



The National Agricultural Development Company

Investors Relations Policy

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Table of Contents

1.	Introduction	2
2.	Responsibilities	2
3.	Policy Statement	2



1. Introduction

1.1 Purpose of the Policy

This policy aims to develop the rules, define roles and responsibilities regulating the shareholders' relations within the Company in accordance with the requirements of the Companies Law, the Company's bylaws and the corporate governance regulations for listed companies issued by the Authority, and other related laws and regulations, in addition to the principles and good corporate governance practices.

1.2 Scope of Implementation

Notwithstanding the applicable laws and regulations in force in the Kingdom of Saudi Arabia, the Company's Bylaw, internal policies, this policy shall be complementary thereto, read and interpreted therewith without replacing them. This policy shall apply to:

- 1.2.1 The General Assembly of the Company.
- 1.2.2 The Board of the Company.
- 1.2.3 Investor's Relations Department.

2. Responsibilities

- 2.1 Investor Relations Department is responsible for implementing its tasks and duties set out herein, as well as following up on the implementation of this policy tasks and responsibilities implemented by the affected organizational units by participating in the preparation and updating of the policy, approving its tasks, responsibilities, powers.
- 2.2 Department Responsible for preparing Policies and Compliance shall be responsible for drafting and formulating this policy, coordinating and reviewing the affected organizational units to ensure that they comply with the approved corporate authority delegations document and obtain the necessary input and approvals during the preparation, update, and cancellation process.

3. Policy Statement

- 3.1 The Company pays special attention to its shareholders and investors, as they are the first to be affected when there is any change in its performance.
- 3.2 Through the General Assembly, shareholders shall be able to vote and influence the Company's decisions. They may also file individual or collective liability claims against Board members in accordance with the conditions established in the CMA's Corporate Governance Regulations, Companies Law and its implementing Regulations.
- 3.3 The Company is committed to provide channels of communication and cooperation with its shareholders and investors to exchange opinions and proposals for what is in the Company's best interest.
- 3.4 The shareholder's access to information:
 - 3.4.1 The Board of Directors shall provide complete, clear, accurate and non-misleading information in a timely manner and on regular basis to enable the shareholder to fully exercise their rights.
 - 3.4.2 The means of providing information to the shareholder must be clear and comprehensive, include a statement of company information that the shareholder can obtain, and be made available to the general shareholders of the same type or class.



- 3.4.3 It is important to communicate with shareholders in the most efficient way possible without discrimination when disclosing information.
- 3.5 The Investor Relations Department has the following responsibilities:
 - 3.5.1 Communicating and meeting with the financial analysts and investment funds managers as well as representing the Company at investor conferences and meetings organized by financial Institutions to discuss Company's financial strategies and performance.
 - 3.5.2 Coordinating with Securities Depository Center Company (Edaa) regarding the shareholders' register, preparing periodic reports and presenting them to the executive management.
 - 3.5.3 Providing executive management with positive and negative market feedback through quarterly periodic reports, forecasting reports and comments by financial analysts on the Company's performance.
 - 3.5.4 Preparing and drafting the announcement of the Company's quarterly results on the Saudi Exchange (Tadawul) website.
 - 3.5.5 Developing content and publishing documents related to the investors on the Company's website.
 - 3.5.6 Managing and following up on the distribution of dividends by coordinating with the relevant banks, financial institutions or the Securities Depository Center Company (Edaa) about outstanding dividends and communicating with shareholders about them.
 - 3.5.7 Coordinating with the shareholders for the general and special assembly meeting and informing the shareholders of the agendas of those meetings, as well as providing related documents through modern technology means in coordination with the Investor Relations Department and the Board Secretary.
 - 3.5.8 Offering electronic voting to shareholders on the Agenda of the General Ordinary and Extraordinary Assemblies, although they do not attend such meetings, in accordance with the following regulations:
 - 3.5.8.1 Electronic voting enables shareholders to cast their votes before the convening of Ordinary and Extraordinary Assemblies without the need to appoint an agent to attend the Ordinary and Extraordinary Assembly meeting on their behalf.
 - 3.5.8.2 Electronic voting on the agenda items of any Ordinary and Extraordinary Assembly meeting shall be open edifying after the date of publication of the invitation for the meeting, provided that the electronic voting period shall not be less than three (3) days before the date of the assembly, and the electronic vote will stop on the agenda items of the Ordinary or Extraordinary Assembly meeting at the end of the discussion of items and vote on it in that Assembly meeting.
 - 3.5.8.3 Following the mechanisms of the Saudi Exchange (Tadawul) and the Securities Depository Center Company (Edaa) and coordinating with them to confirm the identity of the shareholder participating in the Ordinary and Extraordinary Assembly meeting through modern technology means. Additionally, ensuring that each shareholder has opportunity to cast vote on any matter on the agenda of these meetings.



- 3.5.9 Disclosures to the public in coordination with the Executive Management of the company in the event of any significant developments within the scope of the Company's operations that are not known to the general public and that may impact the decisions of current and potential investors to meet the requirements of the CMA in such cases.
- 3.5.10 Managing and updating the data on the Company's official website, the Company's official website, social media accounts, SMS notifications, in coordination with the Investor Relations Department, with the aim of providing investors with essential information about the Company that helps them make investment decisions.
- 3.6 Proxy to Attend General Ordinary or Extraordinary Assemblies:
 - 3.6.1 The shareholder of the Company has the right to authorize another natural person as a proxy, whether that person is a shareholder of the Company or otherwise, but not a member of its Board, to attend the General Ordinary or Extraordinary meeting and vote on the agenda items on his behalf, via the form of power of attorney attached to the invitation to the meeting issued by the Company proxy form shall include the following:
 - 3.6.1.1 The name of the shareholder assigned in a quadruple format if it is a natural person, or the registered name as per commercial registration if the shareholder is a legal person.
 - 3.6.1.2 Name of the Company according to its commercial registration.
 - 3.6.1.3 National identification number of the shareholder in case of natural person, or the commercial registration number in case of legal entity.
 - 3.6.1.4 The proxy's full name and National identification number.
 - 3.6.1.5 The name of the person who signed the power of attorney with a copy of the official Power of Attorney (POA), if the proxy is signed by a legal representative.
 - 3.6.1.6 The date of the proxy and validity period.
 - 3.6.1.7 The type of General Assembly meeting that will be attended.
 - 3.6.2 Taking into account the above information, the shareholder may appoint another person, whether shareholder or not, provided that the member shall not be a member of its Board, to attend General Ordinary and Extraordinary Assemblies on their behalf under a power of attorney, provided that the proxy shall state that the representative has the right to attend the Ordinary and Extraordinary Assemblies, (as may be applicable) to the Company and to vote on its agenda.
- 3.7 The Information Technology (IT) Department shall have the following responsibilities:
 - 3.7.1 Monitoring and maintaining electronic communication channels with shareholders from technical perspective including audio and real-time video transmissions in General Ordinary or Extraordinary meetings.
 - 3.7.2 Enabling electronic voting for shareholders on the agenda items of the General and Special Assembly meetings in accordance with the Implementing regulations of the companies law for listed joint stock companies.
 - 3.7.3 Providing modern communication channels that facilitates the communication between Investors Relations Department and the Investors.