada Schools – Boys	36	36	36	100%	28	748	2400
Al-Riyada Schools – Girls	50	50	50	100%	28	600	
Al-Faisaliah Schools – Boys	203	177	26	87%	25	2815	5500
Al-Faisaliah Schools – Girls	101	69	32	68%	25	1112	
Total	500	418	168	84%	156	7,018	10,600

 **Third: In the Call Centers Segment (Advanced Systems and Solutions for Communications - Smart Link)**

In order for the company to fulfill its expansion plans in the telecommunications segment, it was decided to do so through:-

1. The company is working to enhance profit and revenue growth by improving profit margins through participation in tenders and submitting well-considered proposals that contribute to achieving its financial objectives and ensuring business sustainability.
2. The company is currently working to establish and attract skilled personnel to build a consulting projects department. This department is designed to capitalize on the high profit margins of this sector and the government's initiative to implement it across all government entities. This is expected to have a positive financial impact in the coming financial periods.
3. In full compliance with all standards and regulations of the National Cybersecurity Authority (NCA) and the Communications, Space and Technology Commission (CST), and in accordance with the mandatory requirements and standards adopted for operating the contact center sector, the company will leverage this strategic investment to create new business opportunities that contribute to increased profitability and sustainable growth.
4. The company is working to expand its projects in the private sector, given the sectors current rapid growth and promising opportunities. This expansion will contribute to diversifying revenue streams, strengthening the company's competitive position, and supporting the sustainability of its business growth.

17 Risks faced by the company.

Following are the risks the company may face:

1. Governmental competition represented by universities, technical colleges, and governmental and semi-governmental companies that offer competing programs similar to what the company offers.
2. Frequent changes in work and labor regulations and long procedures for obtaining work visas that enable the company to compete in government tenders.
3. Universities tend to self-employ for preparatory years, which may lead to lower revenues in the education segment.
4. High levels of competition in the communication segment in terms of price reduction in the competitions for which it is submitted.
5. Increasing financing and administrative expenses.

The company's policy regarding the management and control of these risks is to search for alternative solutions and develop strategies and plans that aim to expand in many other areas, covering the consequent shortage of some of the revenues of those activities because of those risks. The company always strives to limit and control those risks. There are also other types of potential risks related to the company's activities. The most important of them are:

1. Liquidity risks:

They are the risks resulting from the inability to provide the funds necessary to meet the obligations related to the financial instruments. Liquidity risk is managed by monitoring it regularly to ensure the availability of sufficient liquidity by carefully following up on the collection process to fulfill any obligations of the company on their due dates.

2. Credit risks:

Credit risks are the inability of one party to fulfill its obligations, which may lead to the other party incurring a financial loss. The company believes that its exposure to credit risk is not significant, especially since the company is depositing cash balances into national financial institutions that are highly credible and maintain good credit rating.

3. Risks of fluctuating foreign exchange rates:

It is the risk of change in the value of financial instruments due to changes in the foreign exchange rates. The company's management is closely monitoring the fluctuations in the foreign exchange rate. The company believes that the possibility of its exposure to the risk of changing exchange rates is not significant because the official currency of the company is the Saudi riyal, which is the main currency the company is dealing with. The price of Saudi riyal is fixed currently, with slight margin, against the US dollar, although there are some transactions in foreign currencies made by the company's branches outside the KSA. These risks are managed and monitored on a regular basis.

4. Risks of Compliance with Government Legislation and Regulations:

They are the risks arising from non-compliance with government legislations and regulations issued by official bodies or government agencies. This includes, but not limited to, CMA instructions regarding compliance, disclosure, and application of accounting standards, the instructions of the Ministry of Commerce and Industry, the Ministry of Labor, the Zakat and Income Authority, etc. The company is continuously monitoring these risks by reviewing all the obligations and requirements and submitting the necessary ones to the concerned authorities within the specified time.

The company's assets, liabilities and business results in the last five financial years.

Comparing business results:

S/N	Statement	2025	2024	2023	2022	2021
	Income Statement (in Thousands)	SAR '000	SAR '000	SAR '000	SAR '000	SAR '000
1	Activity revenues	1,217,884	1,143,108	983,650	877,215	842,797
2	Activity costs	970,552	908,873	759,542	731,939	695,903
3	Gross profit	247,332	234,235	224,108	145,276	146,895
4	General and administrative expenses	135,576	135,168	264,461	169,219	202,723
5	Other revenue - net	35,113	99,559	30,453	28,558	33,992
6	Zakat	3,186	8,033	29,519	13,089	11,483
7	Minority interest	8,594	7,641	8,261	6,838	2,528
8	Net profit	23,776	88,136	(47,681)	(15,312)	(35,848)

Comparative figures for the year 2024 have been reclassified to conform to the presentation of the 2025 figures

Comparing Assets and Liabilities:

S/N	Statement	2025	2024	2023	2022	2021
	Balance Sheet (in thousands)	SAR '000	SAR '000	SAR '000	SAR '000	SAR '000
1	Current assets	610,833	607,149	555,064	537,650	584,099
2	Current liabilities	519,208	560,614	555,823	600,020	615,371
3	Operating capital	91,625	46,535	(759)	(62,370)	(31,272)
4	Other long term assets	977,534	861,113	850,806	991,993	983,095
5	Fixed assets	608,213	682,833	652,815	553,614	451,463
6	Total assets	2,196,580	2,151,095	2,068,649	2,083,258	2,018,657
7	Current liabilities	519,208	560,614	555,823	600,020	615,371
8	long term loans	308,266	278,220	228,586	98,845	0
9	Other non current liabilities	801,830	750,266	784,018	776,342	773,224
10	Total Liabilities	1,629,304	1,589,100	1,572,916	1,475,207	1,388,595
11	Paid-up capital	650,000	650,000	650,000	650,000	650,000
12	Reserves and retained earnings	(139,636)	(136,484)	(285,975)	(77,706)	(23,455)
13	Shareholders' equity	510,364	513,515	447,069	572,292	626,545
14	Minority interests	56,913	48,481	48,665	35,758	3,517
15	Total equity	567,277	561,996	495,734	608,050	630,062
16	Total liabilities and shareholders' equity	2,196,580	2,151,095	2,068,649	2,083,258	2,018,657

The comparative figures for the year 2024 have been reclassified to conform to the way the figures for the year 2025 are presented

19 Geographical analysis of the company's total revenues

Geographical analysis of the company's total revenues:

S/N	year	Statement	KSA
Revenues			SAR '000
1	2025	Management projects	36,177
2		Training	122,889
3		Call centers	581,238
4		Universities	111,401
5		Schools	295,776
S/N	year	Revenues	SAR '000
1	2024	Management projects	58,292
2		Training	113,411
3		Call centers	510,166
4		Universities	122,897
5		Schools	275,201

Geographical analysis of total revenues of subsidiaries:

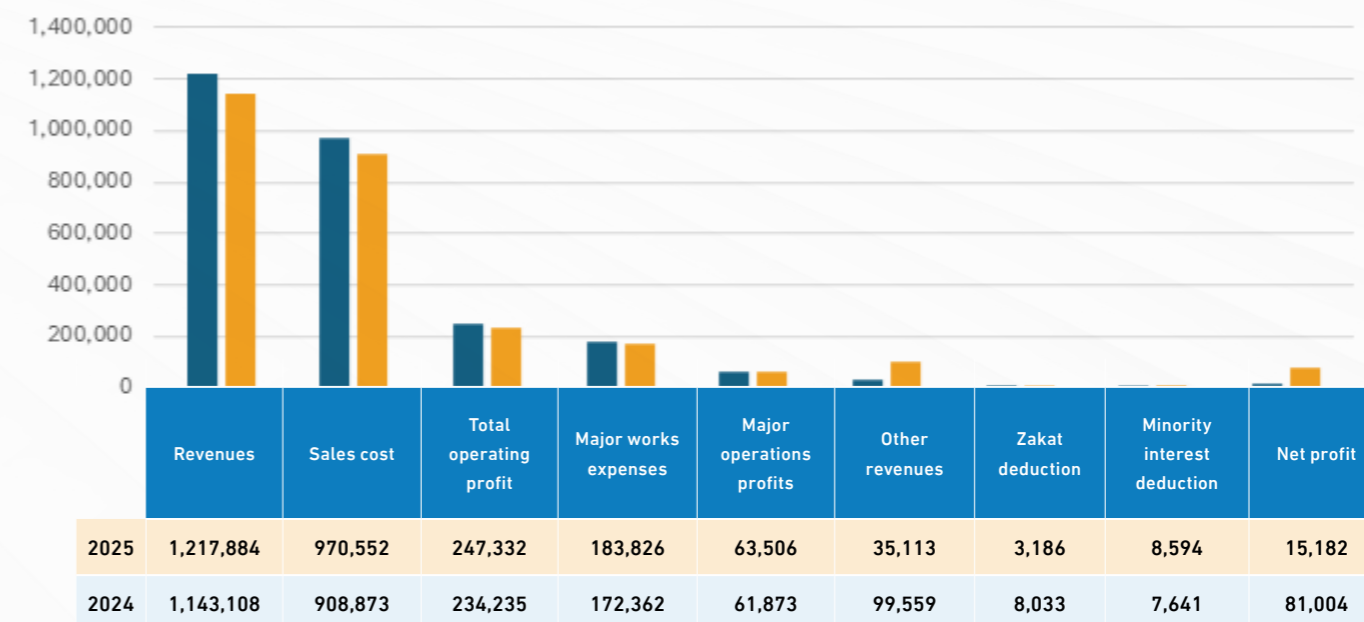
S/N	year	Statement	KSA	UAE	EGYPT	UK	KW
Revenues			SAR '000	SAR '000	SAR '000	SAR '000	SAR '000
1	2025	Call Centers	581,238				6,212
2		Education	112,479				
3		English Language				7,946	
4		Computers		8,462	3,276		
5		General Consulting			2,459		
6		Administrative Training			42,048		
S/N	year	Revenues	SAR '000	SAR '000	SAR '000	SAR '000	SAR '000
1	2024	Call Centers	510,166				
2		Education	97,960				
3		English Language				7,158	
4		Computers			7,296	4,197	
5		General Consulting				3,202	
6		Administrative Training				41,288	

20 An explanation of any material differences in the operating results from the results of the previous year or expectations announced by the company.

S/N	Statement	2025	2024	Change in (+) or (-)	Change percentage
		SAR '000	SAR '000	SAR '000	%
1	Revenues	1,217,884	1,143,108	74,776	7%
2	Sales cost	970,552	908,873	61,680	7%
3	Total operating profit	247,332	234,235	13,097	6%
4	Major works expenses	183,826	172,362	11,464	7%
5	Major operations profits	63,506	61,873	1,633	3%
6	Other revenues	35,113	99,559	(64,446)	65%-
7	Zakat deduction	3,186	8,033	(4,847)	60%-
8	Minority interest deduction	8,594	7,641	953	12%
9	Net profit	15,182	81,004	65,822	81%-

Comparative figures for the year 2024 have been reclassified to conform to the presentation of the 2025 figures

Financial Comparison Between 2024 and 2025



21

Clarification of any deviation from the accounting standards approved by the Saudi Organization for Certified Public Accountants (SOCPA).

There are no variations or differences from the applicable accounting standards issued by the Saudi Organization for Certified Public Accountants that require disclosure. The company's records have been properly prepared according to the accounting standards issued by the SOCPA

22

A detailed list of subsidiaries, their capital, ownership percentage, main activities, country of main operations, and country of incorporation.

S/N	Name of Subsidiary	Capital	Ownership percentage	Main activity	Country of main operations	Country of incorporation
1	Land Express Group Company (Fast Lane)	50,000 Dirhams	100%	Training	UAE	UAE
2	Franklin Covey Middle East Company	2,500,000 Dirhams	61%	Training	UAE	UAE
3	Linguaphone Company Ltd	£ 1,606,639	100%	Training	UK	UK
4	Al-Khaleej Training and Information Technology	4,500,000 Pounds	57%	Training	Egypt	Egypt
5	Jobzella General Consulting Company	250,000 Pounds	60%	Software	Egypt	UAE
6	Al-Raqi National Schools Company Ltd.	100,000 Riyals	60%	Education	KSA	KSA
7	Al Faisaliah National Schools Company Ltd.	1,000,000 Riyals	87%	Education	KSA	KSA
8	Al-Riyada Model Company for Education	500,000 Riyals	51%	Education	KSA	KSA
9	Advanced Telecom Systems & Solutions Co.	50,000,000 Riyals	100%	Administrative activities and support services	KSA	KSA

23

Details of shares and debt instruments issued for each subsidiary.

There are no shares or debt instruments issued by the subsidiaries of the company

24

The Company's Dividends Distributing Policy

The company's policy of distributing net annual profits is based on Article 47 of the company's articles of association, after deducting all general expenses and other costs as follows

1. The General Assembly shall determine the percentage to be distributed to shareholders from the net profits after deducting reserves, if any.
2. The company may set aside a percentage of the net profits to form the statutory reserve of the company, and it may stop such retainer when the said reserve reaches (30%) of the paid-up capital.
3. The Ordinary General Assembly may, upon the proposal of the Board of Directors, set aside a percentage of the net profits to form reserves and allocate them for a specific purpose or purposes, provided that the use of these reserves shall be based on a proposal from the Board of Directors and in ways that benefit the company or shareholders.
4. The Ordinary General Assembly may decide to form other reserves, to the extent that it is in the interest of the Company or ensures the distribution of fixed profits as much as possible to the shareholders, and the said Assembly may also deduct from the net profits amounts to achieve social purposes for the Company's employees.
5. The company may distribute interim dividends to its shareholders on a semi-annual or quarterly basis, after fulfilling the controls and requirements set by the competent authorities in this regard.
6. The Board of Directors of Alkhaleej Training and Education Company recommended in its meeting held on Tuesday 28/09/1447 AH corresponding to 17/03/2026 to the General Assembly of Shareholders not to distribute cash dividends to shareholders for the fiscal year ending on 31/12/2025 AD with the aim of supporting and strengthening the company's financial position and maintaining the solvency margin to finance the company's future development plans.

Percentage	Percentage of dividends distributed during the year			Percentage of dividends to be distributed at the end of the year	Total of dividends In Saudi riyal
	00/00/2025	00/00/2025	00/00/2025		
Total	0	0	0	00	0000000

25

A description of any interest in the category of voting-eligible shares belonging to persons (other than the company's board directors, senior executives, and their relatives), who informed the company of those rights under Article 85 of the Rules on the Offer of Securities and Continuing Obligations, and any change to those rights during the last fiscal year.

There is no interest in the voting-eligible shares category belonging to persons other than the company's board directors, senior executives, and their relatives, who informed the company of those rights or any change to those rights during the last fiscal year.

26

A description of any interest, contractual securities, and subscription rights belonging to board directors, senior executives, and their relatives in the shares or debt instruments of the company or any of its subsidiaries and any change to that interest or those rights during the last fiscal year.

A description any interest, contractual securities, and subscription rights belonging to board directors and their relatives in the shares or debt instruments of the company							
S/N	Name of the interest holder	No. of shares Beginning of year	Ownership percentage Beginning of year	No. of shares End of year	Ownership percentage End of year	Net change	Change percentage
1	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed	100000	0.153846	100000	0.153846	00	00
2	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	2000	0.003077	2000	0.003077	00	00
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	4550357	7.000549	3044158	4.68332	1506199	2.317229-
4	Dr. Abdullah Bin Saghir Mohammed Al-Husseini	1	0.00000015	1	0.00000015	00	00
5	Mr. Abdulmalik Bin Abdulrahman Abdullah Al-sheikh	100	0.000154	100	0.000154	00	00
6	Eng. Mohammed bin Hamad Al-Quraisha	100	0.000154	100	0.000154	00	00
7	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	00	00	00	00	00	00

A description any interest, contractual securities, and subscription rights belonging to senior executives and their relatives in the shares or debt instruments of the company							
S/N	Name of the interest holder	No. of shares Beginning of year	Ownership percentage Beginning of year	No. of shares End of year	Ownership percentage End of year	Net change	Change percentage
1	Sherif Esmat Abdel Samee Hussein	13003	0.0200	13003	0.0200	00	00

A description any interest, contractual securities, and subscription rights belonging to board of directors, senior executives, and their relatives in the shares or debt instruments of the company.							
S/N	Name of the interest holder	No. of shares Beginning of year	Ownership percentage Beginning of year	No. of shares End of year	Ownership percentage End of year	Net change	Change percentage
1	Not available	0	0	0	0	0	0

27

Information regarding the company's loans in SAR '000

First, short-term loans								
S/N	Name of creditor and number of loan	Amount of loan principal SAR '000	Loan term	Due date	Debt at the beginning of 2025 SAR '000	Loan movement during the year		Debt at the end of 2025 SAR '000
						Pay SAR '000	Addition SAR '000	
1	Arab Bank -1	76,200	1 Year	06/272026/	76,200	125,400	127,600	78,400
2	Saudi Awwal Bank (SAB)	29,500	1 Year	06/172026/	29,500	59,500	60,000	30,000
3	Saudi Fransi Bank -1	15,982	1 Year	04/202026/	15,982	31,982	31,000	15,000
4	Saudi Fransi Bank -2	8,296	3 Months	Bills finance	8,296	58,880.6	72,506	21,921
5	Alinma Bank -1	45,200	1 Year	12/222026/	45,200	71,200	56,000	30,000
6	Bank Aljazira	15,000	1 Year	11/262026/	15,000	23,000	15,000	7,000
Total		190,178			190,178	369,963	362,106	182,321

Second, long-term loans								
S/N	Name of creditor and number of loan	Amount of loan principal SAR '000	Loan term	Due date	Debt at the beginning of 2025 SAR '000	Loan movement during the year		Debt at the end of 2025 SAR '000
						Pay SAR '000	Addition SAR '000	
7	Saudi Fransi Bank - 3	184,000	10 Years	0	184,000	24,829	71,000	230,171
8	Riyadh Bank	70,721	5 Years	0	70,721	72,321	16,000	14,400
9	Alinma Bank -2	79,761.861	7 Years	0	79,762	3,945	10,238	86,055
10	Arab Bank -2	0	5 Years	0	0	0	39,500	39,500
Total		334,483			334,483	101,095	136,738	370,126
Grand total		184,000			184,000	24,829	71,000	230,171

28 A description of classes and number of any convertible debt instruments and any contractual securities, subscription right notes, or similar rights issued or granted by the company during the fiscal year, with an explanation of any consideration the company obtained in return.

There is no convertible debt instruments or any contractual securities, subscription right notes, or similar rights issued or granted by the company during the fiscal year 2025 and the company has not received any compensation.

29 A description of any convertible or subscription rights by virtue of convertible debt instruments, any subscription right notes, or similar rights issued or granted by the company.

There are no transfer or subscription rights under transferable debt instruments, contractual securities, subscription right notes, or similar rights issued or granted by the company during the fiscal year 2025G.

30 A description of any of the company's redemption, purchase, or cancellation of any redeemable debt instruments and the value of the remaining securities, with a distinction between listed securities the company purchased and those a subsidiary purchased.

The company has not redeemed, purchased, or canceled any redeemable debt instruments and the value of the remaining securities while distinguishing between listed securities the company has purchased and those a subsidiary has purchased during the fiscal year 2025G.



31 Number of meetings held by the board during the last fiscal year (2025)

The board has held (6) meetings during 2025G, by attending in person or by means of modern technology and has passed (14) decisions, according to the following

S/N	Name	In-person / by phone / by means of modern technology						At-tendance per-centage	Passed decisions														
		1	2	3	4	5	6		1	2	3	4	5	6	7	8	9	10	11	12	13	14	
		19/03/2025	04/06/2025	17/06/2025	10/09/2025	14/09/2025	22/12/2025		24/03/2025	25/03/2025	05/05/2025	12/05/2025	02/06/2025	30/06/2025	04/08/2025	13/08/2025	21/08/2025	26/08/2025	25/09/2025	22/10/2025/	2025/11/04	2025/11/09	
1	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed	✓	✓	✗	✓	✓	✓	83	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
2	Mr. Naif bin Saleh Abdulaziz Al-Rajhi	✓	✓	✓	✓	✓	✓	100	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
3	Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan	✓	✓	✓	✓	✓	✓	100	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
4	Dr. Abdullah Bin Saghir Mohammed Al-Husseini	✓	✓	✓	✓	✓	✓	100	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
5	Mr. Abdulmalik Bin Abdulrahman Abdullah Al-sheikh	✓	✓	✓	✓	✓	✓	80	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
6	Eng. Mohammed bin Hamad Al-Quraisha	✓	✓	✓	✓	✓	✓	100	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍
7	Dr. Abdulkareem bin Hamad Abdulkareem Al-Najidi	✓	✓	✓	✓	✓	✓	100	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍	✍

✓ Attended in person
 ✓ Attended by delegating another board director
 ✗ Did not attend
 ✍ Passed decisions



32 Number of company applications submitted to shareholders' register during the last fiscal year (2025G)

Application No.	Application date	Reasons for application
1	12/01/2025	Companies' procedures
2	09/02/2025	Companies' procedures
3	28/05/2025	General Assembly
4	2025/11/16	Companies' procedures
5	2025/12/31	Companies' procedures

33 A description of any transaction between the company and a relevant party.

There is no transaction between the company and a relevant party.



34 Business or contracts to which the company is a party, or in which there is an interest of a member of the board of directors of the company or its senior executives or any person related to any of them

The company has contracts with companies owned by some members of the board of directors and they have a direct or indirect interest in them, as follows:

The first contract: A building lease contract from Alkhaleej Company Ltd.

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
1	Lease contract (Alkhaleej Training and Education Company contracted to rent a building from Alkhaleej Company Ltd. with an area of (4000) square meters in Al-Khobar)	900,000 SAR Annually	One year	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed

The second contract: A contract Medical Insurance Contract with Tawuniya Insurance Company

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
2	A medical insurance contract with Tawuniya Insurance Company to provide medical insurance services to the employees of Alkhaleej Training and Education Company and their families	36,232,828 SAR	One year	Ordinary business without any preferential conditions or benefits	Eng. Mohammed bin Hamad Al-Quraisha Chief Customer Relations Officer at the Cooperative Insurance Company Mr. Salman bin Faris Mohammed Al-Faris Chairman of the Board of Directors of Smart Link Company and Board Member of the Cooperative Insurance Company

The Third contract: Operating Contract for Rowad Al-Khaleej Schools Complex in Al-Ahsa City

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
3	Operating contract (Alkhaleej Training and Education Company contracted with the owner of Al-Ahsa Schools Complex "Rowad Al-Khaleej Schools in Al-Ahsa" to operate the schools)	00	20 years	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed

The Fourth contract: Lease Agreement for Spectrum Wellness Center for Women's Sports – Riyadh Branch

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
4	Lease Agreement (Alkhaleej Training and Education Company has contracted to lease the Spectrum Health Centers for Women's Sports - Riyadh Branch to: Mr. Abdul Aziz Al-Rashed, Ramadi Company Limited owned by Mr. Nayef Al-Rajhi, and Mr. Al-Waleed Abdul Razzaq Al-Duraian)	4,329,080 SAR	Two year	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan Mr. Naif bin Saleh Abdulaziz Al-Rajhi

The Fifth contract: Lease agreement for Vogue Women's Beauty Center – Riyadh Branch

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
5	Lease Contract (Contract of Alkhaleej Training and Education Company for leasing Vogue Women's Beauty Center - Riyadh Branch to each of: - Mr. Abdulaziz Al-Rashed, Ramadi Limited Company owned by Mr. Nayef Al-Rajhi, Mr. Al-Waleed Abdulrazzaq Al-Dereyaan)	789,360 SAR	Two year	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan Mr. Naif bin Saleh Abdulaziz Al-Rajhi

The Sixth contract Lease agreement for Spectrum Wellness Center for Women's Sports – Al Khobar branch

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
6	Lease Contract (Contract of Al Khaleej Training and Education Company for leasing Spectrum Wellness Centers for Women's Sports – Al Khobar branch to each of: - Mr. Abdulaziz Al-Rashed, Ramadi Limited Company owned by Mr. Naif Al-Rajhi, Mr. Waleed Abdulrazzaq Al-Dereyaan)	787,152.00 SAR	Two year	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan Mr. Naif bin Saleh Abdulaziz Al-Rajhi

The Seventh contract:: Lease contract for Vogue Women's Beauty Center – Al Khobar branch

No	Nature of the work or the contract	amount of the contract	duration of the contract	terms of the contract	Name of the member with interest
7	Lease Agreement (Contract of Alkhaleej Training and Education Company for leasing Vogue Women's Beauty Center – Al Khobar Branch to each of the following: - Mr. Abdulaziz Al-Rashed, Ramadi Limited Company owned by Mr. Naif Al-Rajhi, Mr. Alwaleed Abdulrazzaq Al-Dereyaan)	112,608.00 SAR	Two year	Ordinary business without any preferential conditions or benefits	Mr. Abdulaziz bin Rashid Abdulrahman Al-Rashed Eng. Alwaleed bin Abdulrazak Saleh Al-Dereyaan Mr. Naif bin Saleh Abdulaziz Al-Rajhi

35 A statement of any arrangements or agreement under which a board director or a senior executive of the company has waived any remuneration

There are no arrangements or agreements, under which a board of directors or a senior executive has waived a remuneration.

36 A statement of any arrangements or agreement under which a shareholder of the company waives any rights to dividends

There are arrangements or agreements, under which a shareholder of the company has waived any rights to dividends.

37 A statement of the value of statutory payments made and due for Zakat, taxes, fees, or any other dues that have not been paid until the end of the annual fiscal period, with a brief description of them and their reasons.

S/N	Statement	2025		Brief description	Reasons
		Paid	Due until the end of the annual fiscal period and has not been paid		
		Thousand Riyals	SAR '000		
1	Zakat	7,533	6,325		
2	General Organization for Social Insurance	54,236	5,552		
3	Costs of visas, passports, and government relation	12,382	-		
Total		74,151	11,877		

38 A statement of the value of any investments or reserves created for the interest of the company's employees.

There are no other investments or reserves created for the interest of the company's employees

39 The board declares that:

1. The company's accounting records have been prepared appropriately on a sound foundation.
2. The internal control system has been prepared based on sound foundations and has been implemented effectively.
3. There is no doubt about the company's ability to continue its activity on a going-concern basis.

40 A statement of the reservations (qualifications) in the auditor's report on the annual financial statements, their reasons, and any information related thereto.

The auditors report has not included any qualifications or material observations on the annual financial statements for the fiscal year 2025G.

41 The Board's recommendation to change the auditor before the end of the auditor's mandate, with the reasons for recommending such change.

There is no recommendation from the board of directors to change the auditor before the end of the auditor's mandate.



42

Competitive businesses for the activity of company or any of the branches, in which any member of the board of directors is or was engaged. The statement shall include the names of those involved in the competing business, and nature and conditions of this business.

There are no businesses that compete with the activity of the company or any of its branches in which any member of the board of directors is or was engaged.

43

Details of the treasury shares held by the company and details of the uses of these shares.

There are no treasury shares held by the company.

44

The Board confirms that:

1. The company is careful not to violate the regulations and to implement the Corporate Governance Regulations and all policies and procedures related to disclosure and transparency.
2. The company has not received any request from the certified auditor to convene the general assembly during the fiscal year ending in (2025G).
3. The Chairman has not received any written request from two directors or more to hold emergency meetings during the fiscal year ending in (2025G).
4. The company has not received from the shareholders owning at least (5%) of the company's capital a request to convene the general assembly during the fiscal year ending in (2025G).
5. The shareholders owning at least (5%) of the company's capital have not requested adding one item or more to the agenda of the general assembly when preparing it.
6. The Board has not absolved any of the company debtors from their liabilities towards the company during the fiscal year ending in (2025G).
7. The company has not placed any restrictions or policies that may impede a shareholder from using the rights guaranteed to the shareholders, according to the laws and regulations.
8. There are no material obstacles that may affect the company's ability to prepare its financial statements, according to international standards.
9. The company has not provided any cash loan of any kind to the board of directors. It also has not guaranteed any loan any of them has entered into with others.
10. The company does not have concession shares or shares that enjoy special priority in voting (whether for the shareholders, board directors, or its employees). All the shares of the company are ordinary shares of equal nominal value, equal voting rights, and other rights, according to the regulations.
11. The external auditor of the company has not provided any services of a consulting nature to the company and has not received any fees in this regard during the fiscal year ending in (2025G).

45

Mechanism of communication with the company's shareholders.

Stemmed from the keenness of Al Khaleej Training and Education Company and its board to care for the rights of the company's honorable shareholders and open various, constant communication channels with them, the company has established a dedicated department to follow up on the affairs of the shareholders and stakeholders. The department also continuously communicates with them, responds to their questions and inquiries, and follows up on any potential issues they may face regarding the distribution of dividends, operations, or others.

The Shareholders' Affairs Department at Al Khaleej Training and Education Company may be communicated with through the following channels:

- ✉ adel-amin@alkhaleej.com.sa
- ✉ alhanouf.saud@alkhaleej.com.sa
- ☎ 0114623260 - Ext: 1593
- ☎ 0114623260 - Ext: 1602

Shareholders can also follow our news and important events through the company's website:

- 🌐 www.alkhaleej.com.sa



Finally, the board of Al Khaleej Training and Education would like to sincerely thank all the company's shareholders for their valuable trust, constant cooperation, and continuing support to the company and its leadership. We would like also to thank the company's management and employees for their fruitful and distinguished efforts. Thanks are also extended to our partners of success for their constant support. We would not have achieved that success except for Allah Almighty's guidance and then your support, understanding, and loyalty to the company and its general strategy. We invoke the Almighty to have a prosperous year in 2026G. The company will continue, Allah willing, to exert more effort to achieve its future goals and plans and meet the expectations of our valued shareholders.

We hope that the information presented to you in this annual report by the board of Al Khaleej Training and Education Company on the results of the company's works in the fiscal year ending on 31 December 2025G has been satisfactory to you. Thanks to Allah, we have achieved the results stated in the report through the hard, continuous work of the board, the executive team of the company, and the cooperation of its employees. We will continue to maintain the level of growth and prosperity for all the company activities, Allah willing.

God bless you all

**Chairman of the Board of Directors
Abdulaziz bin Rashid Al-Rashed**





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