



أكاديمية التعلم
Academy Of Learning



Home of Excellence



Annual Report

2026

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أكاديمية التعلم
Academy Of Learning



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Academy Of Learning

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

2026
Annual Report



Custodian of the Two Holy Mosques

King Salman bin Abdulaziz Al Saud

— may Allah protect him —

Education in the Kingdom receives great attention, as it is the foundation of development, the cornerstone of human development, and the most important investment for the future”.



His Royal Highness Prince

Mohammed bin Salman bin Abdulaziz Al Saud

Crown Prince, Prime Minister, Chairman of the Council of Economic and Development Affairs

— may Allah protect him —

«Our primary wealth, which is irreplaceable no matter how much wealth we accumulate, is an ambitious people, the majority of whom are youth.»



The Beginning...

Those whose goal is ordinary achievement,
or conventional achievement, or comfort,
we hope will not apply to join our team!
By the grace and guidance of Allah,
we seek distinguished individuals,
the ambitious,
the innovative,
and the proactive,
so that we may have the honor of working with
them,
and achieve greatness for ourselves and for
them.

On behalf of the innovative team
at Academy of Learning/

Khalid bin Mohammed Al-Ammar



شركة أكاديمية التعلم
Academy Of Learning Company

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Chairman's Message

Dear Shareholders,

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

It is my pleasure to present to you the Annual Report of Academy Of Learning Company for the fiscal year ended 30 June 2026. The year marked a defining milestone in the Company's journey, distinguished not only by the achievements realized, but also by the strong foundations it established for a new phase of sustainable growth and expansion.

Throughout the year, Academy Of Learning Company remained committed to delivering its vision of building an integrated educational ecosystem founded on quality, innovation, and sustainability. In doing so, the Company continued to strengthen its role in developing human capital in alignment with the objectives of Saudi Vision 2030, while responding to the evolving needs of the education sector and the labor market.

This year also witnessed a significant strategic expansion. After more than twenty-two years of leadership in the training sector, the Company entered the general education sector through a portfolio of distinguished educational projects. These included the operation of new schools in the Riyadh Region and the Eastern Province, together with the signing of contracts for future educational campuses and schools. Within a remarkably short period, the Company established an integrated educational ecosystem with a capacity of nearly 10,000 students, representing an outstanding achievement accomplished in record time. This milestone reflects the Company's ability to deliver a comprehensive educational experience and reinforces its position in one of the sectors that has the greatest impact on developing human capital and shaping the future.

Alongside this expansion, the Company achieved a national milestone of which we are all proud by earning a Guinness World Records™ title through organizing the world's largest professional training course. This achievement reflects the Company's ability to deliver educational initiatives with broad and lasting impact, further strengthening its position as a national institution that creates meaningful impact while competing on the international stage.

The Company also received distinguished national recognition during the year. It was awarded the Corporate Social Responsibility Award for the second consecutive year in recognition of its contributions to the community. In addition, it received the Labor Award 2025 in the category of Best Training Program for Students and Graduates, reaffirming the excellence of its training programs.

As part of its journey toward institutional excellence, the Company continued to invest in the development of its educational programs, accelerate its digital transformation, modernize its technological

infrastructure, and expand its strategic partnerships with government entities and the private sector. These efforts have strengthened the Company's institutional capabilities and enhanced its readiness to sustain growth and achieve its strategic objectives.

At the same time, the Board of Directors remained committed to strengthening the Company's governance framework and enhancing the effectiveness of risk management, internal control, and compliance. We firmly believe that sustainable growth is built upon a robust governance framework founded on transparency, institutional discipline, and sound management practices, safeguarding shareholders' interests and enhancing the Company's long-term value.

As we look ahead, the Company will continue strengthening its role in aligning educational outcomes with labor market needs by expanding its strategic partnerships and developing programs that equip and empower national talent to access high-quality employment opportunities, in line with the objectives of the Human Capability Development Program and Saudi Vision 2030.

The achievements realized during the year give us confidence in the future and reaffirm that the Company is progressing steadily toward achieving its strategic objectives. Guided by a clear vision, supported by a highly qualified team and strong partnerships, and driven by an ambition that extends beyond accomplishment, the Company remains committed to creating sustainable impact that advances education and contributes to human capital development.

In closing, on behalf of myself and the members of the Board of Directors, I extend my sincere appreciation to our valued shareholders for their continued trust and support. I also wish to express my gratitude to the Board Committees for their valuable contributions in supporting the Board's work and strengthening the Company's governance framework, to the Executive Management and all Company employees for their dedication and commitment, and to our partners and everyone who contributed to the Company's journey and success throughout the year.

We pray to Allah to grant us continued success in carrying this journey forward and to enable Academy Of Learning Company to remain a leading national model in the education sector, an active partner in developing human capital, and a creator of sustainable value for its shareholders and the Kingdom.

May Allah grant us success,,

A portrait of Khalid bin Mohammed Al-Ammar, Chairman of the Board. He is a man with a beard and mustache, wearing a white thobe and a white ghutra with a black agal. He is looking slightly to the right of the camera. The background is a blue and purple geometric pattern.

Khalid bin Mohammed Al-Ammar

Chairman of the Board

8

9

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01

**Introductory And
Institutional**



01

Overview of Academy Of Learning Company

Academy Of Learning Company is a company listed on the Saudi Stock Exchange (Saudi Exchange) and one of the Kingdom’s national companies specializing in the education, training, and human capabilities development sector. The Company provides an integrated portfolio of educational and training solutions serving individuals, government entities, and the business sector through advanced academic and training programs, digital learning platforms, and strategic partnerships that contribute to preparing and qualifying national talent in line with labor market requirements.

Throughout its journey, the Company has continued to refine its business model and strengthen its operational and technological capabilities to support the achievement of its strategic objectives and reinforce its position within Saudi Arabia’s education and training sector, in alignment with the goals of Saudi Vision 2030 to develop human capital and enhance the future readiness of the national workforce.

The 2025–2026 fiscal year marked another significant strategic milestone in the Company’s journey, as it continued expanding into the general education sector through the opening of several schools in the Riyadh Region and the Eastern Province. This

expansion reflects the maturity of the Company’s business model and underscores its commitment to implementing best practices in governance, transparency, and sustainability while creating long-term value for shareholders and all stakeholders.



Company Profile

Academy Of Learning Company and its subsidiary, Inspiring Learning Private Schools Company, were established with the objective of contributing to the development of human capital by delivering

high-quality education and training services

that meet the evolving needs of individuals and organizations while keeping pace with the rapid changes in the labor market and the requirements of the national economy.

The Company adopts an integrated educational ecosystem that combines



education



training



career
development



modern learning
technologies

enabling it to deliver innovative educational and development solutions that foster knowledge, build capabilities, and enhance the professional readiness of its beneficiaries.

Over the years, the Company has successfully established an extensive network of strategic partnerships while continuously strengthening its operational and technological capabilities. It has also enhanced its governance framework, internal control system, and risk management practices, supporting sustainable growth and reinforcing its ability to create long-term value for its shareholders and the wider community.



Company Activities

The principal activities of Academy Of Learning Company and its subsidiaries comprise two main activities: Education and Training and Real Estate Investment and Development.

As follows:



01

Education and Training

Education and Training represents the Group’s principal activity and includes the provision of educational, training, professional and qualification services and programs, in addition to the general education activity carried out by the Group through Inspiring Learning Private Schools Company.

Revenue from Education and Training for the fiscal year ended 30 June 2026 amounted to SAR 235.51 million, representing 100% of the Group’s total revenue.

Revenue from this activity comprised SAR 232.91 million from the training activity conducted by the parent company, representing approximately 98.9% of total revenue, and SAR 2.60 million from the education activity conducted by Inspiring Learning Private Schools Company, representing approximately 1.1% of total revenue.



02

Real Estate Investment and Development

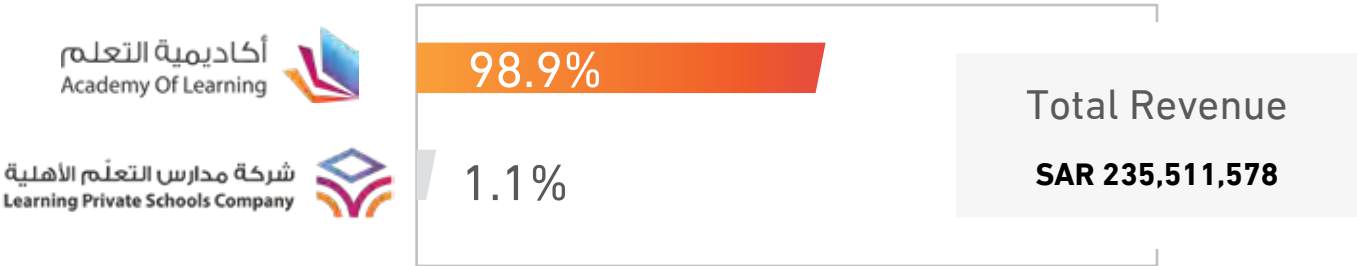
The Group owns Academy of Learning for Investment Company, which is 100% owned by Academy of Learning Company. Its principal purpose is real estate investment and development. The subsidiary has not conducted any activity since its establishment and up to 30 June 2026.

Group revenue by activity:

Principal Activity	2025–2026 Revenue	Contribution to Total Revenue
Education and Training	SAR 235,511,578	100%
Real Estate Investment and Development	-	-
Total	SAR 235,511,578	100%

Education and Training Activity:

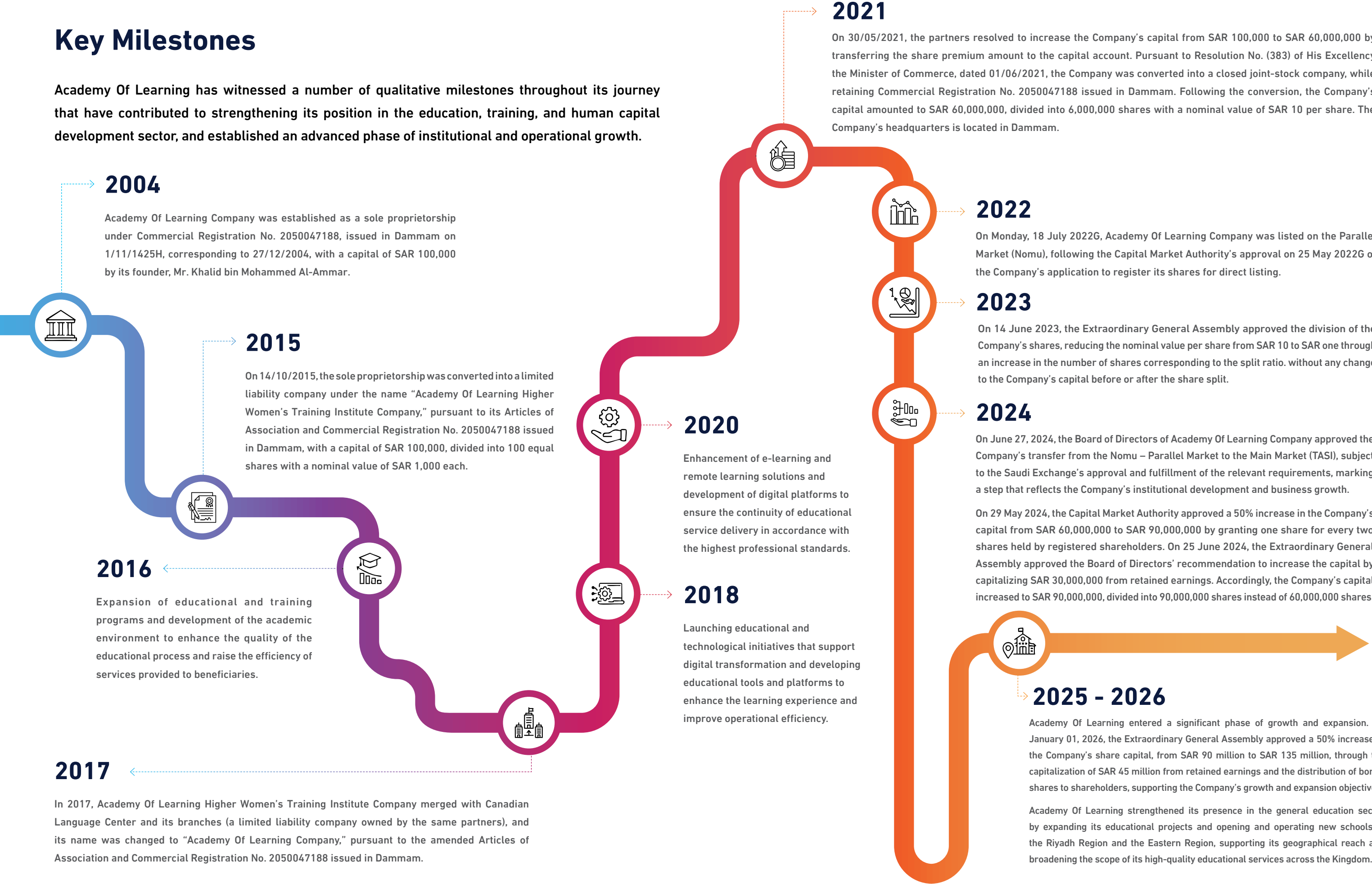
Components of Education and Training Activity	Revenue	Percentage of Total Revenue
Training – Academy Of Learning Company	SAR 232,906,608	98.9%
Education – Inspiring Learning Private Schools Company	SAR 2,604,970	1.1%
Total	SAR 235,511,578	100%





Key Milestones

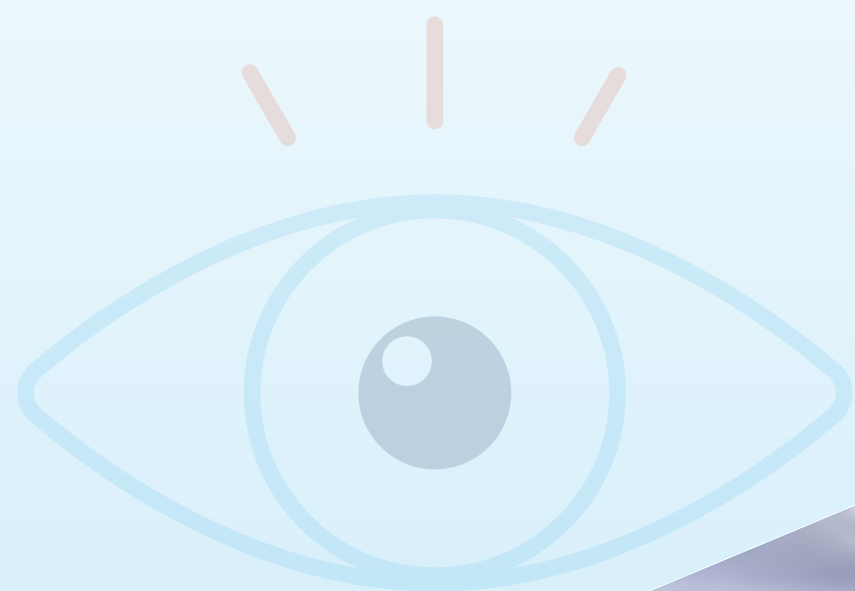
Academy Of Learning has witnessed a number of qualitative milestones throughout its journey that have contributed to strengthening its position in the education, training, and human capital development sector, and established an advanced phase of institutional and operational growth.



Annual Report 2026 / Academy Of Learning

Vision

Leadership in providing innovative educational and training services that contribute to preparing qualified national competencies capable of competing locally and internationally.



Mission

Delivering an integrated educational experience in accordance with high-quality academic and professional standards, through a modern learning environment, advanced programs, and strategic partnerships that contribute to building sustainable human capital.



Values



Quality and Excellence

Commitment to providing educational and training services in accordance with the highest standards of quality and efficiency.



Innovation

Adopting modern educational solutions and advanced technologies to enhance the learning experience.



Social Responsibility and Sustainability

Acting with responsibility and professionalism toward students, society, and stakeholders.



Transparency

Commitment to the principles of governance, disclosure, and clarity in all operations and practices.



Continuous Development

Continuously striving to improve institutional performance and develop competencies and educational programs.



02

Key Achievements
of the Year 2025–2026

A Year of Expansion, Growth and Institutional Development

The 2025-2026 fiscal year witnessed several significant milestones in the journey of Academy Of Learning, combining a global achievement that reflects its leadership in the education and training sector and expanding its presence in the General Education sector through new educational projects in the Riyadh Region and the Eastern Region, while further enhancing its education and training services, investing in digital transformation, and enhancing operational efficiency. These efforts support the quality of its educational outcomes and align with national development objectives.

A Global Achievement

Academy Of Learning Enters Guinness World Records

During the 2025–2026 fiscal year, Academy Of Learning recorded a global achievement through its official entry into Guinness World Records after organizing the world’s largest in-person professional lecture on human resource management, thereby becoming the first licensed Saudi training company to achieve this distinctive accomplishment.

This achievement reflects the standing the Academy has attained in the education and training sector and its ability to design and implement large-scale knowledge-based and professional initiatives that contribute to developing national competencies and advancing professional knowledge in accordance with international standards.

The achievement also embodies the Academy’s commitment to innovation and excellence and its dedication to providing distinctive educational and training experiences that support human capital development and the objectives of Saudi Vision 2030, while strengthening the Kingdom’s presence in the field of knowledge and professional excellence.

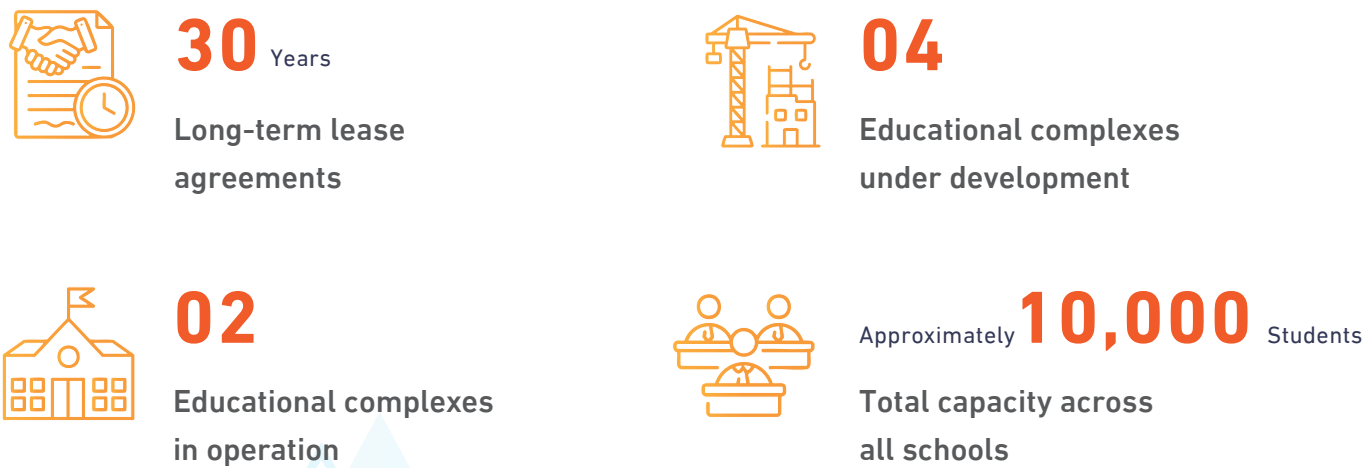
The Academy’s entry into Guinness World Records represents a prominent milestone in its journey and reflects its ability to transform distinctive initiatives into achievements with global visibility and impact.



Expansion into General Education

The expansion into the general education sector was one of Academy Of Learning’s key milestones during the 2025–2026 fiscal year, through its subsidiary, Inspiring Learning Private Schools Company. The Company currently has two educational complexes in Riyadh and Al Khobar and is establishing four new model educational complexes in Dammam and Al Khobar, with a combined capacity of approximately 10,000 students.

The Company continues to explore expansion opportunities in a number of cities across the Kingdom, driven by its vision for growth and its ambition to extend its educational services to a broader geographic reach. The Company remains committed to ensuring that its expansion is carefully planned, while maintaining the quality of education and excellence in learning outcomes as its top priorities.



International Learning Schools – Riyadh



The expansion in Riyadh is being undertaken through a long-term lease agreement for a new educational complex offering international education through American and British curricula across various educational stages, including Kindergarten. This expansion supports the Academy’s geographic reach and enhances its ability to serve a broader segment of students in one of the Kingdom’s largest education markets.



Private Learning Schools – Al Khobar



The first educational complex of Inspiring Learning Private Schools Company in Al Khobar, offering national and international education across various educational stages, including Kindergarten, Primary, Middle, and Secondary education.



The following are the Academy's key performance highlights and achievements:

Students and Educational Programs

Professional and Specialized Certificates



6

Professional
Credential Certificate

The Academy enhanced the quality of its programs and outputs through the development of professional and specialized programs meeting the needs of various sectors.

Number of Educational and Training Programs



23

Diplomas

The Academy is committed to introducing and developing high-quality training programs that meet current and future labor market needs and contribute to equipping national competencies with the required skills, in alignment with the targets of Saudi Vision 2030 and the requirements of economic development across various sectors.

Number of Graduates



+55000

male and female graduates
from the diploma program

The Academy's programs contributed to qualifying and preparing qualified national cadres possessing the skills and knowledge necessary to compete in the labor market and contribute to economic and social development.





Qualification, Employment, and Partnerships

Growth in Employment Rate



170%

over (past 12 months)

The Academy continued to support employment opportunities and professional qualification through specialized programs and effective partnerships with employment entities, enhancing alignment of educational outputs with labor market needs.

Number of Partnerships and Agreements



+50

partnerships
and agreements

The Academy strengthened its strategic partnership network with government and private entities and educational and professional institutions, supporting program development and expanding training and employment opportunities.

Employment Entities and Partners



14

entities

Institutional partnerships contributed to providing qualitative opportunities for qualification, training, and employment, enhancing added value for beneficiaries and raising the Academy's impact on human capital development.

Digital Transformation and Technical Development

Educational Platform Users



7940

users

The Academy continued to develop its digital platforms and electronic educational solutions, contributing to improving the learning experience and raising the efficiency of services provided to beneficiaries.

Digital Services and Systems



12

digital services

The year witnessed the development of a number of technical systems and platforms that supported digital transformation and raised the efficiency of operational, educational, and administrative processes.

Digital Transformation Progress



77%

The Academy continued to implement its digital transformation initiatives and projects, achieving 77% progress, further fostering innovation, enhancing operational efficiency, and supporting sustainable growth.



Quality and Accreditations

Institutional and Academic Accreditations



05

accreditations

The Academy continued to strengthen its quality and institutional excellence framework by obtaining accreditations, professional, and academic certificates affirming its commitment to the highest educational and operational standards.

Awards and Recognitions



13

awards and
recognitions

The Academy received a number of awards and recognition certificates reflecting its excellence in providing educational and training services and achieving positive impact for beneficiaries.

01 Honor from His Royal Highness the Governor of Riyadh Region

Academy Of Learning was honored by His Royal Highness Prince Faisal bin Bandar bin Abdulaziz Al Saud, Governor of Riyadh Region, in recognition of its participation as a supporting partner in the national qualification journey and its sponsorship of the unified graduation ceremony for trainees of training establishments in Riyadh Region for the second consecutive year.

This honor affirms the role the Academy plays in supporting the training sector and reinforcing the efforts of the Technical and Vocational Training Corporation in preparing and qualifying national competencies, thereby contributing to meeting labor market needs and supporting economic and social development.



02 Honor from His Royal Highness the Governor of the Eastern Province

Honor from His Royal Highness the Governor of the Eastern Province

The Academy was honored by His Royal Highness Prince Saud bin Nayef bin Abdulaziz, Governor of the Eastern Province, on the occasion of its participation as an official partner and sponsor of the unified graduation ceremony for training establishments in the Eastern Province for the second consecutive year.

This honor reflects the Academy's continued contribution to supporting training and professional qualification programs, and its role in empowering graduates and preparing them to embark on their professional careers, thereby reinforcing its position as a developmental partner in building human capacity.



03 The Ministry of Education Honors the Academy Of Learning on World Social Responsibility Day

The Ministry of Education honored the Academy Of Learning during the World Social Responsibility Day 2026 events, in recognition of its contributions to supporting community initiatives and developmental programs with sustainable impact.

The Academy was also included among the impact partners in prison inmate training programs, after providing more than (1,000) training grants aimed at empowering beneficiaries and enhancing their readiness for integration into the labor market, reflecting the Academy's commitment to its community role and its contribution to advancing sustainable development.



04 In the Presence of the Governor of the Eastern Province... Strategic Partnership with the Non-Profit Sector

The fiscal year witnessed the signing of a strategic partnership agreement between Academy Of Learning and the Council of Civil Associations in the Eastern Province, which was blessed by His Royal Highness Prince Saud bin Nayef bin Abdulaziz, Governor of the Eastern Province, during the Non-Profit Sector Leaders Forum.

The agreement aims to build the capabilities of non-profit sector personnel across the Kingdom, and to enhance institutional development and raise the operational efficiency of the sector, contributing to maximizing its developmental and community impact.

The Academy was also honored to see its Chairman of the Board, Mr. Khalid bin Mohammed Al-Ammar, recognized in appreciation of the Academy's official sponsorship of the Non-Profit Sector Leaders Forum, in renewed confirmation of the national role the Academy plays in supporting sustainable development.



05

“Academy of Learning” Wins the 2025 Corporate Social Responsibility Award

Academy Of Learning Company received the 2025 Corporate Social Responsibility Award, presented in its second edition by the Ministry of Human Resources and Social Development, in recognition of its social responsibility practices and the distinctive initiatives it undertakes, which contribute to enhancing sustainable social impact and reinforcing its role as an active partner in supporting community development.



06

2025 Labor Award

Academy Of Learning Company received the 2025 Labor Award under the Best Training Program for Students and Graduates category, presented by the Ministry of Human Resources and Social Development, in recognition of the excellence of its training programs and its contribution to qualifying national talent and supporting human capital development objectives, in alignment with the objectives of Saudi Vision 2030.





02

Strategy And Growth

04

The Academy’s Future Outlook

Academy Of Learning adopts a vision for the future centered on building an integrated education and training system that contributes to human capital development, enhances the readiness of national competencies for the requirements of a changing labor market, and achieves sustainable growth that reflects positively on shareholders and stakeholders.

The Academy’s vision for the future is based on a set of key pillars that represent the foundation for its operational and investment plans in the coming years, ensuring the enhancement of its competitiveness and the sustainability of its business in the education and training sector.

Strategic Directions

The Academy seeks to consolidate its position as one of the leading national institutions in providing specialized educational and training solutions, by focusing on the quality of educational programs, developing the digital educational experience, expanding the scope of strategic partnerships, and enhancing the efficiency of operational and administrative processes.

It also seeks to instill a culture of innovation in the development of educational programs and services, and to adopt creative practices that contribute to enhancing competitiveness and achieving added value for beneficiaries.

Governance and Sustainability

Adopting best practices in governance, risk management, compliance, and transparency to strengthen trust and create sustainable value for shareholders and stakeholders.

Social Responsibility

Through this strategy, the Academy seeks to reinforce its position as a leading education company, strengthen its ability to achieve sustainable growth, and create long-term value for investors and society.

Growth Targets

The Academy works to achieve sustainable growth through diversifying revenue sources, increasing the number of beneficiaries of educational and training programs, expanding in high-demand professional and specialized programs, and enhancing its presence in promising sectors linked to skills and human capacity development.

It also aims to enhance the efficiency of investments in its operational and technical resources, contributing to improved profitability and the creation of sustainable long-term value for shareholders.

Digital Transformation

Digital transformation constitutes one of the primary enablers of the Academy’s strategy, as the Academy continues investing in the development of its digital platforms and technical systems, raising the efficiency of educational and administrative processes and enhancing the beneficiary experience.

The Academy seeks to employ modern technologies, data, and digital analytics to support decision-making, improve the quality of services provided, and raise operational efficiency levels.

Expansion of Educational and Training Programs

The Academy continues to develop its portfolio of educational and training programs in alignment with labor market needs and the requirements of various economic sectors, with a focus on professional, technical, and specialized programs that contribute to raising the readiness of national competencies.

It also works to introduce qualitative programs in partnership with specialized academic and professional entities, enhancing educational value for beneficiaries and broadening the Academy’s impact.

Alignment with Saudi Vision 2030

The Academy’s strategy is directly linked to the Kingdom’s Vision 2030 targets and the Human Capability Development Program, through contributing to national skills development, raising the quality of educational and training outputs, and enhancing competencies’ readiness for the labor market.

The Academy believes that investing in education and training represents a fundamental pillar for achieving sustainable economic and social development, which is reflected in its various programs, initiatives, and development projects.

05

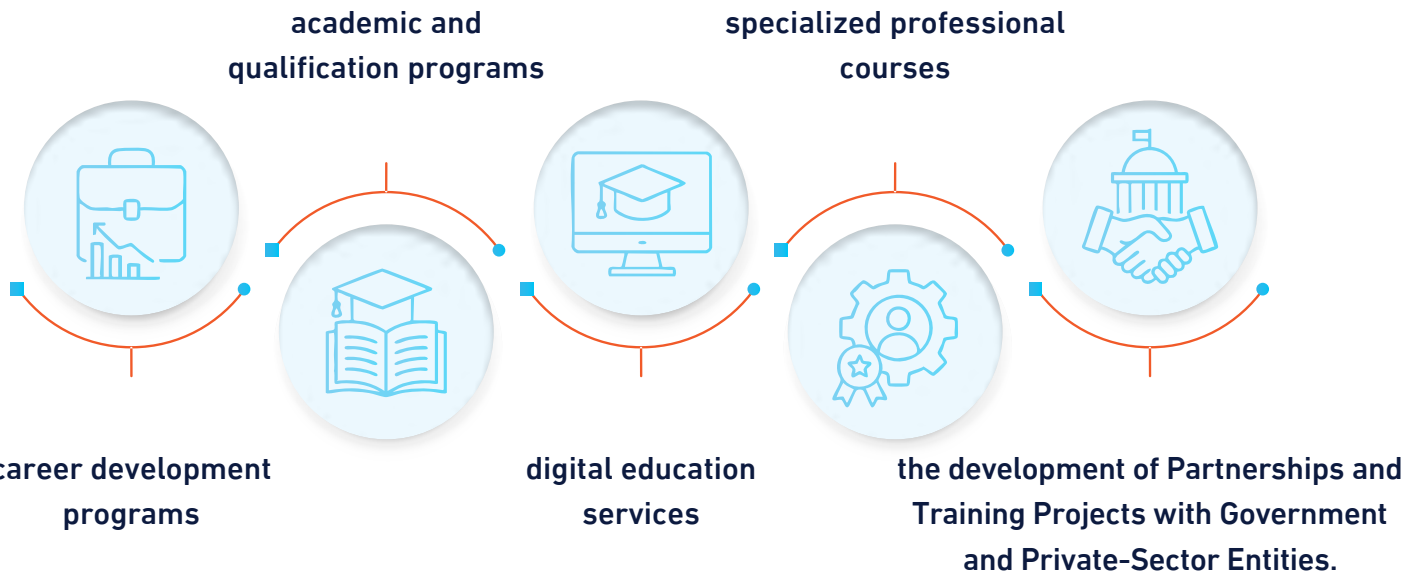
Business Model and Added Value

Academy Of Learning focuses on building a flexible business model capable of adapting to the rapid changes in the education and training sector and capitalizing on emerging opportunities associated with modern technologies and the requirements of the knowledge economy. The Academy remains committed to the principles of sustainability and social responsibility by maximizing its societal impact, contributing to human capital development, and adopting responsible practices that ensure business continuity and sustainable development in alignment with the objectives of Saudi Vision 2030.

How Does the Academy Generate Revenue



The Academy generates revenue from a diverse range of educational and training activities and services, including academic and qualification programs, specialized professional courses, career development programs, digital education services, as well as the implementation of training and consulting projects and the development of partnerships with government entities and the private sector.



This diversification of revenue streams strengthens the Academy’s ability to achieve financial sustainability and reduces reliance on a single source of income, supporting continued growth and enhancing the resilience of its business model.

Target Sectors

Academy Of Learning serves a broad range of beneficiaries, including:



Male and female students.



Graduates and job seekers.



Employees and professionals.



Executive leaders.



Government entities.



Private-sector companies and organizations.



Non-profit organizations.

The Academy also focuses on nationally prioritized sectors experiencing growing demand for specialized skills and professional qualifications, contributing to the alignment of education and training outcomes with labor market needs and national development requirements.

03

Operational and Academic Performance



06

Academic and Educational Performance



Overview

Throughout 2025 - 2026, Academy Of Learning continued to strengthen its academic and educational performance through the development of educational and training programs, the expansion of e-learning, and the improvement of the quality of educational outputs in alignment with labor market needs and national development targets.

The Academy focused on delivering an integrated educational experience that combines academic quality, modern educational technologies, and practical qualification, thereby enhancing beneficiary readiness and achieving sustainable value for stakeholders.

Educational Programs

The Academy continued to keep pace with developments and changes in the training sector by developing innovative, high-quality programs, improving the quality of training content, and applying best practices and professional standards, thereby contributing to enhancing the efficiency of training outputs and achieving trainee satisfaction.

Educational and Training Programs Indicators (Diplomas) 2025 - 2026

Number of Educational (Training) Programs



Program Growth Rate



Number of Graduates



Accreditations and Quality 2025 – 2026

The Academy is committed to applying the highest standards of quality and academic accreditation, ensuring the sustainability of institutional excellence and raising the efficiency of the educational process.

Throughout the year, the Academy continued its efforts to maintain existing accreditations and develop quality systems and continuous improvement, supporting the achievement of its strategic targets.

Number of Academic Accreditations



Number of Quality Certificates



Number of Reviews and Assessments



Quality Standards Compliance Rate



07

E-Platform and Digital Transformation



Overview

Academy Of Learning continues to implement its digital transformation plan as one of the fundamental pillars for enhancing operational efficiency, developing educational experience, and achieving institutional sustainability.

Throughout 2025 – 2026, the e-platform and a number of digital systems witnessed qualitative developments that contributed to improving the services provided to beneficiaries and enhancing the efficiency of educational and administrative process management.

E-Platform Development

The Academy continued to develop the digital educational platform by adding new features and improving performance and user experience, thereby supporting the expansion of e-learning and raising the efficiency of educational service delivery.

Platform Indicators 2025 - 2026

Number of Digital Services



12

Number of Published Courses



219

Operational Digital Transformation Rate



77%

Total Registered Users



7940

Digital Transformation Indicators 2025 – 2026

The Academy focused on digitizing operational and administrative processes and developing institutional work mechanisms, thereby raising efficiency and enhancing data accuracy and speeding decision-making.

Automation Rate



77%

System Readiness



89%

08

Employment Qualification Center

مركز التأهيل الوظيفي
Employment Qualification Center

Overview

The Employment Qualification Center is one of the fundamental pillars of the Academy’s framework, aiming to enhance graduates’ readiness for the labor market through professional qualification programs, career counseling, and partnerships with employment entities.

The Center works to bridge the gap between educational outputs and labor market needs, thereby contributing to raising employment opportunities and achieving human capacity development targets.

Employment Rates

The Center continued to follow up with Academy graduates and measure the impact of educational and training programs on employment opportunities and the improvement of beneficiaries’ professional paths.

Employment and Partnerships Indicators 2025 – 2026

Employment Rate Growth Over 12 Months



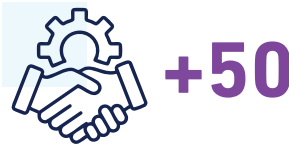
Number of Beneficiaries of the Center Services



Number of Available Job Opportunities



Number of Partnerships

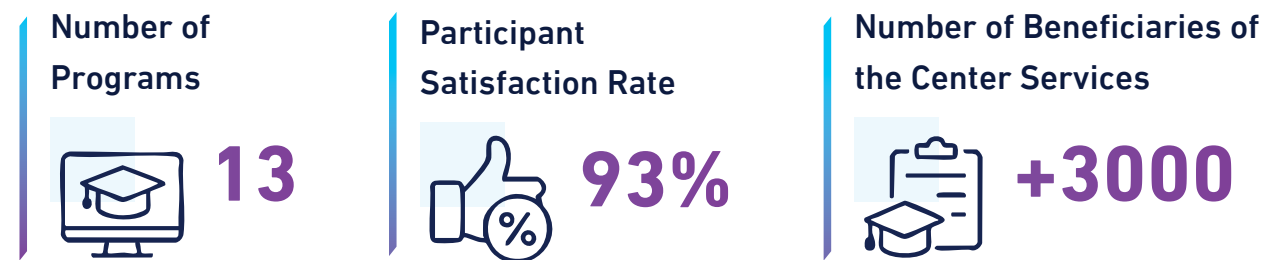


The Center strengthened its cooperation with a number of government entities, companies, and private institutions with the aim of providing training and employment opportunities for graduates.

Qualification Programs Indicators 2025 – 2026

The Center implemented a range of specialized programs focused on developing the professional and personal skills required in the modern work environment.

The programs covered areas including CV preparation, personal interview skills, digital skills, leadership skills, and specialized sectoral qualification.



04

**Sustainability And Corporate
Social Responsibility**
During 2025–2026



Our Commitment to Sustainability

Environmental, Social, and Governance (ESG) Framework

Academy Of Learning Company embeds sustainability across its operations through a well-defined governance framework that aligns its environmental and social impact with the Sustainable Development Goals (SDGs) and the objectives of Saudi Vision 2030.

The following highlights the Company's key performance indicators across its three sustainability pillars:



Environmental

ISO 14001

Environmental Management certification accredited across all branches

Up to 88%

Reduction in carbon footprint through digital solutions and artificial intelligence

8,030

Virtual meetings, reducing travel, energy consumption, and paper use

Low Environmental Impact

All branches fall within low environmental impact classifications

Sustainable Development Goals:



Social

Zero Incidents

0 incidents and 0 injuries in accordance with the Zero Harm principle during 2025–2026

For the Second Consecutive Year

Corporate Social Responsibility Award recipient

More Than 500 Beneficiaries

From the Academy's partnerships with non-profit sector associations

SAR 9 Million

Invested in community and training programs, in addition to 96 educational grants

Sustainable Development Goals:



Governance

7 ISO Certificates

Internationally accredited systems covering quality, environment, health, and safety

85%

Saudization rate, comprising 542 male and female employees out of a total of 682

75.3%

Women's Representation in the Workforce

Female employees represented 75.3% of the total workforce at the end of the financial year.

Institutional Governance

Sustainability Office reporting to the CEO leads impact and disclosure efforts

Sustainable Development Goals:



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ISO Certifications and Institutional Accreditations

Academy Of Learning is committed to applying global best practices in the areas of quality, management, governance, and corporate responsibility, through the adoption of international systems and standards that contribute to enhancing operational efficiency, improving the quality of educational and training services, and strengthening beneficiary satisfaction.

During fiscal year 2025–2026, the Academy continued to uphold an integrated framework of international certifications and standards that support institutional excellence and reinforce a culture of continuous improvement and adherence to best professional practices.

Accredited International Certifications



ISO 9001:2015

Quality Management System

Reflects the Academy’s commitment to applying the highest standards of quality in process management, enhancing institutional performance, and elevating beneficiary satisfaction.

ISO 21001:2018

Educational Organizations Management System

Strengthens the Academy’s capacity to deliver high-quality educational and training services centered on the needs of learners and stakeholders.



ISO 45001:2018

Occupational Health and Safety Management System

Supports the provision of a safe and healthy working and learning environment for Academy personnel and the beneficiaries of its services.

ISO 14001:2015

Environmental Management System

Reflects the Academy’s commitment to responsible environmental practices, enhancing resource efficiency, and advancing environmental sustainability.



ISO 10002:2018

Customer Complaints Management System

Contributes to the development of mechanisms for managing complaints and feedback, enhancing the beneficiary experience, and raising satisfaction levels.

ISO 29993:2017

Learning Services Management System

Enhances the quality of non-formal educational and training services and affirms the Academy’s adherence to international standards in the design and delivery of training programs.



ISO 26000

Social Responsibility Management

Embodies the Academy’s commitment to the principles of social responsibility and sustainability, and reinforces its positive impact on society and the economy.

10

Governance and Compliance

Academy Of Learning believes that effective governance represents one of the fundamental pillars for achieving sustainable growth and strengthening trust among shareholders, trainees, partners, and stakeholders. Accordingly, the Academy continues to develop its institutional framework in alignment with best regulatory practices and capital market requirements, through enhancing transparency, oversight, risk management, and institutional compliance.

Governance

Academy Of Learning Company is committed to applying the highest standards of corporate governance, based on its belief that sound governance is one of the fundamental pillars of achieving sustainability, enhancing institutional performance, and protecting the rights of shareholders and stakeholders.

The General Assembly and the Board of Directors have adopted the regulations and policies governing the Company's corporate governance, based on the Corporate Governance Regulations issued by the Capital Market Authority. These regulations and policies reinforce the principles of transparency, disclosure, and accountability, enhance the efficiency of internal control, risk management, and compliance, and define the roles and responsibilities of the Board of Directors and Executive Management in accordance with corporate best practices.

The Company is also committed to protecting the rights of shareholders, customers, employees, and all other stakeholders and strengthening communication with them, thereby contributing to building trust and establishing sustainable relationships that serve mutual interests and support the Company's sustainable growth.

Academy Of Learning continues to develop its governance framework by regularly reviewing and updating its policies, regulations, and procedures in line with the applicable laws and instructions. This enhances institutional performance efficiency, increases the level of compliance, and supports the sustainability of the Company's business.

The Company has issued a comprehensive set of regulations and policies governing its corporate governance, based on the Corporate Governance Regulations issued by the Capital Market Authority, its Articles of Association, and the applicable laws and regulations. These regulations and policies have been approved by the Board of Directors and are periodically reviewed and updated to ensure alignment with regulatory developments and corporate governance best practices.



■ Governance Mechanisms

Academy Of Learning Company is keen to apply corporate governance in an exemplary manner, having established an effective governance system in recognition of its long-term importance. Out of the Company’s keenness, and in order to strengthen its relationship with its shareholders, investors, and all stakeholders, and in adherence to the principles of disclosure and transparency, the General Assembly has approved the Company’s Governance Regulations with the aim of maximizing shareholder value over the long term. The various departments of the Company have also been committed to supporting and strengthening the governance system and to adopting best practices in order to protect the interests of the Company and its shareholders.

In 2025 – 2026, the Company adopted (20) governance regulations and policies, in order to strengthen the corporate governance framework, ensure compliance with the highest standards of transparency and accountability, develop internal control mechanisms, and reinforce the principles of fairness and equality in dealing with all stakeholders, thereby contributing to enhancing institutional performance efficiency, sustaining growth, and achieving the Company’s long-term strategic objectives.

The following points set out the regulations and policies currently in place within the Company.

- 01 Corporate Governance Regulations.
- 02 Audit Committee Regulations.
- 03 Nominations and Remuneration Committee Regulations.
- 04 Executive Committee Regulations.
- 05 Investment Committee Regulations.
- 06 Performance Management and Remuneration Regulations for Employees of Academy Of Learning Company.
- 07 Competition Rules and Standards Regulations.
- 08 Disclosure Policy.
- 09 Compliance Policy.
- 10 Remuneration Policy for the Board of Directors, Committee Members, and Senior Executives.
- 11 Authorities and Delegation of Authorities Policy.
- 12 Policy and Standards for Membership of the Board of Directors, Committee Members, and Senior Executives.
- 13 Insider Trading Policy.
- 14 Professional Conduct and Ethical Values Policy.
- 15 Risk Management Policy.
- 16 Conflict of Interest Policy.
- 17 Whistleblowing Policy.
- 18 Stakeholders Relationship Management Policy.
- 19 Corporate Social Responsibility Policy.
- 20 Dividend Distribution Policy

■ Disclosure and Transparency Policies

In line with Academy Of Learning’s commitment to applying best practices in corporate governance, enhancing the principles of disclosure and transparency, and fostering trust among shareholders, investors, and stakeholders, the Academy is committed to providing material information and regulatory disclosures accurately, fairly, and in a timely manner, in accordance with the laws and regulations issued by the Capital Market Authority (CMA), the Companies Law, and other relevant laws and regulations.

The Academy believes that disclosure and transparency are fundamental pillars for strengthening investor confidence, supporting the efficiency of the financial market, and enabling shareholders to make informed investment decisions on clear and equal terms, thereby contributing to the protection of the rights of all stakeholders.

In this regard, the Academy is committed to the following:



01

Disclosure of Material Information

Disclosing all material information and events that may affect the Company’s performance, financial position, or investors’ decisions, in accordance with regulatory requirements and within the specified timelines.



02

Equal Access to Information

Ensuring that information is made available to shareholders and investors fairly and without discrimination, in accordance with the principle of equal access to information.



03

Compliance with Regulatory Disclosure Requirements

Publishing financial statements, material announcements, resolutions of General Assemblies, and other regulatory disclosures through the Saudi Exchange (Tadawul), in addition to including relevant information in the Company’s Annual Report.



04

Enhancing Communication with Shareholders and Investors

Providing effective communication channels to address shareholders’ and investors’ inquiries and enhance transparency in the Company’s relationship with all stakeholders.



05

Governance and Compliance

Implementing internal policies and procedures that ensure compliance with corporate governance requirements, internal controls, risk management, and applicable laws and regulations.



06

Confidentiality of Information

Maintaining the confidentiality of undisclosed information and regulating its internal handling to prevent unauthorized disclosure and protect the interests of shareholders and investors.



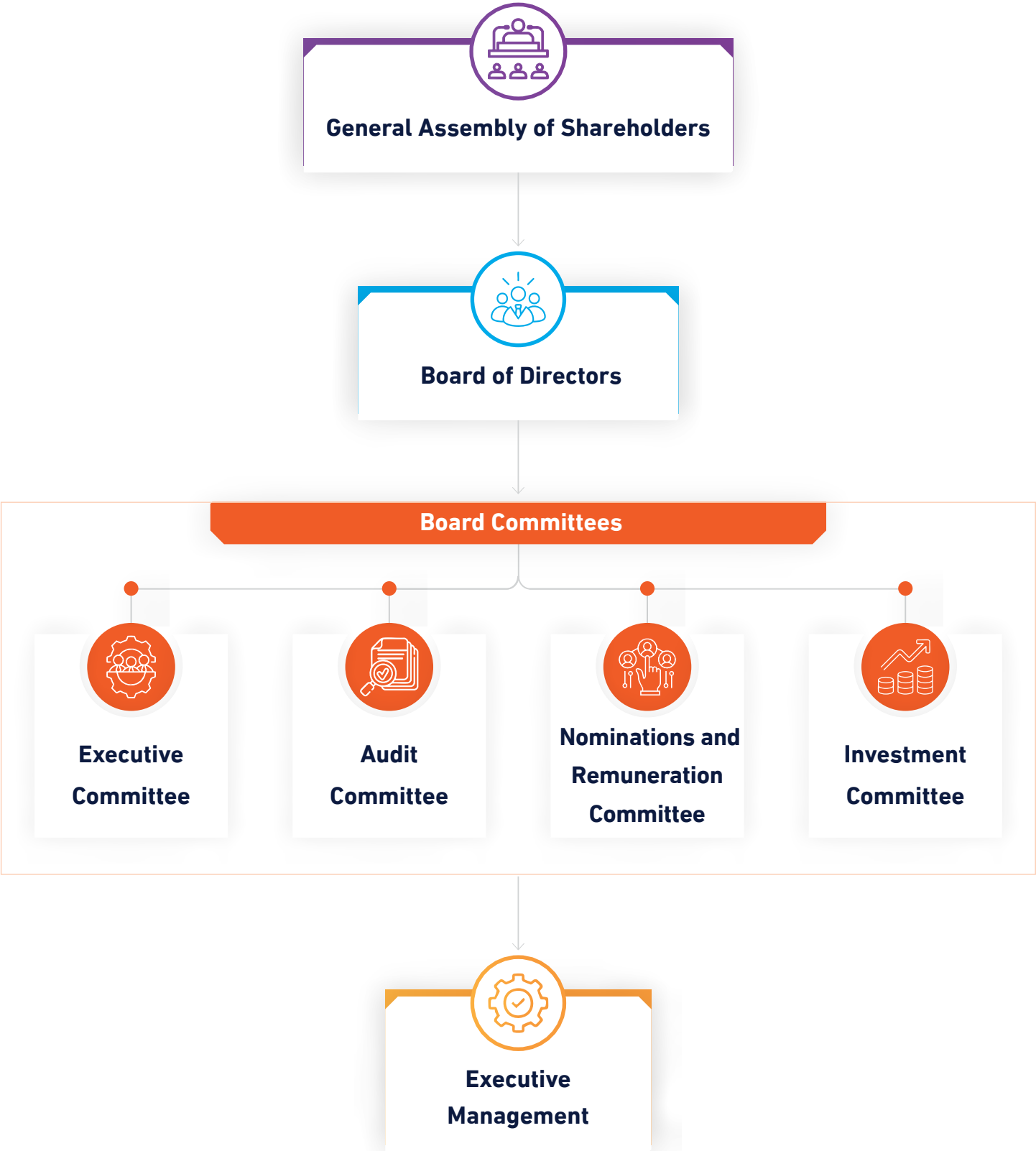
07

Continuous Review of Disclosure Policies

Periodically reviewing disclosure and transparency policies and procedures to ensure alignment with regulatory amendments and recognized best practices, thereby supporting the continuous development of the corporate governance framework.

11

Governance Structure



12

Board of Directors

The Board of Directors is responsible for overseeing the Academy’s strategic direction, approving policies and plans, and monitoring financial and operational performance and risk management, in a manner that achieves the interests of shareholders and the sustainability of growth.

The following members listed below served on the Board of Directors until the end of their term on June 15, 2026:

Name	Position	Classification
Mr. Khalid bin Mohammed Al-Ammar	Chairman of the Board of Directors	Non-Executive/ Non-Independent
Mr. Nasser bin Abdulrahman Al-Zamil	Vice Chairman of the Board of Directors	Independent/ Non-Executive
Dr. Mohammed bin Abdullah Al-Ajlan	Board Member	Independent/ Non-Executive
Mr. Saadoun bin Khaled Al-Khaldi	Board Member	Independent/ Non-Executive
Mr. Hasan Mohammed Al-Shibli	Board Member and Chief Executive Officer	Executive/ Non-Independent
Board Secretariat		
Dr. Manar Othman Al-Doukhi	Board Secretary	



The following members were elected to the Board of Directors for the new term, commencing on 16/06/2026 and ending on 15/06/2030:

Table of Board Members

Name	Position	Classification
Mr. Khalid bin Mohammed Al-Ammar	Chairman of the Board of Directors	Non-Executive/ Non-Independent
Dr. Mohammed bin Abdullah Al-Ajlan	Vice Chairman of the Board of Directors	Independent/ Non-Executive
Mr. Nasser bin Abdulrahman Al-Zamil	Board Member	Independent/ Non-Executive
Mr. Saadoun bin Khaled Al-Khaldi	Board Member	Independent/ Non-Executive
Mr. Abdulelah Mohammed bin Faraj Al-Tunisi	Board Member	Independent/ Non-Executive
Board Secretariat		
Dr. Manar Othman Al-Doukhi	Board Secretary	

Responsibilities of the Board Secretary

- 01 Document the meetings of the Board of Directors and prepare minutes that include the discussions and deliberations, the place, date, start and end time of the meeting, the Board's resolutions and the results of voting thereon, the names of the members present and absent, and the reservations expressed by any members (if any). Such minutes shall be signed by the Chairman of the meeting, all members present, and the Board Secretary.
- 02 Maintain the reports submitted to the Board of Directors as well as the reports prepared by the Board.
- 03 Provide the members of the Board of Directors with the agenda, working papers, documents, and information related thereto, along with any additional documents or information requested by any Board member that are related to the subjects on the meeting agenda.
- 04 Verify the adherence of the Board members to the procedures approved by the Board.
- 05 Notify the members of the Board of Directors of the meeting dates well in advance of the scheduled date.
- 06 Present draft minutes to the members of the Board of Directors to provide their comments before signing them.
- 07 Ensure that the members of the Board of Directors promptly and fully receive copies of the minutes of the Board meetings and the information and documents related to the Company.
- 08 Coordinate among the members of the Board of Directors.
- 09 Organize the register of disclosures of the Board of Directors and Executive Management in accordance with Article Eighty-Nine of these Regulations.
- 10 Provide assistance and advice to the members of the Board of Directors.
- 11 The Secretary to the Board of Directors may only be removed pursuant to a resolution of the Board of Directors.

Board of Directors Biographies, and the Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Board Member:



Mr. Khalid bin Mohammed Al-Ammar

Previous and Current Chairman of the Board of Directors

Current Positions

- Chairman of the Board of Directors at Academy Of Learning Company.
- Chairman of the Board of Directors at Canadian Medical Center Company.
- Chairman of the Board of Directors at Mehan Human Resources Company.
- Chairman of the Board of Directors at Faloah Najd Real Estate Company.
- Chairman of the Board of Directors at Khairat Al-Amariyah Real Estate Company.
- Chairman of the Board of Directors at Khairat Al-Sharq Trading Company.
- Chairman of the Board of Directors at Cheval Real Estate Company.
- Chairman of the Board of Trustees at the Academy Of Learning Foundation for Community Development.

Previous Positions and Experience

- Chairman of the National Committee for Young Businessmen at the Council of Saudi Chambers, from 2009 to 2010.
- Member of the Saudi Canadian Business Council at the Council of Saudi Chambers, from 2009 to 2011.
- Member of the Board of Directors of the Eastern Province Chamber of Commerce and Industry, Kingdom of Saudi Arabia, from 2010 to 2013.
- Chairman of the Board of Directors of Khairat Al-Khaleej Energy Company, from 2011 to 2026.
- Chairman of the Board of Directors at Leading Technology Company from 2006 to 2026.
- Chairman of the Board of Directors at Thimar Al Sharq Company from 2024 to 2026.
- Chairman of the Board of Managers at Hasafa Project Development Company from 2025 to 2026.

Qualifications

- Holds a Bachelor's degree in Mathematics from Imam Abdulrahman Bin Faisal University, Dammam, 1995.
- Completed several development courses in management and languages in Japan, the United States of America, the United Kingdom, the United Arab Emirates, and Kuwait, between 2000 and 2014.

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- Chairman of the Board of Directors at Cheval Real Estate Company.
- Chairman of the Board of Directors at Mehan Human Resources Company.
- Chairman of the Board of Directors at Canadian Medical Center Company.
- Chairman of the Board of Directors at Faloah Najd Real Estate Company.
- Chairman of the Board of Directors at Khairat Al-Amariyah Real Estate Company.
- Chairman of the Board of Directors at Khairat Al-Sharq Trading Company.

Previous (Inside the Kingdom):

- Chairman of the Board of Directors at Khairat Al-Khaleej Energy Company, from 2011 to 2026.
- Chairman of the Board of Directors at Leading Technology Company from 2006 to 2026.
- Chairman of the Board of Directors at Thimar Al Sharq Company from 2024 to 2026.
- Chairman of the Board of Managers at Hasafa Project Development Company from 2025 to 2026.

Current (Outside the Kingdom):

- N/A.

Previous (Outside the Kingdom):

- N/A.



Dr. Mohammed bin Abdullah Al-Ajlan
Vice Chairman of the Board of Directors of Academy Of Learning Company

Current Positions

- Vice Chairman of the Board of Directors of Academy Of Learning Company.
- Vice Chairman of the Board of Directors at Shibal Holding Company.
- Vice Chairman of the Board of Directors of Biet Al Bena, Real Estate Company
- Board Member at Jawharat Hittin Real Estate Company.
- Board Member at Ittihad Hittin Real Estate Company.

Previous Positions and Experience

- Sales Manager at Abdullah Fahad Al-Ajlan Company, from 1995 to 2000.
- Chief Executive Officer at Raeyak Real Estate Company, from 2007 to 2017.
- Board Member at Al Rajhi Capital, from 2012 to 2016.
- Member of the Real Estate Committee at the Riyadh Chamber of Commerce from 2012 to 2016.

Qualifications

- Holds a PhD in Management and Marketing from the University of Bradford, United Kingdom, 2006.
- Holds a Master's degree in Business Administration from the University of Bradford, United Kingdom, 2003.
- Holds a Bachelor's degree in Financial Management from King Saud University, Riyadh, 1995.

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- Vice Chairman of the Board of Directors of Academy Of Learning Company.
- Vice Chairman of the Board of Directors at Shibal Holding Company.
- Vice Chairman of the Board of Directors at Biet Al Bena, Real Estate Company.
- Board Member at Jawharat Hittin Real Estate Company.
- Board Member at Ittihad Hittin Real Estate Company.

Current (Outside the Kingdom):

- N/A.

Previous (Inside the Kingdom):

- Board Member at Al Rajhi Capital, from 2012 to 2016.

Previous (Outside the Kingdom):

- N/A.



Mr. Saadoun bin Khaled Al-Khaldi
Previous and Current Board Member

Current Positions

- Board Member at Mehan Human Resources Company.
- Board Member at Khawalid Investment Company.
- Board Member at Al Orouba Investment Company.
- Board Member at Ufuq Al-Samaa Investment Company.
- Board Member at Ru'ya Chemicals Industries Company.
- Member of the Audit Committee at Canadian Medical Center Company.

Previous Positions and Experience

- Worked at Saudi Basic Industries Corporation (SABIC) from 2004 to 2012, holding several positions and ultimately serving as Head of Support Services.
- Former Board Member of the Eastern Province Chamber of Commerce and Industry (2018–2022).
- Member of the Executive Committee of the Federation of Saudi Chambers.
- Former Chairman of the Foreign Investment Committee at the Chambers of Commerce in the Kingdom (2018–2022).

Qualifications

- Holds a Bachelor's degree in Business Administration from King Faisal University.
- Completed a number of executive courses in management, strategy, and planning.

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- Board Member at Mehan Human Resources Company.
- Board Member at Khawalid Investment Company.
- Board Member at Al Orouba Investment Company.
- Board Member at Ufuq Al-Samaa Investment Company.
- Board Member at Ru'ya Chemicals Industries Company.

Current (Outside the Kingdom):

- N/A.

Previous (Inside the Kingdom):

- N/A.

Previous (Outside the Kingdom):

- N/A.



Mr. Nasser bin Abdulrahman Al-Zamil

Previous Vice Chairman and
Current Board Member

Current Positions

- Chairman of the Board of Directors at Saudi Industries Development Company.
- Board Member at Azm Real Estate Development and Investment Company.
- Board Member at Medical Solutions and Services Company.
- Board Member at Tatawor & Tafawoq Information Technology Company.
- Board Member at Academy Of Learning Company.
- Chairman of the Board of Directors of Al-Buraq Company.

Previous Positions and Experience

- Executive Business Developer at Zamil Industrial Investment Company, from 2005 to 2007.
- Business Development Manager at Zamil Industrial Investment Company from 2007 to 2016.
- Vice President at Zamil Industrial Investment Company from 2016 to 2020.
- General Manager at Al Zamil Trading and Services Group Company from 2021 to 2026.

Qualifications

- Holds a Master's degree in Business Administration (Total Quality Management) from the University of Bradford, United Kingdom, 2005.
- Holds a Bachelor's degree in Business Administration from King Saud University, Riyadh, 2003.

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- Chairman of the Board of Directors at Saudi Industries Development Company.
- Board Member at Azm Real Estate Development and Investment Company.
- Board Member at Medical Solutions and Services Company.
- Board Member at Tatawor & Tafawoq Information Technology Company.
- Board Member at Academy Of Learning Company.
- Chairman of the Board of Directors of Al-Buraq Company.

Current (Outside the Kingdom):

- N/A.

Previous (Inside the Kingdom):

- Vice President at Zamil Industrial Investment Company from 2016 to 2020.

Previous (Outside the Kingdom):

- N/A.



Mr. Abdulelah bin Mohammed Al-Tunisi

Board Member

Current Positions

- Chief Financial Officer at Saudi Cargo Company since 2024.
- Board Member at Saudi Cargo Global Company.
- Board Member at Tabuk Cement Company.
- Member of the Audit Committee at Tabuk Cement Company.
- Member of the Executive Committee at Tabuk Cement Company.

Previous Positions and Experience

- Group Chief Financial Officer at THIQAH Business Services from 2022 to 2024.
- Finance and Strategy Director at the Public Investment Fund from 2019 to 2022.
- Financial Controller and Financial Reporting Manager at Saudi National Bank from 2012 to 2019.
- Financial Specialist at Saudi Aramco from 2008 to 2012.

Qualifications

- Bachelor's degree in Accounting from King Fahd University of Petroleum and Minerals.
- Certified Public Accountant (CPA).
- Certified Management Accountant (CMA).
- Chartered Global Management Accountant (CGMA).

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- Board Member of Tabuk Cement Company.

Current (Outside the Kingdom):

- Board Member of Saudi Cargo Global Company in Hong Kong.

Previous (Inside the Kingdom):

- N/A.

Previous (Outside the Kingdom):

- N/A.

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Mr. Hasan Mohammed Al-Shibli

Chief Executive Officer
at Academy Of Learning Company

Current Positions

- Chief Executive Officer at Academy Of Learning Company.

Previous Positions and Experience

- Board Member at Academy Of Learning Company until June 15, 2026.
- General Supervisor of the Education and Training Sector at Academy Of Learning Company, from 2017 to 2021.
- Business Development Manager at Khairat Al-Sharq Trading Company, from 2015 to 2017.
- Business Development Executive at Khairat Al-Sharq Trading Company, from 2013 to 2015.
- Assistant to the Chief Executive Officer at Khairat Al-Sharq Trading Company, from 2009 to 2013.
- Training and Development Officer at the Canadian Center for Languages, from 2008 to 2009.

Qualifications

- Holds a Bachelor's degree in Political Science from Damascus University, Syria, 2007.
- Holds a Teaching English to Speakers of Other Languages (TESOL) certificate from Aleppo University, Syria, 2003.

Names of Companies Inside or Outside the Kingdom in Which a Member of the Company's Board of Directors is a Current or Previous Board Member or a Director:

Current (Inside the Kingdom):

- N/A.

Previous (Inside the Kingdom):

- Board Member at Academy Of Learning Company until June 15, 2026.

Current (Outside the Kingdom):

- N/A.

Previous (Outside the Kingdom):

- N/A.



Dr. Manar Othman Al-Doukhi

Board Secretary

Current Positions

- Board and Committees Secretary, Governance and Investor Relations Director, and Disclosure Officer at Academy Of Learning Company.
- Consultant in Strategic Planning and Governance.
- Board and Committees Secretary, Governance and Investor Relations Director, and Disclosure Officer at Canadian Medical Center Company.
- Board and Committees Secretary, Governance and Investor Relations Director, and Disclosure Officer at Mehan Human Resources Company.
- Quality Auditor at the Education and Training Evaluation Commission.

Previous Positions and Experience

- Lecturer at Imam Mohammed Ibn Saud Islamic University, from 2012 to 2020.
- Head of Department at Imam Mohammed Ibn Saud Islamic University, for one year between 2012 and 2020.
- Governance and Board/Committees Secretariat Consultant at Meem Law Firm, from 2022 to 2023.
- Consultant in Strategic Planning and Governance at Wulaid Creative Studio, from 2019 to date.
- Designed and delivered training courses for a number of beneficiary entities, from 2019 to date.

Qualifications

- Holds a PhD in Management and Planning from Imam Mohammed Ibn Saud Islamic University, 2020.
- Holds a Master's degree in Management and Planning from Imam Mohammed Ibn Saud Islamic University, 2012.
- Holds a Bachelor's degree in Fundamentals of Religion from Imam Mohammed Ibn Saud Islamic University, 2009.

Number of Board of Directors Meetings Held During the Last Fiscal Year, Their Dates, and the Attendance Record for Each Meeting, Including the Names of Attendees.

Number of (7) Meetings During the 2025–2026 Fiscal Year

Member	First Meeting 07 July 2025	Second Meeting 20 September 2025	Third Meeting 8 February 2026	Fourth Meeting 31 March 2026	Fifth Meeting 9 April 2026	Sixth Meeting 15 April 2026	Seventh Meeting 16 June 2026
Mr. Khalid bin Mohammed Al-Ammar	✓	✓	✓	✓	✓	✓	✓
Mr. Nasser bin Abdulrahman Al-Zamil	✓	✓	✓	✓	✓	✓	✓
Dr. Mohammed bin Abdullah Al-Ajlan	✓	✓	✓	✓	✓	✓	✓
Mr. Saadoun bin Khaled Al-Khaldi	✓	✓	✓	✓	✓	✓	✓
Mr. Hasan Mohammed Al-Shibli	✓	✓	✓	✓	✓	✓	He ceased to be a member of the Board of Directors as of this date.
Mr. Abdulelah Mohammed Al-Tunisi	Was not a member during this term.						✓

Actions Taken by the Board of Directors to Inform Its Members, Particularly Non-Executive Members, of Shareholders’ Proposals and Comments Regarding the Company and Its Performance

The Company confirms that the Board did not receive any comments from the shareholders regarding the Company and its performance. We also ensure that Board members are informed of shareholders’ proposals and comments regarding the Company and its performance through the following procedures:



01

Presenting shareholders’ proposals and comments to Board members at the earliest Board meeting or through any other effective means of communication that serves the purpose, on an ongoing basis.



02

Board members attend shareholders’ General Assembly meetings, where shareholders present their proposals and views to the Board during the meeting, and the Board of Directors responds to them during the meeting. In addition, the Chairman of the Board discusses certain topics and proposals related to shareholders and the Company’s performance.



Board Committees

The Board of Directors has formed specialized committees in line with the Corporate Governance Regulations issued by the Board of the Capital Market Authority, with the aim of helping the Board carry out its duties effectively and in line with the Company’s needs and the nature of its business. These committees were formed according to general procedures set by the Board, which define each committee’s responsibilities, term of work, delegated authorities, and how the Board oversees them. The Board regularly follows up on the work of these committees and the recommendations they submit, to verify that they are carrying out the tasks assigned to them.



01 Audit Committee

The primary role of the Audit Committee is to oversee the Company’s activities and affairs and support the Board of Directors in overseeing the audit function, internal control systems, financial statements, and compliance with relevant laws and regulations, thereby enhancing the integrity of financial reporting and the effectiveness of the control and compliance framework.

Audit Committee Members Whose Terms Ended on June 15, 2026:

Name	Position	Classification
Mr. Saadoun bin Khaled Al-Khaldi	Committee Chairman	Independent/ Board Member
Mr. Ibrahim Shawqi Abdullah	Committee Member	Independent Member from outside the Board
Mr. Saad bin Abdulrahman Al-Jammaz	Committee Member	Independent Member from outside the Board
Mr. Hamoud bin Saud Al-Harbi	Committee Member	Independent Member from outside the Board

Audit Committee Members for the New Board Term, Commencing on June 16, 2026 for a Four-Year Term and Ending on June 15, 2030:

Name	Position	Classification
Mr. Hamoud bin Saud Al-Harbi	Committee Chairman	Independent Member from outside the Board
Mr. Saadoun bin Khaled Al-Khaldi	Committee Member	Independent/Board Member
Mr. Saad bin Abdulrahman Al-Jammaz	Committee Member	Independent Member from outside the Board

Biographies of the Members
of the Audit Committee



Mr. Hamoud bin Saud Al-Harbi

Chairman of the Audit Committee

Current Positions

- Chairman of the Audit Committee at Academy Of Learning Company.
- Licensed Lawyer.
- Founder and Manager of Muzoon Legal Consulting Company.
- Board Member at Tatweer Al-Malqa Company.
- Member of the Nominations and Remuneration Committee at FAS United Medical Company.
- Board Member at Aaj Real Estate Investment Company.
- Member of the Audit Committee at Canadian Medical Center Company.

Previous Positions and Experience

- More than eighteen years of experience in law, structuring of commercial projects, and legal consulting.
- Participated throughout his career in numerous committees, the drafting of a number of regulations and bylaws, and the review of governance practices for various for-profit and non-profit entities.

Qualifications

- Holds a Master’s degree in Commercial Law from the University of Technology Sydney (UTS).



Mr. Saadoun bin Khaled Al-Khaldi

Member of the Audit Committee

his biography is included among the biographies of the Board of Directors’ members.



Mr. Saad bin Abdulrahman Al-Jammaz

Member of the Audit Committee

Current Positions

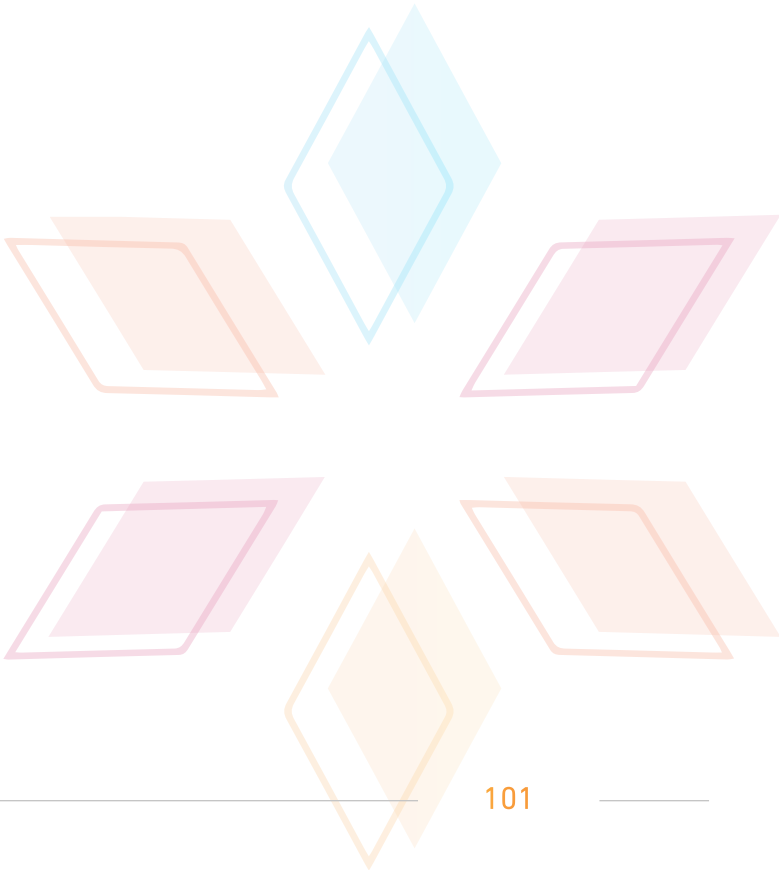
- Member of the Audit Committee at Academy Of Learning Company.
- Financial Analyst at Khalifa Abdullatif Al-Mulhim Holding Company.
- Member of the Audit Committee at Canadian Medical Center Company.

Previous Positions and Experience

- Trainee at SABIC.
- General Accountant at Khalifa Abdullatif Al-Mulhim Holding Company, from 2021 to 2023.

Qualifications

- Holds a Bachelor’s degree in Financial Management.





Mr. Ibrahim Shawqi Abdullah
Previous Member of the Audit Committee

Current Positions

- Member of the Audit Committee at Academy Of Learning Company.
- Chief Financial Officer at Khalifa Al-Mulhim Holding Company.
- Chairman of the Audit Committee at Mehan Human Resources Company.
- Member of the Audit Committee at Advanced Pipes Solutions Company.
- Member of the Audit Committee at Canadian Medical Center Company.
- Board Member at Al Qimmah Educational Services Company.
- Board Member at Durar Al Jazira Company.

Previous Positions and Experience

- Financial Affairs Specialist at Misr for Foreign Trade Company, in Taba City, Arab Republic of Egypt, from 2004 to 2008.
- General Accountant at Khalifa Abdullatif Al-Mulhim Limited Company, from 2008 to 2016.
- Head of Accounts at Khalifa Abdullatif Al-Mulhim Holding Company, from 2016 to 2019.
- Member of the Audit Committee at Shifa Al-Muntazah Company, from 2021 to 2024.

Qualifications

- Holds a Bachelor's degree in Accounting from Zagazig University, Arab Republic of Egypt, 2002.
- Holds a Certified Internal Auditor (CIA) certification from the Institute of Internal Auditors, Florida, United States of America.

Duties and Responsibilities of the Audit Committee:



Financial Statements and Reports

- Review the Company's interim and annual financial statements before they are presented to the Board of Directors, and give its opinion and recommendations on them to ensure their integrity, fairness, and transparency.
- Provide a technical opinion, upon the Board of Directors' request, on whether the Board's report and the Company's financial statements are fair, balanced, and understandable, and include the information that allows shareholders and investors to assess the Company's financial position, performance, business model, and strategy.
- Review any significant or unusual matters included in the financial reports.
- Look closely into any issues raised by the Company's Chief Financial Officer, or whoever performs that role, the Compliance Officer, or the auditor.
- Verify the accounting estimates used for material matters included in the financial reports.
- Review the accounting policies followed by the Company, and give its opinion and recommendation to the Board of Directors on them.



Internal Control and Internal Audit

- Review the Company's internal control, financial control, and risk management systems.
- Review internal audit reports and follow up on the implementation of corrective actions for the observations included in them.
- Oversee and monitor the performance and activities of the internal auditor and the internal audit department at the Company, to confirm that the necessary resources are available and effective in carrying out their assigned work and tasks. If the Company does not have an internal auditor, the Committee should provide its recommendations to the Board on whether one is needed.
- Recommend to the Board of Directors the appointment of the Head of Internal Audit or the internal auditor and propose their remuneration.

Auditors



- Recommend to the Board of Directors the nomination, dismissal, and fees of the Company’s auditors, and evaluate their performance, after confirming their independence and reviewing the scope of their work and the terms of their engagement.
Confirm the independence, objectivity, and fairness of the auditor, and the effectiveness of the audit work, taking into account relevant rules and standards.
Review the Company’s auditor’s plan and work, and confirm that they are not providing technical, administrative, or advisory services outside the scope of the audit, and give its views on this.
Respond to inquiries from the Company’s auditor.
Review the auditor’s report and observations on the financial statements and follow up on the actions taken in response.

Ensuring Compliance



- Review the findings of regulatory bodies’ reports and confirm that the Company has taken the necessary actions in response.
Confirm the Company’s compliance with relevant laws, regulations, policies, and instructions.
Review contracts and transactions the Company proposes to enter into with related parties, and provide its views on them to the Board of Directors.
Raise to the Board of Directors any matters it believes require action, along with its recommendations on the steps to be taken.

Powers of the Audit Committee

In carrying out its duties, the Audit Committee has the right to:

- 01 Access the Company’s records and documents.
02 Request any clarification or statement from members of the Board of Directors or Executive Management.
03 Request the Board of Directors to call the Company’s General Assembly to convene if the Board obstructs the Committee’s work, or if the Company is exposed to material damages or losses.
04 Investigate any matter within its authority, or any matter specifically requested by the Board of Directors.
05 Seek legal and technical advice from any external party or advisory body whenever necessary to help the Committee carry out its duties.
06 If there is a conflict between the Audit Committee’s recommendations and the Board of Directors’ decisions, or if the Board declines to follow the Committee’s recommendation regarding the appointment, dismissal, fees, or performance evaluation of the Company’s auditor, or the appointment of the internal auditor, the Board’s report must include the Committee’s recommendation, its justification, and the reasons for not following it.

Audit Committee Meetings

Number of (4) Meetings During Fiscal Year 2025–2026

Table with 6 columns: Member, First Meeting 18 September 2025, Second Meeting 24 December 2025, Third Meeting 05 February 2026, Fourth Meeting 1 June 2026, Attendance Rate. Rows include Mr. Saadoun bin Khaled Al-Khaldi, Mr. Ibrahim Shawqi Abdullah, Mr. Saad bin Abdulrahman Al-Jammaz, and Mr. Hamoud bin Saud Al-Harbi, all with 100% attendance.

02 Nominations and Remuneration Committee

This Committee is responsible for nominating members of the Board of Directors and setting the remuneration policy for Board members and the Company's senior management.



The duties and responsibilities of the Nominations and Remuneration Committee include the following:



Remuneration

Prepare a clear remuneration policy for the members of the Board of Directors, the Board Committees, and senior executives, that strengthens the motivation of the management team and helps retain talented staff. The policy is reviewed and recommended to the Board of Directors for consideration before being submitted to the General Assembly for approval. The policy should follow performance-related standards, be properly disclosed, and have its implementation verified.

It should include:

- Alignment with the Company's strategy and objectives.
- Remuneration designed to encourage Board members and Executive Management to support the Company's success and long-term growth, such as linking the variable portion of remuneration to long-term performance.
- Remuneration set based on job level, the duties and responsibilities of the position, academic qualifications, practical experience, skills, and performance level.
- Alignment with the size, nature, and degree of risk facing the Company.
- Taking into account the practices of other companies when setting remuneration, while avoiding any unjustified rise in remuneration and compensation.
- Aiming to attract, retain, and motivate professional talent, without excessive remuneration.
- Provisions for suspending or recovering remuneration if it is found to have been based on inaccurate information provided by a Board member or Executive Management, in order to prevent misuse of a position to obtain undeserved remuneration.
- Regulating the granting of Company shares to Board members and Executive Management, whether newly issued or shares purchased by the Company, in a manner consistent with the Articles of Association and the decisions of the General Assembly and Board of Directors.
- Clarifying the relationship between the remuneration granted and the applicable remuneration policy and noting any material deviation from this policy.
- Periodically reviewing the remuneration policy and assessing its effectiveness in achieving its objectives.
- Recommending to the Board of Directors the remuneration of Board members, the Board Committees, and the Company's senior executives, in accordance with the approved policy.
- Reviewing the Chief Executive Officer's financial remuneration, including long- and short-term incentives, setting the expected performance targets for the Chief Executive Officer, and submitting recommendations on these matters to the Board of Directors.
- Reviewing employee compensation plans and related incentive policies and plans.

Nominations



- Propose clear policies and standards for membership of the Board of Directors and Executive Management, and for the Company’s representatives on the boards of subsidiary companies.
- Recommend to the Board of Directors the nomination and re-nomination of its members in accordance with approved policies and standards, taking care not to nominate anyone previously convicted of an offense involving a breach of trust.
- Conduct an annual review of the skills or experience required for membership of the Board of Directors and its committees, and for Executive Management positions, and prepare a description of the capabilities and qualifications required for Board membership and Executive Management positions, including determining the time a member should devote to the Board’s work.
- Review the structure of the Board of Directors, its committees, and Executive Management, and submit recommendations on size, composition, and any other recommended changes.
- Define the roles and responsibilities of executive members, non-executive members, independent members, and senior executives.
- Set out specific procedures for cases where a vacancy arises on the Board of Directors or among senior executives.

Identify areas of strength and weakness in the Board of Directors, and propose solutions to address them in the Company’s best interest, through:



Proposing the mechanisms needed to evaluate the performance of the Board, its members, its committees, and Executive Management on an annual basis, using suitable performance indicators linked to the Company’s progress toward its strategic objectives, the quality of risk management, the adequacy of internal control systems, and other relevant factors.



Assisting the Board in its responsibility to arrange for an external evaluation of its performance by a qualified third party every three years and overseeing this evaluation process.



- The Committee may submit recommendations to the Board for appointing new members if a vacancy arises in any of the Board’s committees, as needed.
- Verify annually the independence of independent members and confirm there is no conflict of interest between the Chairman of the Board, Board members, the Chief Executive Officer, and other key management positions, and whether a member also sits on the board of another company.
- Study and review succession planning for the Board, the Chief Executive Officer, and senior executives in particular.
- Provide an appropriate level of training and orientation for new members of the Board and its committees regarding the Company’s work and achievements, enabling them to carry out their duties with the required competence.
- Develop the mechanisms needed for Board members and Executive Management to continuously access training programs and courses, aimed at developing their skills and knowledge in areas relevant to the Company’s activities.
- Prepare job descriptions for executive members, non-executive members, independent members, and senior executives.
- Provide the Board of Directors and Executive Management with sufficient information and external advice to ensure informed decisions on remuneration.

Members of the Nominations and Remuneration Committee Whose Terms Ended on June 15, 2026:

Name	Position	Classification
Mr. Nasser bin Abdulrahman Al-Zamil	Committee Chairman	Independent / Vice Chairman
Mr. Khalid bin Mohammed Al-Ammar	Committee Member	Non-Executive / Chairman
Mr. Saadoun bin Khaled Al-Khaldi	Committee Member	Independent / Board Member

Members of the Nominations and Remuneration Committee for the New Board Term, Commencing on June 16, 2026 and Ending on June 15, 2030:

Name	Position	Classification
Mr. Saadoun bin Khaled Al-Khaldi	Committee Chairman	Independent / Board Member
Mr. Khalid bin Mohammed Al-Ammar	Committee Member	Non-Executive / Chairman
Mr. Nasser bin Abdulrahman Al-Zamil	Committee Member	Independent / Board Member

Biographies of the Members of the Nominations and Remuneration Committee



Mr. Saadoun bin Khaled Al-Khaldi

Chairman of the Nominations and Remuneration Committee

his biography is included among the biographies of the Board of Directors' members.



Mr. Nasser bin Abdulrahman Al-Zamil

Member of the Nominations and Remuneration Committee

his biography is included among the biographies of the Board of Directors' members.



Mr. Khalid bin Mohammed Al-Ammar

Member of the Nominations and Remuneration Committee

his biography is included among the biographies of the Board of Directors' members.

Nominations and Remuneration Committee Meetings

Member	First Meeting 12 August 2025	Second Meeting 31 March 2026	Third Meeting 15 April 2026	Fourth Meeting 22 June 2026	Attendance Rate
Mr. Saadoun bin Khaled Al-Khaldi	✓	✓	✓	✓	100%
Mr. Khalid bin Mohammed Al-Ammar	✓	✓	✓	✓	100%
Mr. Nasser bin Abdulrahman Al-Zamil	✓	✓	✓	✓	100%

Role:

01



Evaluating Board performance.

02



Reviewing remuneration policies.

03



Developing succession plans.

04



Reviewing leadership competency requirements.

03

Executive Committee

Academy Of Learning Company adopts the Executive Committee Charter as part of the Company’s corporate governance framework, with the aim of regulating the Committee’s activities, responsibilities, and working mechanisms, thereby enhancing decision-making efficiency and supporting the Board of Directors in fulfilling its responsibilities in accordance with the Company’s Articles of Association and the laws, regulations, and instructions issued by the relevant regulatory authorities.

The Executive Committee supports the Board of Directors in overseeing the implementation of the Company’s overall strategic direction and supervises executive and strategic matters falling within its delegated authorities. This contributes to enhancing operational efficiency, accelerating decision-making, and monitoring the implementation of plans and initiatives that support the achievement of the Company’s objectives.



The Committee’s key duties and responsibilities include:

- Participating in the preparation and review of the Company’s strategic plan and submitting recommendations thereon to the Board of Directors.
- Monitoring the implementation of the Company’s overall strategy and ensuring its effectiveness in achieving the approved objectives.
- Overseeing the preparation of the Company’s annual budget, reviewing it, and submitting recommendations to the Board of Directors for approval.
- Reviewing financial and strategic performance reports and monitoring the implementation of strategic plans and initiatives.
- Reviewing projects and strategic matters with financial implications and submitting appropriate recommendations to the Board of Directors.
- Approving nomination policies for members of the Boards of Directors and managers of subsidiaries and affiliated companies and submitting recommendations regarding their appointments to the Board of Directors.
- Reviewing the Company’s performance against approved objectives, analysing key performance indicators and developments, and directing executive management based on the results.
- Performing any other duties or responsibilities delegated to it by the Board of Directors.

Members of the Executive Committee 2025 – 2026*

Name	Position	Classification
Mr. Khalid bin Mohammed Al-Ammar	Committee Chairman	Non-Executive / Chairman
Dr. Mohammed bin Abdullah Al-Ajlan	Committee Member	Independent / Vice Chairman and Board Member
Mr. Nasser bin Abdulrahman Al-Zamil	Committee Member	Independent / Board Member

*The Executive Committee was reconstituted with the same members for the new term, commencing on June 16, 2026 and ending on June 15, 2030.

Biographies of the Members of the Executive Committee



Mr. Khalid bin Mohammed Al-Ammar
Chairman of the Executive Committee

his biography is included among the biographies of the Board of Directors' members.



Dr. Mohammed bin Abdullah Al-Ajlan
Member of the Executive Committee

his biography is included among the biographies of the Board of Directors' members.



Mr. Nasser bin Abdulrahman Al-Zamil
Member of the Executive Committee

his biography is included among the biographies of the Board of Directors' members.

Executive Committee Meetings

The Committee did not hold any meetings during the 2025–2026 fiscal year.



■ Investment Committee Meetings

The Committee did not hold any meetings during the 2025–2026 fiscal year.

■ Members of the Investment Committee
Whose Terms Ended on June 15, 2026:

Name	Position	Classification
Mr. Khalid bin Mohammed Al-Ammar	Committee Chairman	Non-Executive / Chairman
Dr. Abdullah bin Suleiman Al-Juraish	Committee Member	Independent / Member from outside the Board
Mr. Nasser bin Abdulrahman Al-Zamil	Committee Member	Independent / Vice Chairman

■ Members of the Investment Committee for the New Board Term,
Commencing on June 16, 2026 and Ending on June 15, 2030:

Name	Position	Classification
Mr. Khalid bin Mohammed Al-Ammar	Committee Chairman	Non-Executive / Chairman
Dr. Mohammed bin Abdullah Al-Ajlan	Committee Member	Independent / Vice Chairman
Mr. Nasser bin Abdulrahman Al-Zamil	Committee Member	Independent / Board Member

■ Biographies of the Members
of the Investment Committee



Mr. Khalid bin Mohammed Al-Ammar

Chairman of the Investment Committee

his biography is included among the biographies of the Board of Directors’ members.



Dr. Mohammed bin Abdullah Al-Ajlan

Member of the Investment Committee

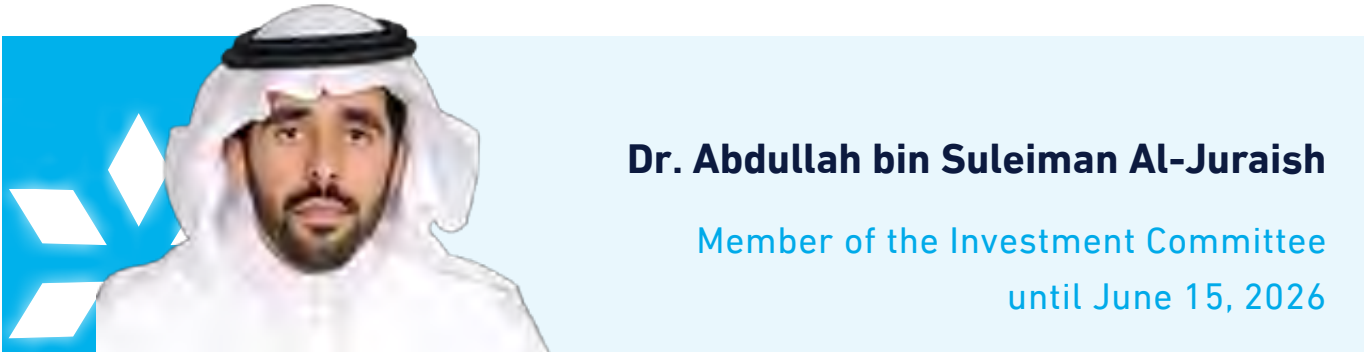
his biography is included among the biographies of the Board of Directors’ members.



Mr. Nasser bin Abdulrahman Al-Zamil

Member of the Investment Committee

his biography is included among the biographies of the Board of Directors’ members.



Current Positions

- Member of the Investment Committee of Academy Of Learning Company until June 15, 2026.
- Board Member at Al-Babtain Contracting Company.
- Board Member at Al-Sayegh Contracting Company.
- Chairman of the Nominations Committee and the Audit Committee at Al Sayegh Contracting Company.
- Member of the Investment Committee at Al-Sayegh Contracting Company.
- Member of the Investment Committee at Canadian Medical Center Company.
- Member of the Risk Committee at Masar Al-Numou Finance Company.
- Chairman of the Board of Directors at Aljuraysh Houbara Company.
- Chairman of the Board of Directors at Al-Oqailat Trading Company.
- Member of the Lawyers' Committee at the Saudi Bar Association.
- Licensed Lawyer.
- Accredited Arbitrator.

Previous Positions and Experience

- Adjunct Faculty Member at Majmaah University, from 2015 to 2018.
- Board Member at Alsalam Aerospace Industries, from 2022 to 2024.
- Chief Executive Officer and Managing Director at the Saudi Advanced Industries Company, from 2022 to 2025.
- Chairman of the Investment Committee at the Saudi Advanced Industries Company, from 2022 to 2025.
- Licensed Lawyer accredited by the Saudi Bar Association.
- Accredited Arbitrator at the Saudi Center for Commercial Arbitration.
- Accredited Arbitrator at the Saudi Sports Arbitration Center.

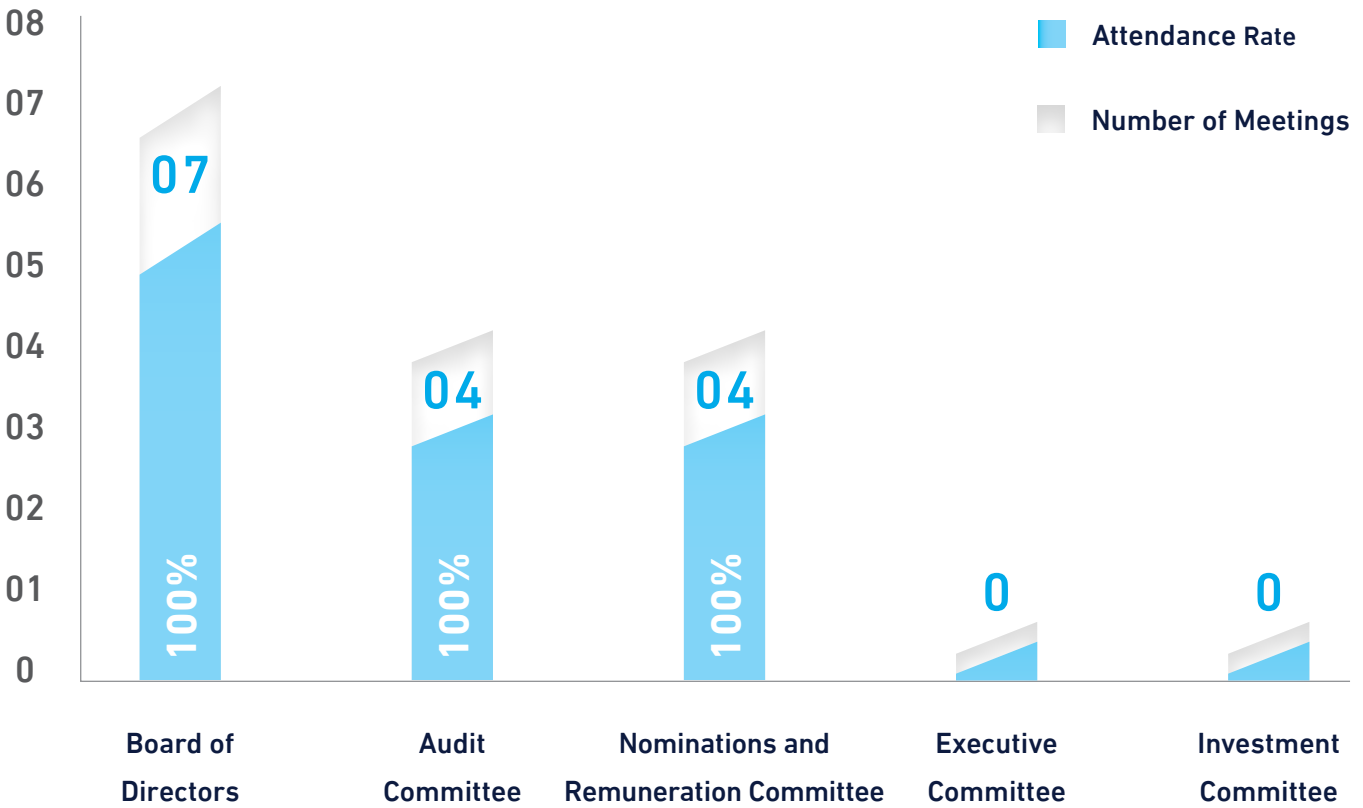
Qualifications

- Holds a PhD in Law from the Islamic University of Madinah.
- Holds a Master's degree in Commercial Law from Dar Al-Uloom University.
- Holds a Bachelor's degree in Law from King Saud University.
- Holds a Diploma in English Language from Thompson Rivers University, Canada.

13

Attendance and Meetings

Body	Number of Meetings	Attendance Rate
Board of Directors	7	100%
Audit Committee	4	100%
Nominations and Remuneration Committee	4	100%
Executive Committee	No meetings were held during the year	0%
Investment Committee	No meetings were held during the year	0%



05

Executive Management

AcademyOf Learning Company adopts a leadership model centered on empowerment, accountability, innovation, and a beneficiary-centered approach, thereby ensuring the achievement of strategic objectives, enhanced competitiveness, and sustainable growth. . Executive Management is made up of qualified members with international and local experience in the education sector. The Chief Executive Officer’s core responsibility is to manage the Company’s affairs and oversee its performance in line with the objectives and direction set by the Board of Directors and shareholders. The executive leadership team follows an approach based on data-driven decision-making, enhancing operational efficiency, developing human capital, and advancing digital transformation and institutional excellence.



Members of Executive Management

Name	Position
Mr. Hasan Mohammed Al-Shibli	Chief Executive Officer
Mr. Mohammed Jamal Saber	Chief Financial Officer
Mr. Mohammed Saleh Al-Jahwari	Director of the Development Department
Mr. Abdulaziz Mohammed Al-Nashri	Director of the Employment Qualification Center
Mr. Khalid Mansour Al-Humaidi	Director of Corporate Communications

Biographies of the Members of the Senior Executive Management



Mr. Hasan Mohammed Al-Shibli

Chief Executive Officer

his biography is included among the biographies of the Board of Directors' members.



Mr. Mohammed Jamal Saber

Chief Financial Officer

Current Positions

- Chief Financial Officer at Academy Of Learning Company.

Previous Positions and Experience

- Audit Assistant at Dr. Abdel Aziz Hegazy & Co. (a member firm of Crowe Horwath International), from 2007 to 2008.
- Senior Auditor at Mostafa Shawky & Co. (Mazars), from 2008 to 2011.
- Supervisor of the Audit and Accounting Services Department and the Financial Advisory Department at Mohammed Adel Nasif & Co. (member of AGN International), from 2011 to 2014.
- Manager of the Audit Services Department and the Zakat and Tax Advisory Department at Ahmed Abdullah Bajneed and Asaad Saleh Basodan Office (member of INPACT International), from 2015 to 2022.

Qualifications

- Holds a Bachelor's degree in Commerce, majoring in Accounting, with an overall grade of Good, from Cairo University.



Mr. Mohammed Saleh Al-Jahwari

Director of the Development Department

Current Positions

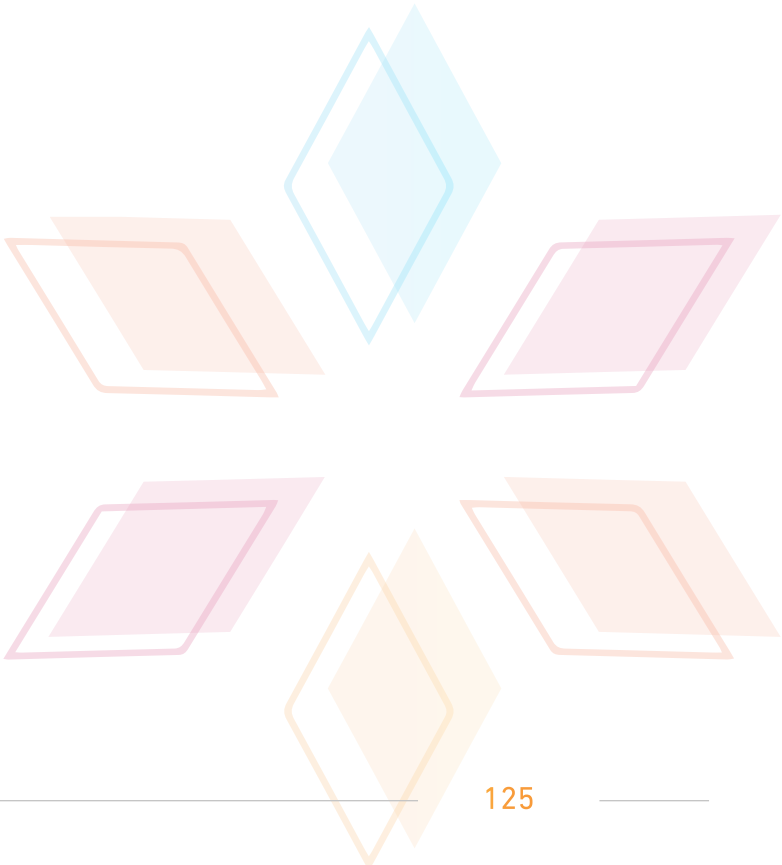
- Director of the Development Department at Academy Of Learning Company.

Previous Positions and Experience

- Institute Manager at Maharat for Technology and Human Resource Development Company in Dammam, from 1995 to 1997.
- Regional Manager for the Eastern Province at Maharat for Technology and Human Resource Development Company, from 1997 to 2005.

Qualifications

- Holds a Bachelor's degree in Business Administration from Cairo University, Egypt, 1995.





Mr. Abdulaziz Mohammed Al-Nashri

Director of the Career Development Center

Current Positions

- Director of the Employment Qualification Center at Academy Of Learning Company.

Previous Positions and Experience

- Supervisor of the Education Unit and Scientific Guidance at Prince Sultan bin Abdulaziz Center for Science and Technology (SciTech), from 2014 to 2018.
- Director of the Education Office in Al-Khobar Governorate, Eastern Province, from 2018 to 2021.
- Director of the Ajda Development Fund in the Eastern Province, from 2018 to 2022.
- Assistant Secretary General for Sustainable Development at Al-Birr Society in the Eastern Province, from 2019 to 2021.
- Certified Career Counselor accredited by the National Career Development Association (NCDA), holding an International Career Development Facilitator (FCDA) certificate and accredited as a Professional Services Provider.
- Head of the Beneficiaries' Development Sector and Director of Economic Empowerment Projects at Bena Association for Orphan Care.
- Project Evaluation Consultant for the Council Associations in the Kingdom and the Associations Support Fund. Consultant for establishing project management offices, accredited by Tanahi Charity Association.
- International Evaluator accredited by the Impact Center for Development Projects and Programs.
- Experience in managing financial portfolios.
- Experience in analysis and business development.
- Experience in internal and external auditing.

Qualifications

- Holds a Master's degree in Business Administration (Corporate Finance) from Asia University, Malaysia.
- Holds a Euro-Arab Fellowship in the Leadership of Non-Profit Organizations.

**Executive Management
and Senior Executives**



Mr. Khalid Mansour Al-Humaidi

Director of Corporate Communications
at Academy of Learning Company

Current Position

- Director of Corporate Communications at Academy of Learning Company.

Previous Positions and Experience

- Communications Director in the sectors of the Ministry of Defense.
- Director of Corporate Communications at TTP Company.

Qualifications

- Bachelor's degree in Corporate Communication.
- Higher Diploma in Business Administration, 2017.

14

Risk Management

Risk Management Framework

The Academy follows an integrated institutional framework for risk management, aimed at identifying, assessing, addressing, and continuously monitoring risks in a way that supports business sustainability.

■ Key Risks



Risks Related to the Shortage of Qualified Human Resources

Potential Impact

Difficulty in attracting qualified trainers and specialized professionals may affect the quality of educational programs and operational expansion.

Risk Mitigation Measures

Implementing talent attraction and retention plans, developing internal training programs, establishing career paths, and entering into partnerships with academic and professional institutions.



Regulatory and Legislative Risks

Potential Impact

The introduction of new laws or regulatory requirements may require the Company to update its programs, policies, or operating procedures.

Risk Mitigation Measures

Continuously monitoring applicable laws and instructions, strengthening compliance, and periodically updating policies and procedures.



Operational Risks

Potential Impact

Disruptions to operations, systems, or facilities may affect the continuity of educational and training services.

Risk Mitigation Measures

Implementing business continuity plans, conducting preventive maintenance, strengthening internal controls, and managing operational risks.



Technology and Cybersecurity Risks

Potential Impact

Disruptions to digital systems or exposure to cyberattacks may affect data, the educational platform, and electronic services.

Risk Mitigation Measures

Implementing cybersecurity controls, maintaining backups, updating systems, and continuously monitoring information security.



**Financial
Risks**

Potential Impact

Revenue fluctuations, rising costs, or weak cash flows may affect financial performance and growth plans.

Risk Mitigation Measures

Preparing periodic budgets, monitoring cash flows, diversifying revenue streams, and enhancing cost management efficiency.



**Competition-Related
Risks**

Potential Impact

Increased competition in the education and training sector may affect market share and the attraction of trainees.

Risk Mitigation Measures

Developing educational programs, innovating services, expanding geographically, and enhancing the trainee experience.



**Reputational
Risks**

Potential Impact

Any practices or events that adversely affect the confidence of trainees, investors, or regulatory authorities may damage the Company’s reputation.

Risk Mitigation Measures

Applying quality standards, promptly addressing feedback and complaints, and strengthening corporate communications and reputation management.



**Accreditation and
Quality Risks**

Potential Impact

Failure to maintain professional and academic accreditations may affect the competitiveness of the Company’s educational programs.

Risk Mitigation Measures

Continuously reviewing quality standards, maintaining accreditations, and continuously developing programs and curricula.



**Expansion and
Growth Risks**

Potential Impact

Rapid expansion may result in operational or investment pressures that affect efficiency.

Risk Mitigation Measures

Implementing well-considered expansion plans, conducting feasibility assessments, monitoring performance indicators, and applying effective project management.

Policy on the Remuneration of Board Members, Committee Members, and Senior Executives

Academy Of Learning Company adopts a policy governing the remuneration of Board members, Committee members, and Senior Executives. The Policy aims to regulate the mechanism for granting remuneration in compliance with the Companies Law, the regulations of the Capital Market Authority, and the Company's Bylaws. It also contributes to attracting, retaining, and motivating qualified individuals, enhancing performance, and achieving the long-term interests of shareholders. The Company is committed to implementing the provisions of this Policy and reviewing it periodically in accordance with the relevant laws and regulations.

Policy Objectives

The Remuneration Policy is based on the following principles:

- Compliance with the requirements of the Companies Law, the Capital Market Authority Regulations, and related laws and regulations.
- Attracting, retaining, and motivating experienced and competent Board members, committee members, and senior executives.
- Supporting the Company's growth and achieving the long-term interests of its shareholders.
- Encouraging outstanding performance by linking remuneration to performance and the achievement of objectives.
- Ensuring that remuneration is aligned with the Company's objectives and strategy, the size of its business, the nature of its activities, and the level of risk.
- Taking into consideration the job level, duties and responsibilities, academic qualifications, practical experience, skills, and performance level when determining remuneration.
- Taking into consideration the practices of comparable companies when determining remuneration, in a manner that ensures fairness and proportionality and attracts and retains talent.

Remuneration of Board Members

The Nominations and Remuneration Committee shall recommend to the Board of Directors the remuneration of Board members, Committee members, and Senior Executives in accordance with the approved standards and policies. The Board's recommendations shall be presented to the General Assembly for approval.

The remuneration of Board members may take the form of:

- A fixed amount.
- In-kind benefits.
- Meeting attendance allowances.
- A percentage of the Company's net profits.
- A combination of two or more of these forms, in accordance with the applicable laws and regulations.

If the remuneration is determined as a percentage of net profits, the total annual remuneration shall not exceed **10%** of net profits after deducting the relevant reserves and after distributing dividends to shareholders of not less than **5%** of the paid-up capital. The remuneration of Independent Board members shall not be linked, directly or indirectly, to the Company's profitability. Remuneration may vary among Board members to reflect their experience, areas of expertise, responsibilities, independence, and the number of meetings they attend.

Additional Remuneration

- The Chairman of the Board may receive additional remuneration beyond the remuneration payable to the Chairman in their capacity as a Board member. Board members may also receive additional remuneration for their membership in committees or for holding executive positions, in accordance with the provisions of the approved Policy. If the Board Secretary is also a Board member, the Board Secretary may receive additional remuneration based on the recommendation of the Nominations and Remuneration Committee and a resolution of the Board of Directors.

Remuneration of Committee Members

- Committee members' remuneration shall be determined in accordance with the charters of the relevant committees and the resolutions of the Board of Directors. The Nominations and Remuneration Committee shall review such remuneration and submit its recommendations thereon to the Board of Directors.

Remuneration of Senior Executives

- Based on the recommendation of the Nominations and Remuneration Committee, the Board of Directors shall determine the remuneration of Senior Executives in accordance with employment contracts, policies, and internal remuneration and compensation plans. The Committee shall also review Senior Executives' contracts, benefits, and short- and long-term incentive plans. The Company may grant Senior Executives benefits and incentive programs, including share ownership programs, in accordance with the applicable laws, regulations, and instructions.

Disclosure

The Company shall disclose the remuneration of Board members, Committee members, and Senior Executives in the annual report in accordance with the requirements of the Capital Market Authority and the relevant laws and regulations, in a manner that promotes the principles of transparency and disclosure.



■ Board of Directors’ Remuneration

For the fiscal year ended June 30, 2026 ·

In Saudi Riyals

Board Members	Fixed Remuneration							Variable Remuneration						End of Service Benefit	Grand Total	Expense Allowance
	Fixed Amount	Board Meeting Attendance Allowance	Total Committee Meeting Attendance Allowance	In-Kind Benefits	Technical, Administrative & Advisory Work Remuneration	Chairman / Managing Director / Secretary Remuneration (if a member)	Total	% of Profits	Periodic Benefits	Short-Term Incentive Plans	Long-Term Incentive Plans	Granted Shares	Total			
First: Independent Members																
Dr. Mohammed bin Abdullah Al-Ajlan	500,000	21,000	-	-	-	-	521,000	-	-	-	-	-	-	-	521,000	-
Mr. Nasser bin Abdulrahman Al-Zamil	500,000	21,000	8,000	-	-	-	529,000	-	-	-	-	-	-	-	529,000	-
Mr. Saadoun bin Khaled Al-Khaldi	500,000	21,000	16,000	-	-	-	537,000	-	-	-	-	-	-	-	537,000	-
Mr. Abdulelah bin Mohammed Al-Tunisi	-	3,000	-	-	-	-	3,000	-	-	-	-	-	-	-	3,000	-
Second: Non-Executive Members																
Mr. Khalid bin Mohammed Al-Ammar	500,000	21,000	8,000	-	-	-	529,000	-	-	-	-	-	-	-	529,000	-
Third: Executive Members																
Mr. Hasan Mohammed Al-Shibli	500,000	18,000		-	-	-	518,000	-	-	-	-	-	-	-	518,000	-
Total	2,500,000	105,000	32,000	-	-	-	2,637,000	-	-	-	-	-	-	-	2,637,000	-

* The table includes attendance fees for meetings of the Board committees amounting to 32,000 SAR as detailed in the committee remuneration tables.

No variable remuneration, end-of-service benefits, or expense allowances were paid to Board members during the year.

Remuneration for Members of Board of Directors Committees

For the fiscal year ended June 30, 2026

In Saudi Riyals

Name	Fixed allowances (excluding meeting attendance allowances)	Session attendance allowance	Total
Audit Committee Members			
Mr. Saadoun bin Khaled Al-Khaldi	20,000	8,000	28,000
Mr. Ibrahim Shawqi Abdullah	20,000	8,000	28,000
Mr. Saad bin Abdulrahman Al-Jammaz	20,000	8,000	28,000
Mr. Hamoud bin Saud Al-Harbi	20,000	8,000	28,000
Total	80,000	32,000	112,000
Nomination and Remuneration Committee Members			
Mr. Nasser bin Abdulrahman Al-Zamil	20,000	8,000	28,000
Mr. Khalid bin Mohammed Al-Ammar	20,000	8,000	28,000
Mr. Saadoun bin Khaled Al-Khaldi	20,000	8,000	28,000
Total	60,000	24,000	84,000
Executive Committee Members			
Mr. Khalid bin Mohammed Al-Ammar	20,000	-	20,000
Mr. Nasser bin Abdulrahman Al-Zamil	20,000	-	20,000
Dr. Mohammed bin Abdullah Al-Ajlan	20,000	-	20,000
Total	60,000	-	60,000
Investment Committee Members			
Mr. Khalid bin Mohammed Al-Ammar	20,000	-	20,000
Mr. Nasser bin Abdulrahman Al-Zamil	20,000	-	20,000
Dr. Abdullah bin Suleiman Al-Juraish	20,000	-	20,000
Dr. Mohammed bin Abdullah Al-Ajlan	-	-	-
Total	60,000	-	60,000

The Company confirms that none of the committees formed at the start of the new term on June 16, 2026 held any meetings up to and including June 30, 2026, and accordingly, no committee member received any remuneration for this period.

■ Senior Executives Remuneration

For the fiscal year ended June 30, 2026 ·

In Saudi Riyals

Senior Executive Positions	Fixed rewards				Variable rewards						End-of-service gratuity	Total executive remuneration for the Board, if any.	Grand Total
	Salaries	Allowances	Benefits in kind	Total	Profits	Periodic bonuses	Short-term incentive plans	Long-term incentive plans	Shares Granted (Value to be entered)	Total			
Mr. Hasan Mohammed Faris Al-Shibli	1,057,050.00	109,350.00	-	1,166,400.00	-	2,227,500.00	-	-	-	2,227,500.00	110,615.85	518,000.00	4,022,515.85
Mr. Mohammed Saleh Hussein Al-Jahwari	956,250.00	93,750.00	-	1,050,000.00	-	1,500,000.00	-	-	-	1,500,000.00	91,603.07	-	2,641,603.07
Mr. Mohammed Jamal Saber	455,550.00	50,600.00	-	506,150.00		742,300.00	-	-	-	742,300.00	30,511.49	-	1,278,961.49
Mr. Abdulaziz Mohammed Al-Nashri	470,000.00	40,000.00	-	510,000.00	-	300,000.00	-	-	-	300,000.00	7,710.83	-	817,710.83
Mr. Khalid Mansour Al-Humaidi	70,000.00	437.50	-	70,437.50	-	-	-	-	-	-	682.61	-	71,120.11
Total	3,008,850.00	294,137.50	-	3,302,987.50	-	4,769,800.00	-	-	-	4,769,800.00	241,123.85	518,000.00	8,831,911.35

- The Company confirms that the table includes the remuneration of the CEO and the CFO.
- The statement includes the remuneration of Mr. Hasan Mohammed Al-Shibli in his capacity as a Board member, amounting to SAR 518,000, as previously detailed in the Board members’ remuneration table.
- Any allowances received by the employee (housing, travel, or relocation allowances) are classified under the «Allowances» category rather than the «Salaries» category.

Implemented and Non-Implemented Provisions of the Corporate Governance Regulations and the Reasons for Non-Implementation:

All provisions and articles of the Corporate Governance Regulations have been applied, except for the articles set out below:

Article/Paragraph No.	Text of the Article/Paragraph	Reasons for non-application
Article 37, Paragraph 2	Developing the necessary mechanisms for Board members, committee members, and Executive Management to continuously enroll in training programmes and courses to develop their skills and knowledge in fields related to the Company's activities.	This Article remains a Guiding Article under the Corporate Governance Regulations. The Company will develop training mechanisms for Board members, committee members, and Executive Management.
Articles 67, 68, 69	Composition of the Risk Management Committee, Competencies of the Risk Management Committee, and Meetings of the Risk Management Committee.	Guiding Article
Article 82, Paragraph 3	Establishing social organizations for the benefit of the Company's employees.	Guiding Article; the Company has numerous programs and policies in place to motivate and reward employees.
Article 85, Paragraph 1	Establishing indicators that link the Company's performance with its social initiatives and comparing it with other companies that engage in similar activities.	Guiding Article; the Company carries out numerous initiatives and programs in the field of community work and also discloses these programs and initiatives in the relevant reports.
Article 92	Formation of a Corporate Governance Committee.	Guiding Article; the Company has a Governance Department responsible for monitoring the application of, and compliance with governance practices.

Statement of the Dates of General Assembly Meetings Held During the Last Fiscal Year and the Names of Board Members Who Attended These Meetings.

Members	First Meeting 01/01/2026	Second Meeting 02/06/2026
Mr. Khalid bin Mohammed Al-Ammar	✓	✓
Dr. Mohammed bin Abdullah Al-Ajlan	✓	✓
Mr. Nasser bin Abdulrahman Al-Zamil	✓	✓
Mr. Saadoun bin Khaled Al-Khaldi	✓	✓
Mr. Hasan Mohammed Al-Shibli	✓	✓



The Company’s Requests for the Shareholders’ Register, Dates of Such Requests, and Reasons Therefor During the Period from July 01, 2025 to June 30, 2026

In compliance with the disclosure requirements set forth in the relevant laws and regulations, the following table presents the Company’s requests for the shareholders’ register during the fiscal year ended June 30, 2026, including the date and purpose of each request.

	Request Reason	Request Time
1	Company Procedures	23/06/2026 13:26
2	Company Procedures	04/06/2026 13:46
3	General Assembly	02/06/2026 09:36
4	Company Procedures	21/05/2026 11:33
5	Company Procedures	14/05/2026 13:24
6	Company Procedures	22/04/2026 12:12
7	Company Procedures	16/04/2026 14:40
8	Company Procedures	02/04/2026 11:56
9	Company Procedures	25/03/2026 12:07
10	Company Procedures	11/02/2026 11:25
11	Company Procedures	15/01/2026 10:24
12	Company Procedures	14/01/2026 22:26
13	Company Procedures	07/01/2026 10:21
14	General Assembly	01/01/2026 13:18
15	Company Procedures	23/12/2025 10:06
16	Company Procedures	09/11/2025 13:14
17	Company Procedures	24/09/2025 11:28
18	Company Procedures	21/09/2025 14:12
19	Company Procedures	11/09/2025 12:09
20	Company Procedures	02/09/2025 14:06
21	Company Procedures	18/08/2025 14:42
22	Company Procedures	11/08/2025 15:28
23	Company Procedures	07/07/2025 19:30

Results of the Annual Review of the Effectiveness of the Company’s Internal Control Procedures, and the Audit Committee’s Opinion on the Adequacy of the Company’s Internal Control System.

Based on the periodic reports presented to the Audit Committee during the financial year ended June 30, 2026, the Audit Committee reasonably believes in the soundness and effectiveness of the Company’s financial, operational, and control procedures. The Committee did not identify any control deficiencies or material weaknesses in the internal control system during the financial year ended June 30, 2026 that would affect the integrity and fairness of the Company’s financial statements.

The Committee also monitors the recommendations issued by the relevant parties responsible for overseeing the Company’s internal control system, as well as the directives provided by the Committee to Executive Management, and follows up on their implementation and remediation, with the aim of enhancing the efficiency and effectiveness of the internal control system. It should also be noted that any internal control system, regardless of the soundness of its design and the effectiveness of its implementation, cannot provide absolute assurance; rather, it can only provide reasonable assurance.

Based on the foregoing, and relying on the information, reports, and representations reviewed by the Committee during the year, no material deficiencies in the internal control system or any matters with a material impact that could affect the internal control system or the fairness of the financial statements for the financial year ended June 30, 2026 were identified.

Methods Adopted by the Board of Directors to Evaluate Its Performance and the Performance of Its Committees and Members, and the External Party That Conducted the Evaluation and Its Relationship with the Company, if Any

The Board of Directors relies on the Nomination and Remuneration Committee in evaluating its performance and the performance of its committees and members, and no external party conducts the evaluation. The Board of Directors also conducted self-assessments of the performance of its members and the performance of the Board of Directors during the financial year ended 30 June 2026 through internal evaluation forms distributed to the members. The Company believes that there is currently no need to engage a specialized external party, as the Chairman of the Nomination and Remuneration Committee is an independent member

Related-Party Transactions

Academy of Learning confirms that no related party transactions took place during the financial year ended 30 June 2026.

Description of any interest, contractual securities and subscription rights belonging to the Company’s Board members, senior executives and their relatives in the shares or debt instruments of the Company or any of its subsidiaries, and any change in such interest or rights during the last financial year.

Name	Position	Beginning of the Year: Number of Shares	Beginning of the Year: Debt Instruments	End of the Period: Number of Shares*	End of the Period: Debt Instruments*	Net Change in Shares	Percentage Change
Khalid Mohammed Farhan Al Ammar Al-Dosari	Chairman of the Board of Directors	22,126,500	–	33,201,750	–	11,075,250+	+50.05%
Mohammed Saleh Al-Jahwari***	Development Department Manager	15,000	–	22,500	–	7,500+	+50.00%
Najla bint Ibrahim bin Hussein Al-Jahwari	Wife of Mohammed Saleh Al-Jahwari – Development Department Manager	15,000	–	22,500	–	7,500+	+50.00%

During the financial year, the Company’s capital increased from SAR 90 million to SAR 135 million through the capitalization of SAR 45 million from retained earnings and the issuance of one bonus share for every two shares held. Accordingly, part of the change in the number of shares shown above is attributable to the bonus shares resulting from the capital increase and does not necessarily represent share purchases during the financial year.

The Company confirms that, other than as disclosed in the table above, there are no interests, contractual securities or subscription rights belonging to the Company’s Board members, senior executives or their relatives in the shares or debt instruments of the Company or any of its subsidiaries during the financial year ended 30 June 2026.

Fourth: Results of Corporate Governance Practices During the 2025–2026 Fiscal Year

During the 2025–2026 fiscal year, Academy Of Learning continued to enhance its corporate governance practices, supporting the efficiency of the Company’s operations and reinforcing the principles of transparency, accountability, risk management, and compliance.

Key results of the corporate governance practices during the year included:

01

Continued implementation of the approved governance framework in accordance with applicable laws and regulations.

02

Regular meetings of the Board of Directors and its committees and the exercise of their respective responsibilities in accordance with the approved charters.

03

Enhancement of the internal control, risk management, and compliance framework.

04

Development and review of a number of internal policies and regulations, as required.

05

Strengthening disclosure and transparency and compliance with regulatory requirements.

06

Enhancing the effectiveness of corporate oversight in support of business sustainability and the achievement of the Company’s objectives.



Board of Directors' Declarations for 2025–2026

- 01 The Board of Directors confirms that it did not receive any request to convene the Company's General Assembly during the fiscal year ended June 30, 2026.
- 02 The Chairman of the Board of Directors confirms that he did not receive any written request from two or more Board members to convene extraordinary meetings during the fiscal year ended June 30, 2026.
- 03 The Company confirms that it did not receive any request from shareholders holding at least 5% of the Company's share capital to convene the General Assembly during the fiscal year ended June 30, 2026.
- 04 The Company confirms that no shareholders holding at least 5% of the Company's shares requested the addition of one or more items to the General Assembly's agenda when it was prepared during the fiscal year ended June 30, 2026.
- 05 The Board of Directors confirms that it did not release any of the Company's directors from their liabilities towards the Company during the fiscal year ended June 30, 2026.
- 06 The Company confirms that it did not impose any procedures or restrictions that may impede a shareholder from exercising their rights guaranteed under the applicable laws and regulations, and that no shareholders have waived any rights to dividends.
- 07 The Company confirms that the external auditor did not provide any advisory services to the Company and did not receive any fees in this regard during the fiscal year ended June 30, 2026.
- 08 The Company confirms that it does not have any preferred shares or shares carrying special voting rights, whether held by shareholders, Board members, or employees. The Company has also not issued any debt instruments. All Company shares are ordinary shares of equal nominal value and carry equal voting and other rights in accordance with the applicable laws and regulations.
- 09 The Company confirms that it has not provided any type of cash loan to any member of its Board of Directors, nor has it guaranteed any loans obtained by any of them from third parties.
- 10 The Company confirms that there are no penalties, sanctions, precautionary measures, or precautionary restrictions imposed on the Company by the Capital Market Authority or any supervisory, regulatory, or judicial authority.
- 11 The Company confirms that its internal control system was established on sound foundations and effectively implemented.
- 12 The Board of Directors confirms that, during the fiscal year ended June 30, 2026, there were no recommendations issued by the Audit Committee that conflicted with the decisions of the Board of Directors, or that the Board of Directors declined to adopt, in relation to the appointment, dismissal, remuneration, or performance evaluation of the Company's external auditor, or the appointment of the internal auditor. Accordingly, there are no rejected recommendations or reasons for not adopting them that require disclosure.
- 13 The Company confirms that it has an Internal Audit Department responsible for audit and assurance activities. Accordingly, the Audit Committee did not recommend the appointment of an internal auditor for the Company during the fiscal year ended June 30, 2026.
- 14 The Board of Directors acknowledges that the accounting records have been properly maintained and that the consolidated financial statements for the fiscal year ended June 30, 2026 were prepared in accordance with the International Financial Reporting Standards (IFRS) endorsed in the Kingdom of Saudi Arabia, as well as other standards and pronouncements endorsed by the Saudi Organization for Chartered and Professional Accountants (SOCPA). There are no deviations from the applicable accounting standards.
- 15 The Board of Directors acknowledges that there were no businesses competing with the Company or any of its lines of business that were carried out or previously carried out by any member of the Board of Directors during the fiscal year ended June 30, 2026.
- 16 The Company confirms that it has no investments or reserves established for the benefit of its employees, other than those related to the Employee Share Program approved by the General Assembly.
- 17 The Company holds treasury shares purchased for the purposes of the Employee Share Program approved by the General Assembly. As of June 30, 2026, 273,557 shares had been purchased at a total cost of SAR 1,850,546. The purchase of the shares allocated to the program had not been completed by the end of the fiscal year, and the program had not been activated, nor had any of its shares been allocated or distributed to employees as of that date.

- 18 The Company confirms that the Board of Directors approved the proposal to establish the Employee Share Program on 27 Rabi' Al-Awwal 1446H, corresponding to September 30, 2024, and that the program was approved by the General Assembly on 12 Rajab 1447H, corresponding to January 1, 2026. The approval was announced on January 4, 2026. Based on the aforementioned approval, the Company commenced purchasing the shares allocated to the program. As of June 30, 2026, a total of 273,557 shares had been purchased at a total cost of SAR 1,850,546. The purchase of the shares allocated to the program had not been completed as of that date, and the permitted period for purchasing the shares is 18 months from the date of the General Assembly's approval. The Company also confirms that, as of June 30, 2026, the Employee Share Program had not been activated, and none of the purchased shares had been allocated or distributed to employees eligible to participate in the program.
- 19 The Company confirms that there are no arrangements or agreements pursuant to which any member of the Board of Directors or any senior executive has waived any remuneration.
- 20 The Company confirms that there is no material deviation between the remuneration granted to Board members, committee members, and senior executives and the Company's approved remuneration policy.
- 21 The Board of Directors confirms that there is no material uncertainty regarding the Company's ability to continue as a going concern and to carry on its operations.
- 22 The Company confirms that the external auditor's report does not contain any reservations regarding the financial statements for the fiscal year ended June 30, 2026.
- 23 The Company confirms that there is no recommendation by the Board of Directors to change the external auditor before the end of the period for which the auditor was appointed.
- 24 The Company confirms that its subsidiaries did not issue any shares or debt instruments during the fiscal year ended June 30, 2026 that require disclosure in this report.
- 25 The Company confirms that, except for Mr. Hasan Mohammed Fares Al-Shibli, who served as Chief Executive Officer in addition to his membership on the Board of Directors during the fiscal year, none of the Board members received any amounts in their capacity as an employee or executive of the Company, or for technical, administrative, or advisory services. All remuneration, benefits, and amounts due to Mr. Hasan Mohammed Fares Al-Shibli in his executive capacity and as a Board member have been disclosed in the remuneration tables included in this report.
- 26 The Board of Directors confirms that, during the fiscal year ended June 30, 2026, there were no transactions or contracts in which any member of the Board of Directors, senior executive, or any person related to any of them had a direct or indirect interest.
- 27 The Company confirms that, during the fiscal year ended June 30, 2026, it did not receive any notices regarding interests in the class of shares carrying voting rights held by persons, other than the Company's Board members, senior executives, and their relatives, in accordance with Article (85) of the Rules on the Offering of Securities and Continuing Obligations.
- 28 The Company confirms that the following items are not applicable to it:
 - A description of the classes and numbers of any convertible debt instruments, securities, subscription right notes, or similar rights issued or granted by the Company during the fiscal year, together with an explanation of any consideration received by the Company in return.
 - A description of any conversion or subscription rights under any convertible debt instruments, contractual securities, subscription right notes, or similar rights issued or granted by the Company.
 - A description of any redemption, purchase, or cancellation by the Company of any redeemable debt instruments, and the value of the remaining securities, distinguishing between listed securities purchased by the Company and those purchased by its subsidiaries.
 - There are no investments or reserves established for the benefit of the Company's employees, other than those related to the Employee Share Program approved by the General Assembly and disclosed in this report.
 - A description of any interests, contractual securities, or subscription rights held by the Company's Board members, senior executives, and their relatives in the Company's shares or debt instruments or those of any of its subsidiaries, and any changes in such interests or rights during the fiscal year, except for interests in the Company's shares disclosed in the table on page 146 of this report.

A modern interior space, possibly a lounge or bar, featuring a white wall with a glass partition and a bar area. The floor is dark and reflective. The background shows a bar with stools and a counter. The overall atmosphere is contemporary and minimalist.

06

Financial And Investment Performance

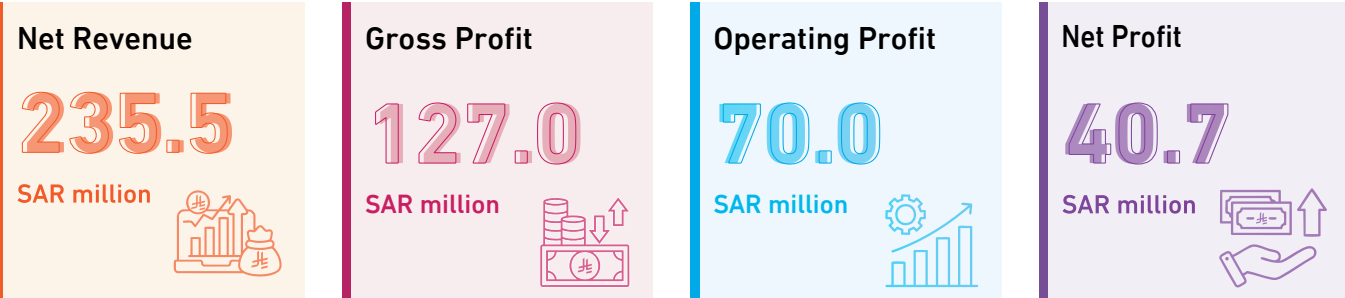
Strong Financial Performance Supporting a New Phase of Growth

Academy Of Learning Company continued to deliver strong financial and operational performance during the fiscal year ended June 30, 2026, supported by the resilience of its core business, improved operating profitability, and continued investment in expansion and the development of the Group’s operating infrastructure.

The Group’s net revenue for the year amounted to SAR 235.5 million, while gross profit amounted to SAR 127.0 million, operating profit to SAR 70.0 million, and net profit to SAR 40.7 million. The asset base also expanded significantly, reaching SAR 579.4 million as of June 30, 2026, compared with SAR 309.5 million as of June 30, 2025.

The year’s performance reflects the Group’s ability to maintain strong profitability while investing in the foundations for future growth, amid the expansion of its education business and the development of its operating and financing structure.

The current fiscal year covers the period from July 1, 2025 to June 30, 2026, representing 12 months, while the comparative income statement figures cover the period from January 1, 2024 to June 30, 2025, representing 18 months. Accordingly, the difference in the length of the two periods should be taken into consideration when assessing comparisons relating to revenue, expenses, profit, and cash flows.



6.1

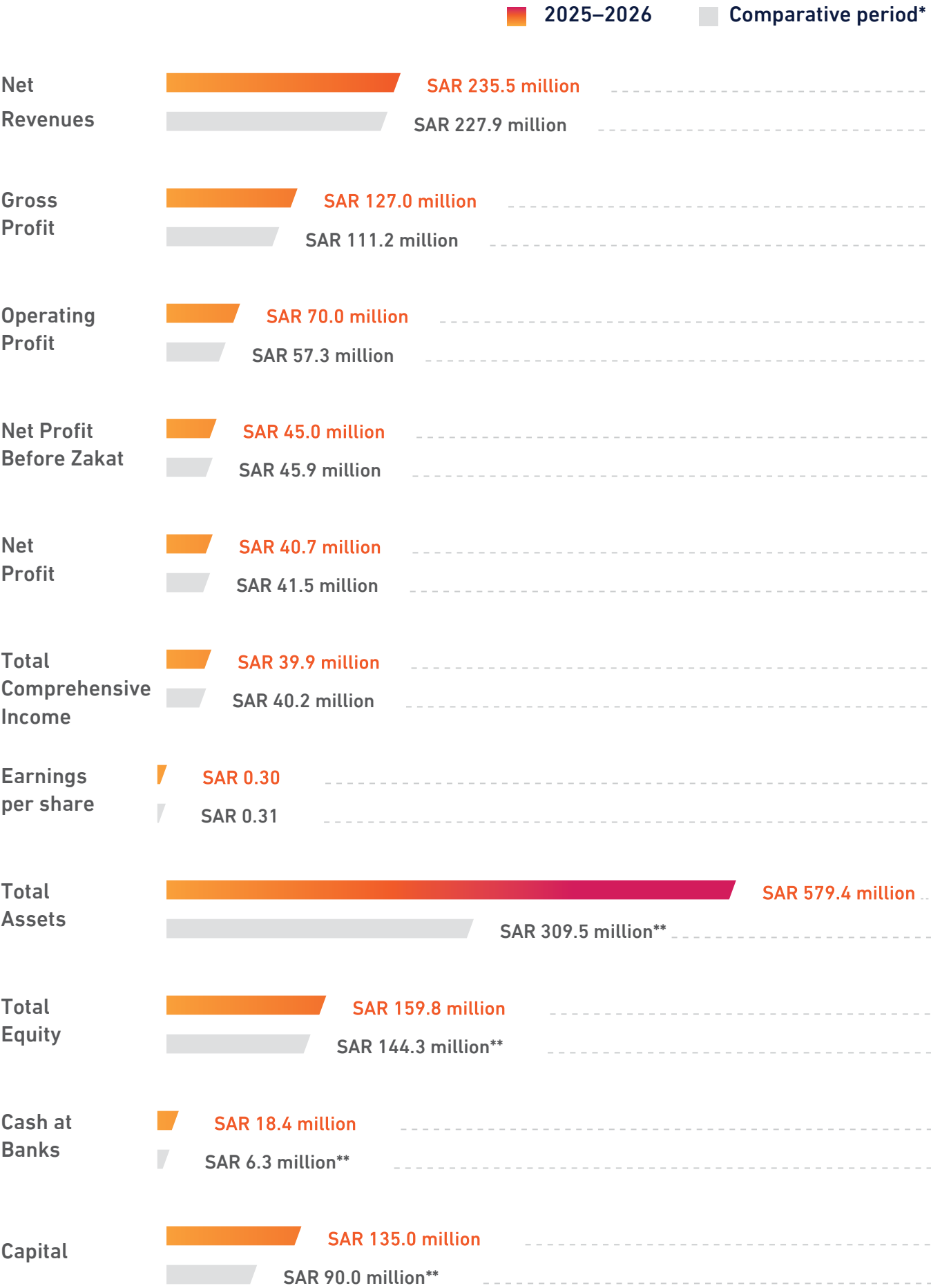
Financial Performance at a Glance

■ Key Financial Indicators

Indicator	2025–2026	Comparative Period*
Net Revenue	SAR 235.5 million	SAR 227.9 million
Gross Profit	SAR 127.0 million	SAR 111.2 million
Operating Profit	SAR 70.0 million	SAR 57.3 million
Net Profit Before Zakat	SAR 45.0 million	SAR 45.9 million
Net Profit	SAR 40.7 million	SAR 41.5 million
Total Comprehensive Income	SAR 39.9 million	SAR 40.2 million
Earnings Per Share	SAR 0.30	SAR 0.31
Total Assets	SAR 579.4 million	SAR 309.5 million**
Total Equity	SAR 159.8 million	SAR 144.3 million**
Cash at Banks	SAR 18.4 million	SAR 6.3 million**
Share Capital	SAR 135.0 million	SAR 90.0 million**

* The comparative income statement period covers 18 months from January 1, 2024 to June 30, 2025.

** Comparisons for statement of financial position items are between balances as of June 30, 2026 and June 30, 2025 and are therefore directly comparable.



6.2

Revenue Analysis

Strong Revenue Base During a Shorter Fiscal Period

The Group's net revenue for the fiscal year ended June 30, 2026 amounted to SAR 235.5 million, compared with SAR 227.9 million for the previous comparative period.

The revenue generated during the year is particularly significant when considering the difference in the length of the two periods. The Group generated its current-year revenue over 12 months, whereas the comparative revenue covers 18 months. Accordingly, the direct numerical comparison alone does not fully reflect the actual development in the pace of business activity.

The external auditor also identified revenue recognition as a key audit matter, given its significance as a key indicator for measuring the Group's performance and the relative significance of the revenue recognized.

The financial statements indicate that the Group operates in a single operating segment, namely the education activity, with its geographical operations concentrated within the Kingdom of Saudi Arabia. The education segment represents 100% of the Group's activities. Generating SAR 235.5 million in revenue over 12 months reflects the strength of the core business and the Group's ability to generate revenue alongside the expansion of its education operations.



6.3

Profitability Analysis

Clear Improvement in Operating Profitability



▶ Revenue costs during the year amounted to SAR 108.5 million, against revenue of SAR 235.5 million, resulting in gross profit of SAR 127.0 million.

SAR **127.0** million
Gross Profit Value



▶ The gross profit margin was approximately 53.9%, compared with approximately 48.8% for the comparative period.

53.9%
Gross Profit Margin Ratio
For the Year 2025–2026



▶ Operating profit amounted to SAR 70.0 million, compared to SAR 57.3 million for the comparative period, while the operating profit margin was approximately 29.7%, compared to approximately 25.1% for the comparative period.

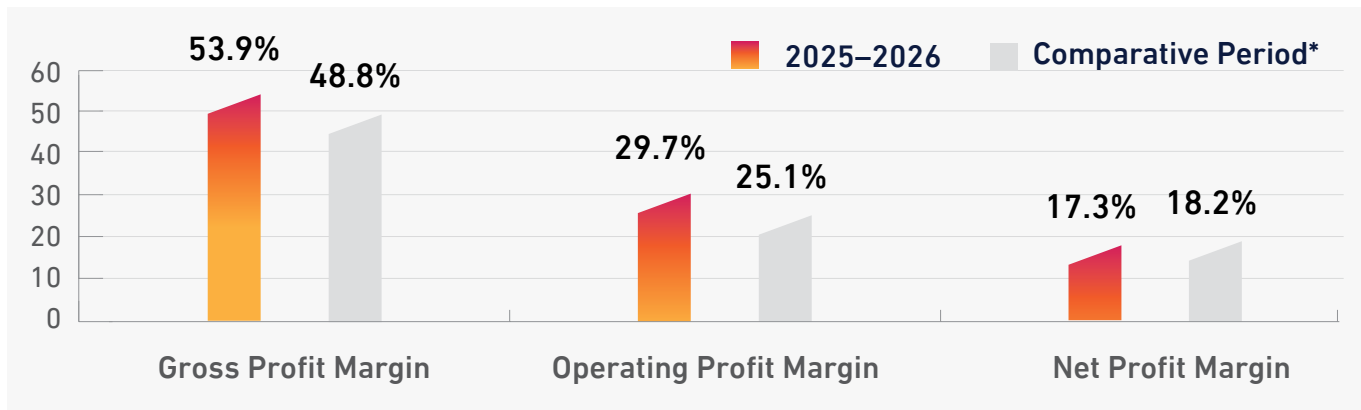
SAR **70.0** million
Operating profit value



▶ As for net profit before Zakat, reaching SAR 45.0 million, while net profit after Zakat stood at SAR 40.7 million, representing a net profit margin of approximately 17.3% of revenue.

SAR **40.7** million
Value: Net profit
after Zakat

Development of Profitability Margins



These indicators show that the improvement was more pronounced at the level of core operating profitability, while net profit after operating profit was affected by higher finance costs, expected credit losses, and remeasurement losses on certain financial instruments and investments.

* The comparative income statement period covers 18 months from January 1, 2024 to June 30, 2025.

6.4

Expense Structure and Its
Impact on Profitability

General and administrative expenses amounted to SAR 36.3 million, while marketing expenses amounted to SAR 20.7 million. Finance costs increased to SAR 16.5 million, compared with SAR 10.9 million for the comparative period. The Group also recorded expected credit losses of SAR 9.6 million, remeasurement losses on financial derivatives of SAR 2.84 million, and fair value remeasurement losses on investments of SAR 2.51 million.

Accordingly, net profit should be considered in conjunction with the improvement achieved in the core business, as operating profitability increased, while finance costs, provisions, and certain valuation items affected the bottom-line result.



6.5 Cash Flows

Positive Operating Cash Flows and Improvement in Cash Balance

The Group generated net cash flows from operating activities of SAR 14.2 million during the year, compared with SAR 12.6 million during the comparative period.

Net cash used in investing activities amounted to SAR 4.8 million, compared with SAR 61.7 million for the comparative period, while financing activities generated a positive net cash flow of SAR 2.8 million.

As a result, the Group recorded a net increase in cash of SAR 12.1 million, increasing cash at banks from SAR 6.3 million at the beginning of the year to SAR 18.4 million as of June 30, 2026.



Amounts in SAR million

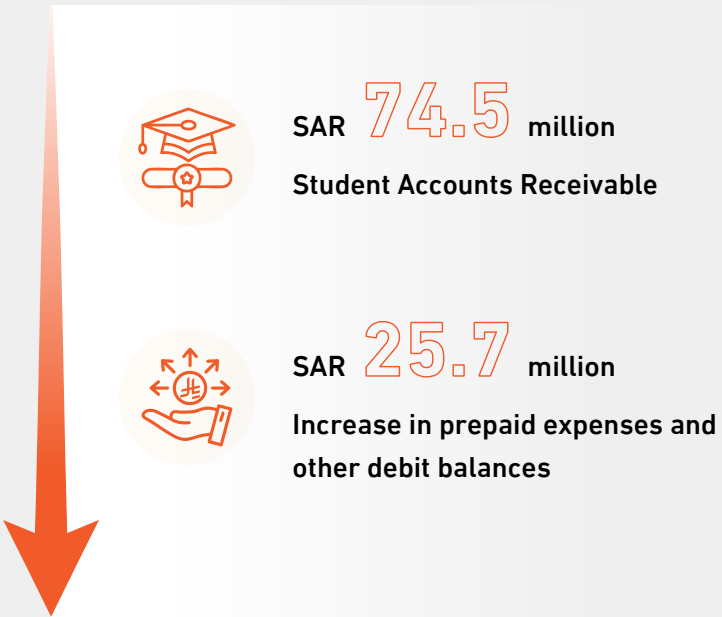
Working Capital and Collections

One of the key factors affecting operating cash flows during the year was the increase in student receivables, with the change in such receivables consuming approximately SAR 74.5 million of operating cash flows, alongside an increase of approximately SAR 25.7 million in prepaid expenses and other receivables.

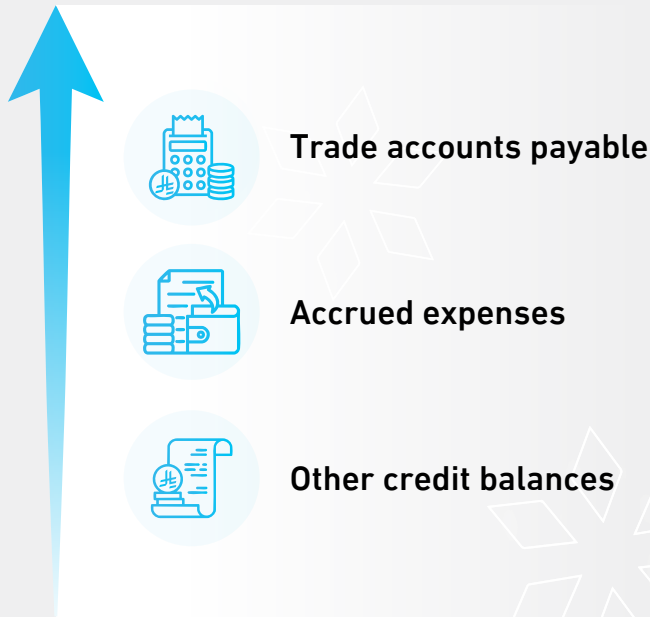
In contrast, increases in trade payables, accrued expenses, and other payables supported operating cash flows.

This is an area that warrants particular attention, as the management of collections, receivables, and working capital remains an important indicator to monitor as the business continues to expand.

Items that consumed operating cash flows.



Components supporting operational flows.



6.6

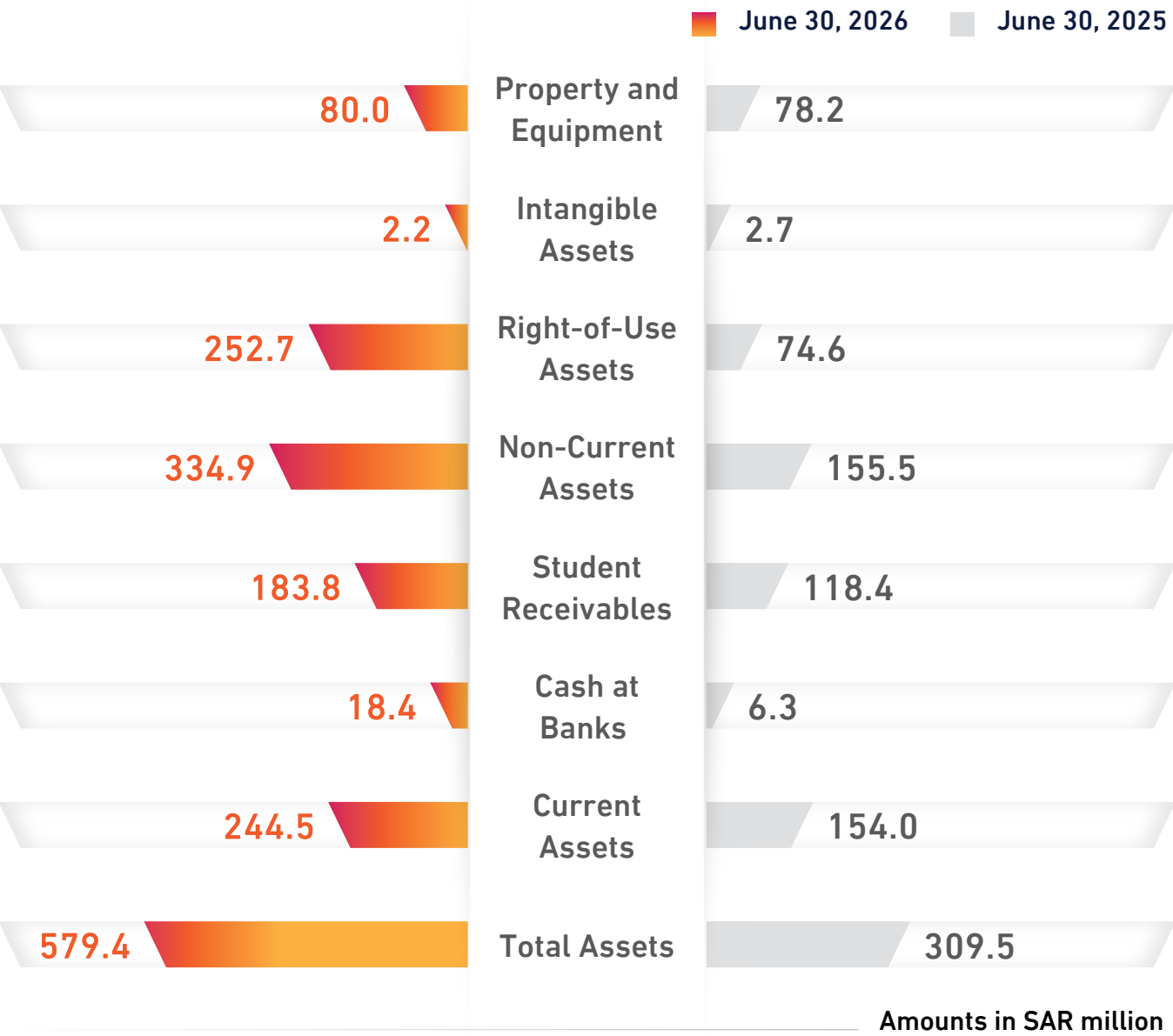
Financial Position

Significant Expansion of the Asset Base

The Group’s total assets increased from SAR 309.5 million as of June 30, 2025 to SAR 579.4 million as of June 30, 2026, an increase of approximately SAR 269.9 million, or 87.2%.

The increase was primarily attributable to the expansion of non-current assets, particularly right-of-use assets, in addition to higher student receivables and certain current asset balances.

Evolution of assets



6.7

Investment in Expansion

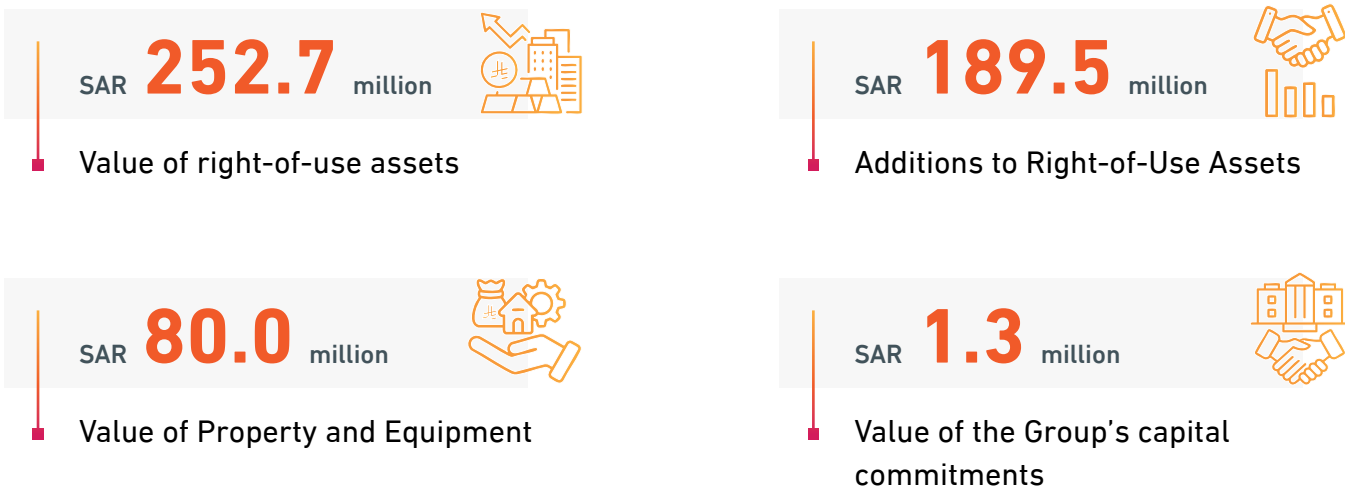
Expansion of Operating Assets in Preparation for Growth

The development of right-of-use assets was one of the most significant changes in the financial position during the year, increasing from SAR 74.6 million to SAR 252.7 million.

During the year, the Group recorded additions to right-of-use assets amounting to SAR 189.5 million related to leased premises, reflecting the expansion of the Group’s operating base.

Property and equipment amounted to SAR 80.0 million at year-end, while the Group’s capital commitments as of June 30, 2026 amounted to approximately SAR 1.3 million.

These developments reflect an expansionary investment phase aimed at building the operating capabilities required for future growth, with significant reliance on the long-term lease model for educational facilities.



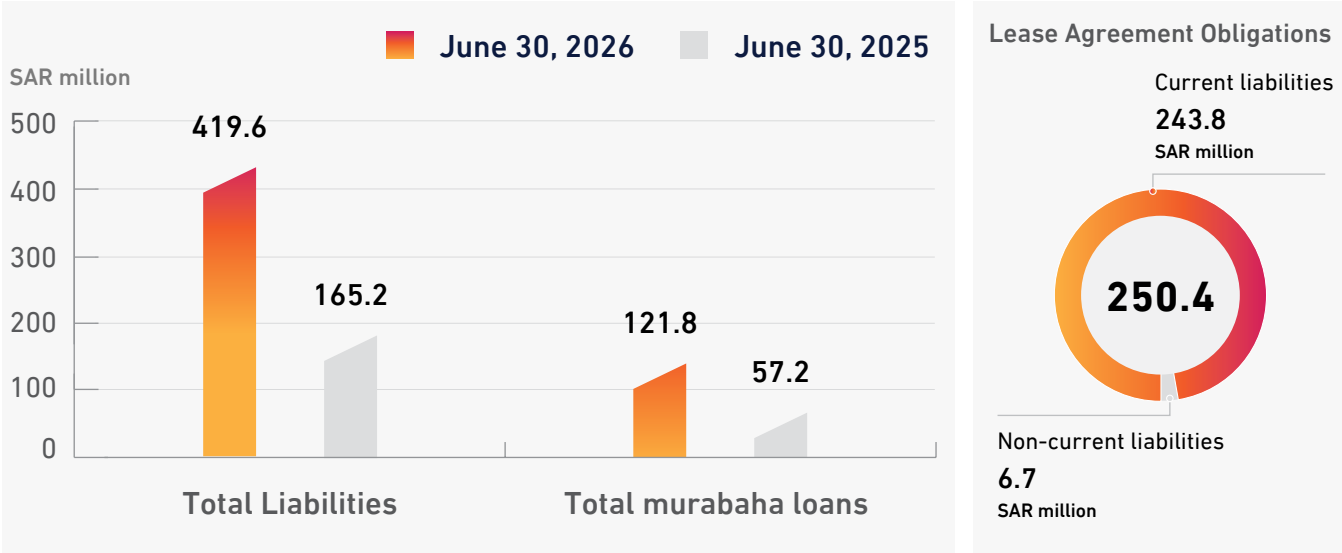
6.8

Liabilities and Financing

Total liabilities increased to SAR 419.6 million as of June 30, 2026, compared with SAR 165.2 million in the previous year, alongside the expansion of the asset base and lease and financing arrangements.

Lease liabilities amounted to approximately SAR 250.4 million, comprising SAR 243.8 million of non-current liabilities and SAR 6.7 million of current liabilities.

Total Murabaha financing amounted to SAR 121.8 million, compared with SAR 57.2 million as of June 30, 2025. The Shariah-compliant credit facilities are provided by three local banks.



The development of the Group’s liabilities structure reflects the use of diversified financing sources to support business expansion. This requires continued management of financing levels, liquidity, and cash flows to maintain a balance between investment in growth and financial sustainability.

6.9

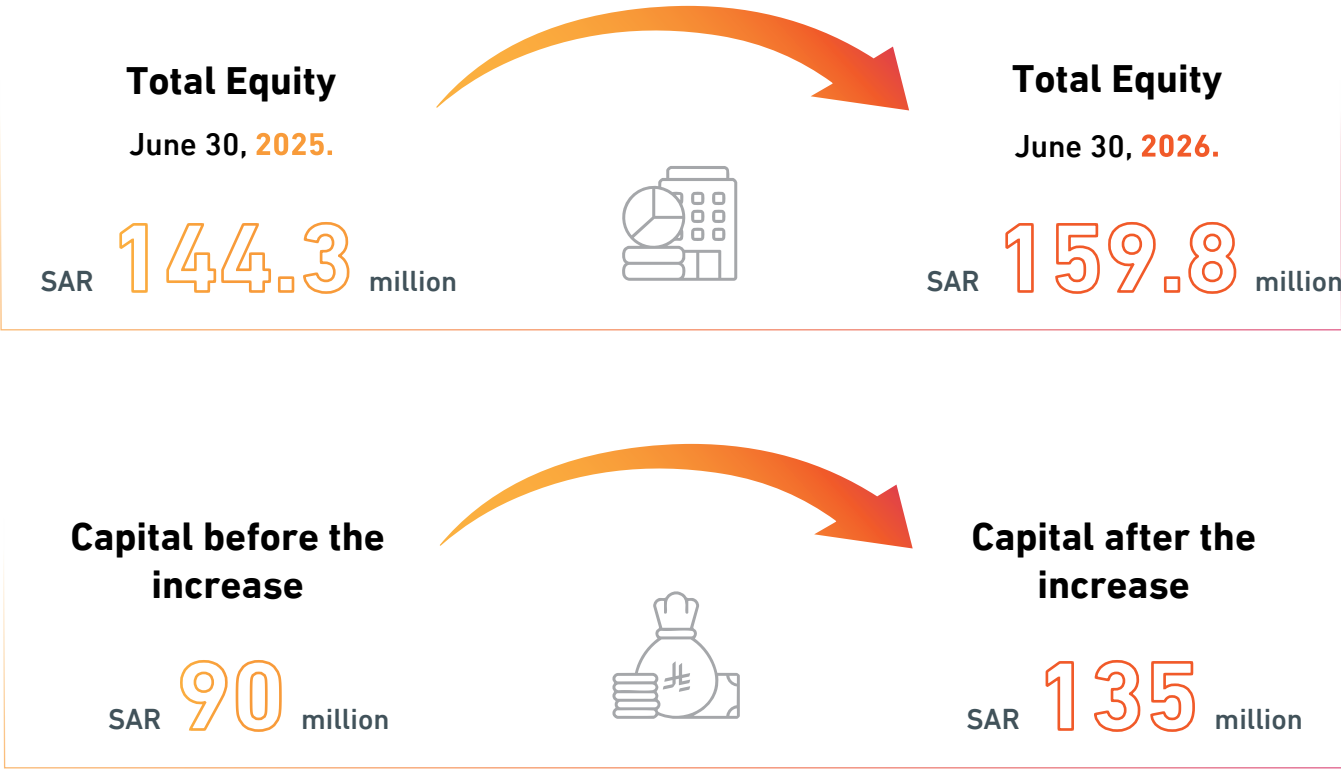
Equity and Share Capital

Total equity amounted to SAR 159.8 million as of June 30, 2026, compared with SAR 144.3 million as of June 30, 2025.

During the year, the Company increased its share capital from SAR 90 million to SAR 135 million by capitalizing SAR 45 million of retained earnings and issuing 45 million bonus shares, increasing the number of ordinary shares from 90 million to 135 million shares.

The Company also purchased 273,557 ordinary shares during the year as treasury shares, with treasury shares recognized within equity amounting to approximately SAR 1.85 million.

The increase in share capital strengthens the Company’s capital base and aligns it with the scale of its operations and its growth and expansion plans.



6.10

Key Financial Indicators 2025-2026

					
Revenue	Gross Profit	Gross Profit Margin	Total Equity	Current Ratio	Liabilities-to-Assets Ratio
SAR 235.5 million	SAR 127.0 million	53.9%	SAR 159.8 million	3.96 times	72.4%
					
Operating Profit	Operating Profit Margin	Net Profit	Return on Average Assets (ROAA)	Return on Average Equity (ROAE)	Cash at Banks
SAR 70.0 million	29.7%	SAR 40.7 million	Approximately 9.1%	Approximately 26.7%	SAR 18.4 million
			The ROAA and ROAE figures above are analytically calculated using the published figures and average beginning and ending balances and are not metrics expressly stated in the financial statements. The current ratio is based on current assets of SAR 244.5 million against current liabilities of SAR 61.7 million.		
Net Profit Margin	Earnings Per Share	Total Assets			
17.3%	SAR 0.30	SAR 579.4 million			

6.11

Growth Analysis

Growth Beyond the Headline Figure

Growth in 2025–2026 should be analyzed in light of the specific nature of the comparative period. The current fiscal year represents 12 months, compared with 18 months for the previous period, making direct comparisons of growth rates in income statement items not fully representative of the underlying operational development.

Nevertheless, several indicators point to a clear direction in the Group’s performance during the year. The Group maintained a strong revenue base and improved its gross and operating profit margins, alongside an increase in total assets, expansion of its operating base, and strengthening of its capital base.

This indicates that the 2025–2026 fiscal year represented a phase in which the Group moved beyond growth in its core business toward building a broader platform for future growth through investment in operating assets, educational facilities, and enhanced financing capabilities.



6.12

Management Discussion and Analysis of Financial Performance

Management Discussion & Analysis – MD&A

Management Perspective on Performance

The Group’s financial performance during the year ended June 30, 2026 reflects the strength of its core education business and its ability to achieve solid profitability while investing in expansion.

This was reflected in the increase in gross profit to SAR 127.0 million and operating profit to SAR 70.0 million, as well as the improvement in the gross profit margin to 53.9% and the operating profit margin to 29.7%.

At the same time, business expansion affected the financing structure and financial position through the increase in right-of-use assets, lease liabilities, and Murabaha financing, reflecting investment in building a larger operating base for the coming stages.



Factors Affecting Profitability

Profitability during the year can be viewed through two main levels:

Operational Performance

Operating Performance: Operating performance during the year demonstrated solid profitability, with a gross profit margin of 53.9%, an operating profit margin of 29.7%, and a net profit margin of 17.3%.



Non-operating items and items below operating profit

Non-Operating Items and Items Below Operating Profit: These exerted pressure on net profit, primarily finance costs of SAR 16.5 million, expected credit losses of SAR 9.6 million, in addition to remeasurement losses on financial instruments and investments.



Accordingly, the net profit of SAR 40.7 million does not, on its own, present the full picture of performance, as the core business demonstrated stronger improvement at the level of operating profitability.

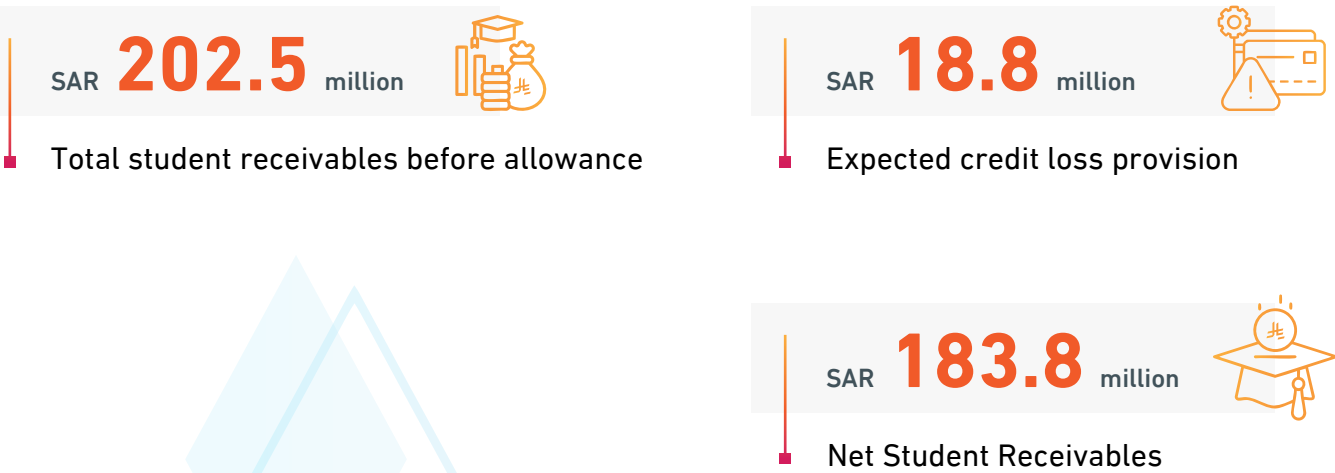
6.13

Receivables Management and Credit Risk

Total student receivables before expected credit losses amounted to approximately SAR 202.5 million as of June 30, 2026, while the expected credit loss allowance amounted to approximately SAR 18.8 million, resulting in net student receivables of SAR 183.8 million reported in the statement of financial position.

The external auditor identified the measurement of expected credit losses as a key audit matter, given that the model relies on significant estimates and assumptions.

Management places significant importance on monitoring receivables and collections and managing credit risk, particularly as the scale of operations expands, thereby supporting working capital quality and improving the conversion of operating profits into cash flows.



6.14

Impact of Expansion and Projects on Performance

The fiscal year witnessed significant expansion in the Group’s operating asset base, particularly through substantial additions to right-of-use assets, alongside increases in lease liabilities and Murabaha financing.

This reflects the Group’s strategy to expand its operating and educational capabilities in line with the growth phase of its business.

The financial impact of new projects is expected to depend on their completion and commencement dates, occupancy rates, and growth in student numbers. Accordingly, the expansion of the asset base should be viewed as an investment in future capabilities, rather than as revenue or profit realized before the projects commence operations.

6.15

Market and Business Environment Analysis

The Group operates in an education sector that continues to expand and evolve in the Kingdom, driven by a focus on human capital development, improving the quality of education and training, increasing private-sector participation, and expanding digital solutions and educational technologies.

One of the Group’s key growth opportunities lies in leveraging its accumulated expertise in education and training while expanding into the general education sector and developing its digital and professional services.

Diversification across educational activities strengthens the Group’s ability to build additional sources of growth over the medium and long term, while maintaining educational quality, operational efficiency, and effective management of financing costs, collections, and risks associated with the expansion phase remains important.

6.16

Investment Performance

Investing in Growth While Preserving Shareholder Value

The 2025–2026 fiscal year was characterized by several developments that strengthened the Company’s investment base, most notably the increase in share capital, expansion of operating assets, development of the financing structure, and continued dividend distributions to shareholders.

These developments reflect the Company’s approach to balancing growth financing, investment in expansion, and the preservation of shareholder returns.

Key Investment Indicators



SAR **135** million
Share Capital



135 million shares
Number of Shares
Following the Capital
Increase



SAR **45** million
Capital Increase



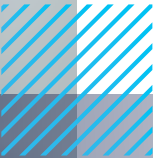
50%
Capital Increase
Percentage



SAR **0.30**
Earnings Per Share



SAR **159.8** million
Total Equity



6.17

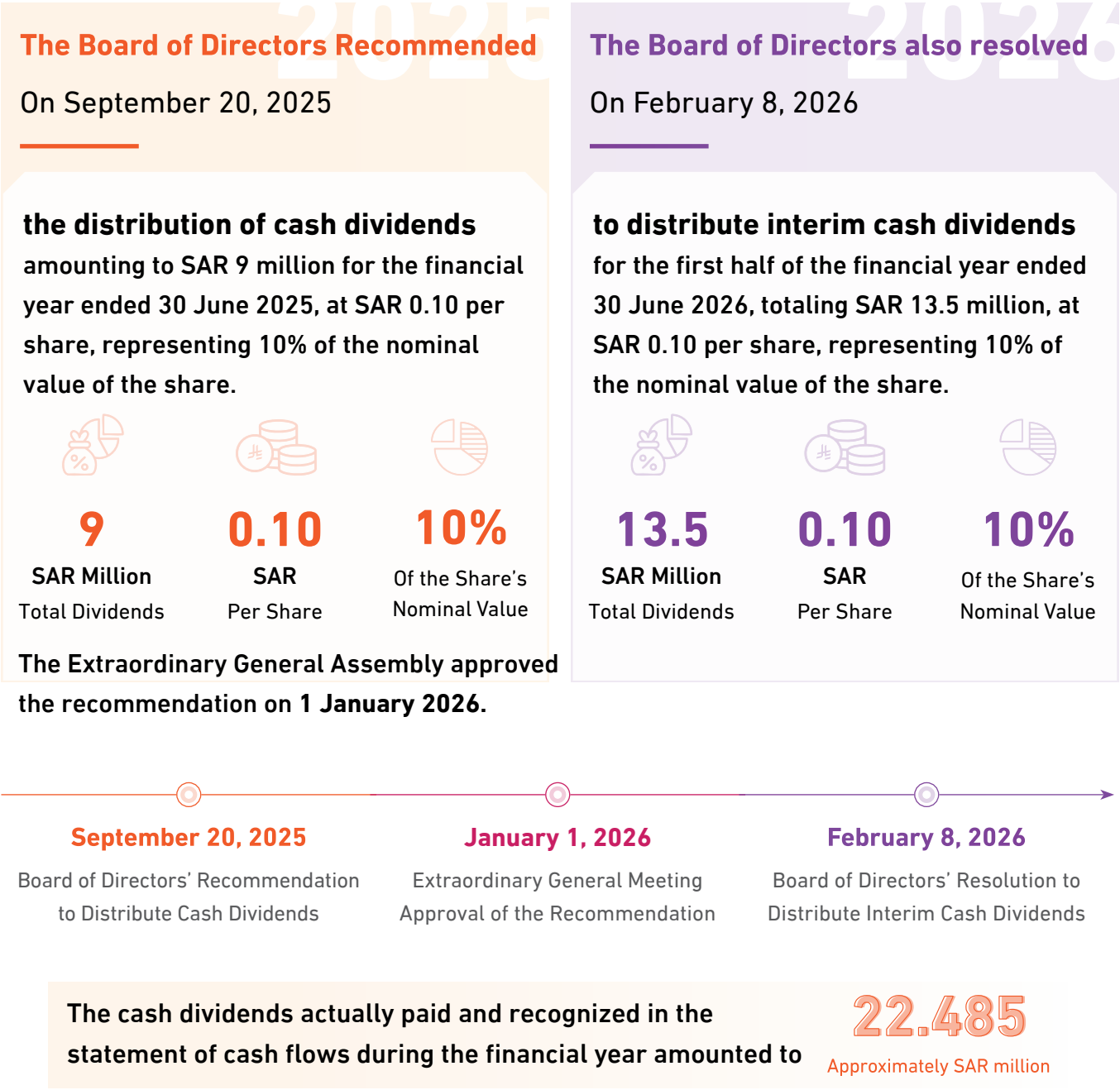
Dividends

Academy of Learning continued during the financial year to balance the distribution of returns to shareholders with supporting its growth and expansion plans. The year witnessed cash dividends to shareholders, along with the Board of Directors’ recommendation to increase the Company’s capital by capitalizing part of the retained earnings and granting bonus shares to shareholders.

■ Dividends During the 2025–2026 Financial Year

Description	Cash Dividends for the Financial Year Ended June 30, 2025	Cash Dividends for the First Half of the 2025–2026 Financial Year	Proposed Dividend at the End of the 2025–2026 Financial Year
Nature of Distribution	Cash Dividends	Interim Cash Dividends	Capitalization of retained earnings and capital increase through the granting of bonus shares
Total Distribution Amount	SAR 9,000,000	SAR 13,500,000	SAR 22,500,000 proposed capitalization
Distribution as a Percentage of the Share’s Nominal Value	10%	10%	16.67% of the capital before the increase
Cash Dividend per Share	SAR 0.10	SAR 0.10	Not applicable as a cash distribution
Method of Distribution	Cash	Cash	One bonus share for every 6 shares held
Number of Eligible Shares Before the Distribution/Increase	90,000,000 Shares	135,000,000 Shares	135,000,000 shares
Number of New Shares Proposed to Be Issued	—	—	22,500,000 shares
Capital Before the Proposed Increase	—	—	SAR 135,000,000
Capital After the Proposed Increase	—	—	SAR 157,500,000

Disclosure of Cash Dividends





6.18

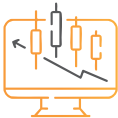
Investor Information

■ Share Information



Company

Academy Of Learning Company



Trading Symbol

9541



Market

Nomu – Parallel Market



Share Type

Ordinary Shares



Share Capital at Year-End

SAR 135 million



Issued Shares

135 million shares



Nominal Value per Share

SAR 1



Earnings Per Share 2025–2026

SAR 0.30



Treasury Shares Purchased During the Year

273,557 shares

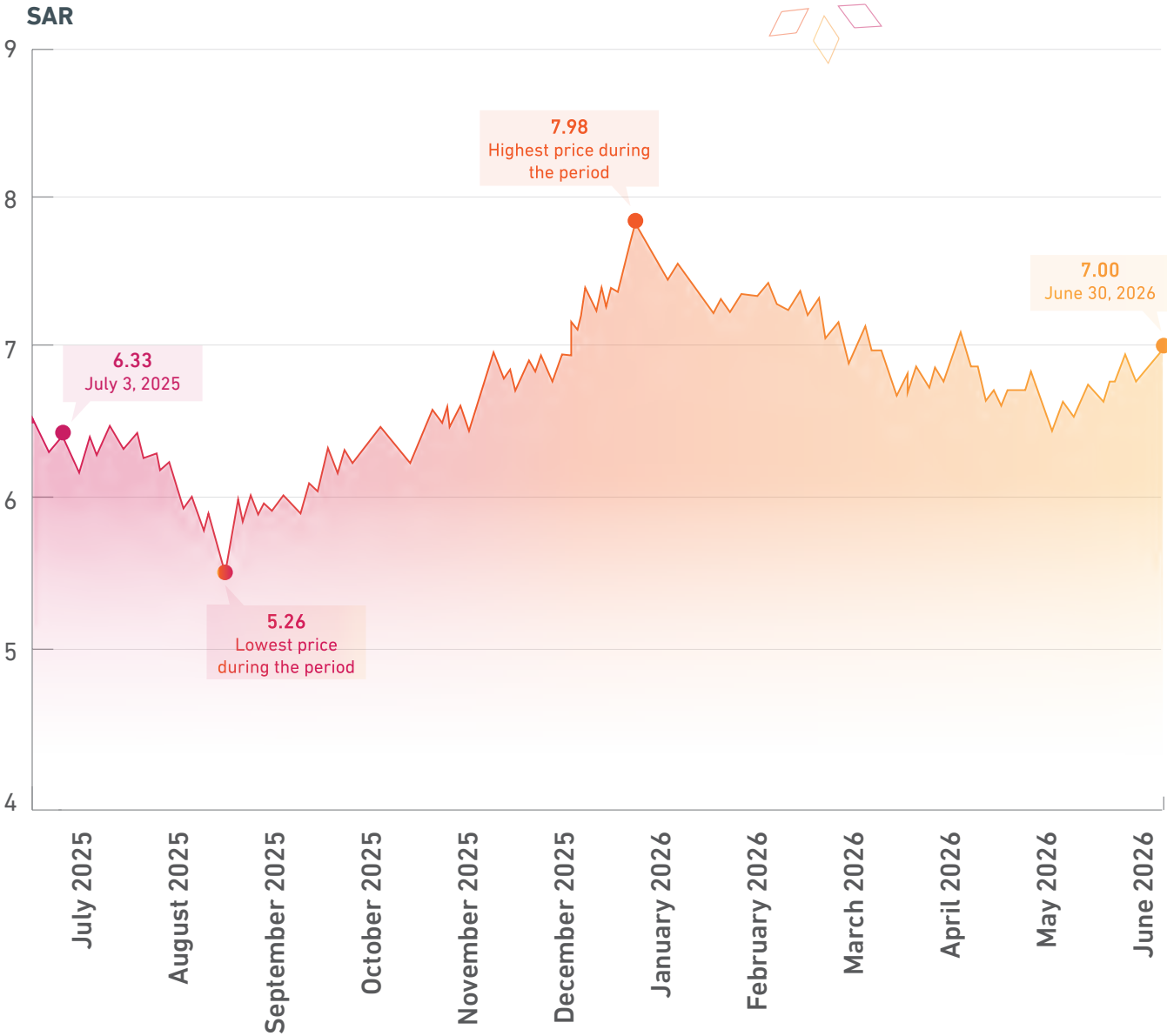
Share capital, number of shares, earnings per share, and treasury shares are supported by the financial statements.

■ Share Performance

Academy Of Learning Company’s share (9541) recorded an increase during the 2025–2026 fiscal year, rising from SAR 6.33 on the trading session of July 3, 2025, used as the starting session for the period under review, to SAR 7.00 on June 30, 2026, representing an increase of approximately 10.6%.

The share reached a high of SAR 7.98 during the period on December 29, 2025, while the lowest price was SAR 5.26 on August 12, 2025. Based on the year-end closing price and 135 million shares, the Company’s market capitalization amounted to approximately SAR 945 million.

Indicator	Value
Share Price at Beginning of Period – July 3, 2025	SAR 6.33
Share Price as of June 30, 2026	SAR 7.00
Change in Share Price	+SAR 0.67
Percentage Change During the Period	+10.6%
Highest Price During the Period	SAR 7.98
Lowest Price During the Period	SAR 5.26
Number of Shares at Year-End	135 million shares
Market Capitalization as of June 30, 2026	SAR 945 million
Earnings Per Share 2025–2026	SAR 0.30



Major Shareholders

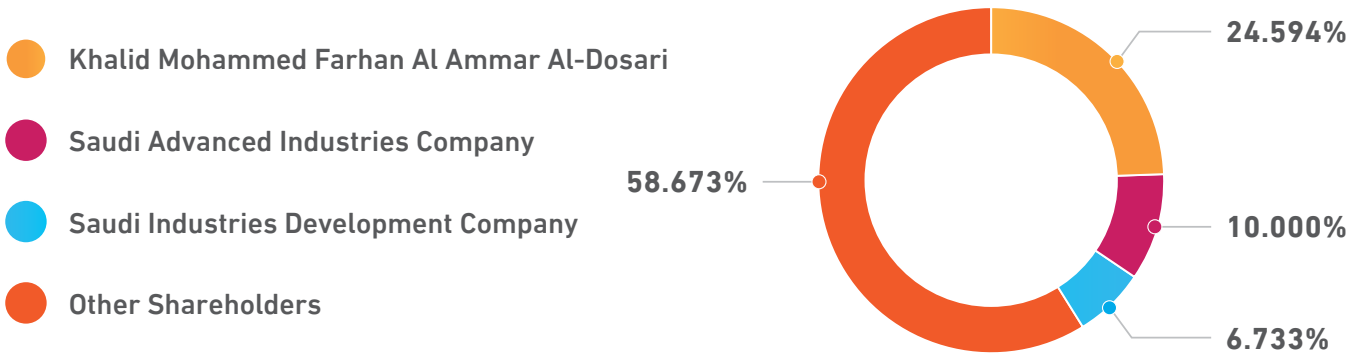
■ Ownership Structure and Major Shareholders

Academy of Learning has 135 million shares. The aggregate ownership of major shareholders, each of whom owns 5% or more, amounted to approximately 55.79 million shares, representing 41.327% of the Company’s total shares, while the ownership of the remaining shareholders amounted to approximately 79.21 million shares, representing 58.673% of the total shares.

Khalid Mohammed Farhan Al-Ammar Al-Dosari topped the list of major shareholders with 33,201,750 shares, representing 24.594% of the Company’s capital, followed by Saudi Advanced Industries Company with 13,500,000 shares, representing 10.000%, and then Saudi Industries Development Company with 9,090,000 shares, representing 6.733%.

The following table illustrates the structure of the major shareholders of Academy of Learning as at the end of the financial year on 30 June 2026:

Shareholder Name	Number of Shares	Ownership Percentage
Khalid Mohammed Farhan Al Ammar Al-Dosari	33,201,750	24.594%
Saudi Advanced Industries Company	13,500,000	10.000%
Saudi Industries Development Company	9,090,000	6.733%
Total Major Shareholders	55,791,750	41.327%
Other Shareholders	79,208,250	58.673%
Total	135,000,000	100.000%



Regulatory Announcements and Disclosures Published During the 2025–2026 Fiscal Year

Academy Of Learning complied during the fiscal year ended June 30, 2026 with the disclosure of all material events and decisions in accordance with the requirements of the Capital Market Authority and Saudi Exchange regulations. The following are the key announcements published during the period:

Date	Announcement Title
02/07/2025	Academy Of Learning Company Announces the Signing of a Community Partnership and Cooperation Agreement with the Ministry of Education.
13/08/2025	Academy Of Learning Company announces the signing of a training support agreement with the Human Resources Development Fund (HADAF).
20/08/2025	Academy Of Learning Company Announces Obtaining Shariah-Compliant Credit Facilities.
21/09/2025	Academy Of Learning Company announces the annual financial results for the year ended June 30, 2025 (18 months).
21/09/2025	Academy Of Learning Company Announces the Board of Directors' Recommendation to Increase the Company's Capital through the Granting of Bonus Shares.
21/09/2025	Academy Of Learning Company Announces the Board of Directors' Recommendation to Distribute Cash Dividends to Shareholders for the Fiscal Year Ended 30 June 2025.
28/09/2025	Academy Of Learning Company Announces the Publication of the Board of Directors' Report for the Financial Period Ended 30 June 2025.
30/09/2025	Academy Of Learning Company Announces the Publication of its Sustainability and Environmental, Social and Governance (ESG) Report.
20/10/2025	Academy Of Learning Company Announces its Entry into the Guinness World Records as the First Licensed Saudi Training Company to Enter the Records.
21/10/2025	Academy Of Learning Company Announces Receiving the Corporate Social Responsibility Award from the Ministry of Human Resources and Social Development for the Second Consecutive Year.
03/11/2025	Academy Of Learning Company announces the Capital Market Authority's approval of the Company's application to increase its share capital.
07/12/2025	Academy Of Learning Company announces the invitation to shareholders to attend the Extraordinary General Assembly meeting regarding the capital increase (First Meeting).
04/01/2026	Academy Of Learning Company announces the results of the Extraordinary General Assembly meeting approving the Company's capital increase (First Meeting).
11/01/2026	Academy Of Learning Company announces the signing of an employment-linked training contract with the Education Support Association (Ta'allum).
13/01/2026	Academy Of Learning Company announces the deposit of proceeds from the sale of fractional shares resulting from the Company's capital increase into the accounts of eligible shareholders.
18/01/2026	Academy Of Learning Company announces the appointment of a Financial Advisor for the purpose of transitioning to the Main Market.
21/01/2026	Academy Of Learning Company announces the establishment of a non-profit entity for community development.
28/01/2026	Academy Of Learning Company Announces Winning the Best Training Program for Students and Graduates Award.
03/02/2026	Academy Of Learning Company announces the launch of the Kingdom's largest training academy under the patronage and in the presence of the Governor of the Eastern Province.
09/02/2026	Academy Of Learning Company Announces the Preliminary Financial Results for the Six-Month Period Ended 31 December 2025.

Date	Announcement Title
09/02/2026	Academy Of Learning Company announces the Board of Directors' resolution to distribute cash dividends to shareholders for the first half of the fiscal year ending June 30, 2026.
17/02/2026	Academy Of Learning Company announces that its subsidiary, Inspiring Learning Private Schools Company, has signed a long-term investment agreement for a new educational complex.
01/03/2026	Academy Of Learning Company announces the opening of nominations for membership of the Board of Directors for the upcoming term.
12/03/2026	Academy Of Learning Company announces the republication of the Board of Directors' Report for the financial period ended June 30, 2025.
06/04/2026	Academy Of Learning Company Announces that its Subsidiary, Inspiring Learning Private Schools Company, Has Signed a Long-Term Lease Agreement for Four Model Schools with Wujood Real Estate Company, a Subsidiary of Al Wabel Real Estate Group.
16/04/2026	Academy Of Learning Company announces obtaining Shariah-compliant credit facilities.
07/05/2026	The Board of Directors of Academy Of Learning Company invites shareholders to attend the Ordinary General Assembly meeting (via modern technology).
03/06/2026	Academy Of Learning Company announces the results of the Ordinary General Assembly meeting (First Meeting).
17/06/2026	Academy Of Learning Company announces the appointment of the Chairman and Vice Chairman of the Board of Directors, the formation of the Board committees, the appointment of the Board Secretary, and the appointment of the Company's representatives.
17/06/2026	Academy Of Learning Company announces the formation of the Audit Committee.

The Company's Dividend Distribution Policy

Academy Of Learning has adopted a dividend distribution policy aimed at balancing the maximization of shareholder returns, supporting growth and expansion plans, and strengthening the Company's financial position, in accordance with the Companies Law, the regulations of the Capital Market Authority, and the Company's Articles of Association. The General Assembly approved the dividend distribution policy based on a recommendation from the Board of Directors. The policy is subject to review and update as needed.

General Dividend Distribution Policy

As stipulated in Article (47) of the Company's Articles of Association regarding dividend distribution, the Company's annual net profits shall be distributed as follows:

- The Ordinary General Assembly, based on a recommendation from the Board of Directors, may set aside 10% of the net profits to form a contractual reserve allocated for a specific purpose or purposes.
- The Ordinary General Assembly may decide to establish other reserves to the extent that serves the Company's interests or ensures, to the greatest extent possible, the distribution of stable dividends to shareholders. The General Assembly may also allocate amounts from the net profits to achieve social purposes for the Company's employees.
- The General Assembly may determine the percentage of net profits to be distributed to shareholders after deducting any reserves, if applicable.
- Subject to the provisions of Article (20) of these Articles of Association and the applicable laws and regulations, the General Assembly shall determine the percentage of profits allocated as remuneration for the Board of Directors, provided that such remuneration shall be proportionate to the number of meetings attended by each member.
- The General Assembly may resolve to distribute dividends annually, semi-annually, or quarterly, and may delegate such authority to the Board of Directors.

■ Dividend Entitlement

As stipulated in Article (48) of the Company’s Articles of Association regarding dividend entitlement:
A shareholder shall be entitled to their share of dividends in accordance with the resolution of the General Assembly issued in this regard. The resolution shall specify the entitlement date and the distribution date. Dividend entitlement shall be for shareholders registered in the shareholders’ records at the end of the specified entitlement date. The Board of Directors shall implement the General Assembly’s resolution.

■ Interim Dividends

The Company may distribute interim dividends to its shareholders on a semi-annual or quarterly basis after satisfying the regulatory requirements, which include:

- The Ordinary General Assembly authorising the Board of Directors to distribute interim dividends.
- The Company achieving good and consistent profitability.
- The availability of adequate liquidity enabling the Company to meet its obligations.
- The availability of distributable profits, according to the latest reviewed financial statements, sufficient to cover the proposed dividends.

■ Disclosure of Dividend Distributions

The Company shall disclose dividend distributions in accordance with the relevant laws and regulations. The annual report shall include a statement of the dividend percentages distributed during the financial year, the proposed dividends, if any, and the total amount of such distributions. The Company shall also announce any decision relating to the distribution of interim dividends immediately upon its approval, in accordance with the principles of transparency and disclosure to shareholders and stakeholders.

Description	Dividends Already Distributed for 2025–2026	Dividends Proposed for Distribution for 2025–2026
Percentage of Dividend to the Share Par Value	10%	No proposed cash dividend
Total Amount of Dividends	SAR 13,500,000	Not applicable
Dividend per Share	SAR 0.10 (10 Halala)	Not applicable
Number of Shares Eligible for Dividends	135,000,000 shares	Not applicable
Nature of Distribution	Interim cash dividends for the first half of the financial year 2025–2026	No proposed cash dividend

During the financial year ended 30 June 2026, the Company paid total cash dividends of approximately SAR 22.5 million, of which SAR 9 million represented dividends relating to the previous financial year 2024–2025, and SAR 13.5 million represented interim cash dividends for the first half of the financial year 2025–2026, at SAR 0.10 per share and 10% of the share par value. Accordingly, cash dividends relating to the financial year 2025–2026 amounted to SAR 13.5 million.

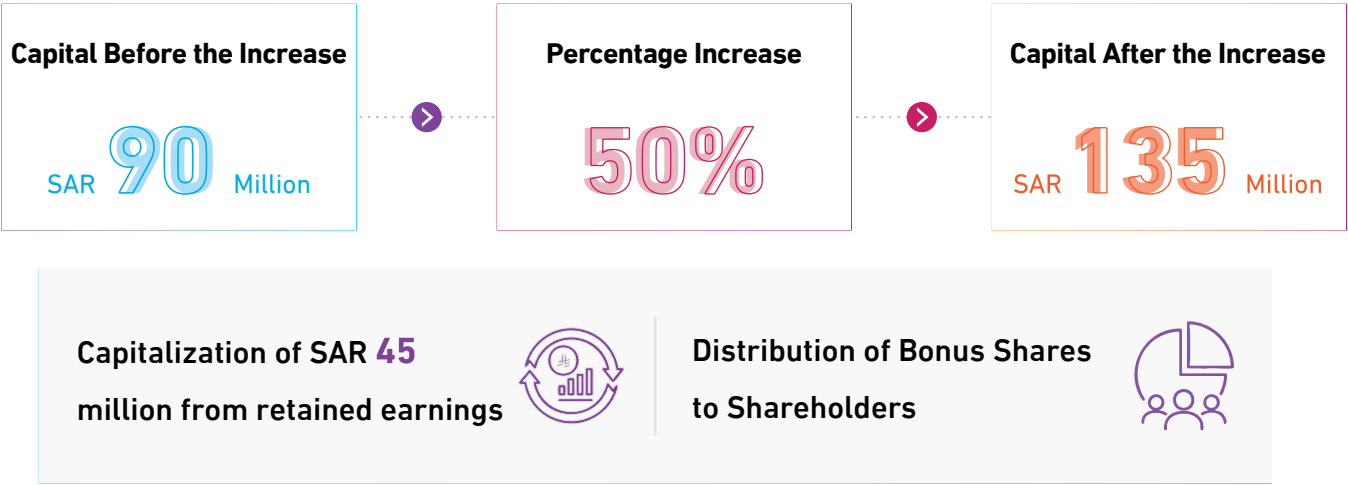
The Board of Directors also recommended, after the end of the financial year, increasing the Company’s capital through the capitalization of a portion of retained earnings and the grant of one bonus share for every six shares held. This recommendation is considered a subsequent event after the end of the financial year and does not represent cash dividends for the financial year 2025–2026.

■ Table of Share and Debt Instrument Ownership of Major Shareholders

Shareholder Name	Number of Shares	Ownership Percentage	Debt Instruments – Current Year	Debt Instruments – Previous Year
Khalid Mohammed Farhan Al Ammar Al-Dosari	33,201,750	24.594%	None	None
Saudi Advanced Industries Company	13,500,000	10.000%	None	None
Saudi Industries Development Company	9,090,000	6.733%	None	None
Total Major Shareholders	55,791,750	41.327%	—	—
Other Shareholders	79,208,250	58.673%	—	—
Total	135,000,000	100.000%	—	—

During the financial year 2025–2026, Academy of Learning Company took an important step in its capital structure. The Extraordinary General Assembly, held on January 1, 2026, approved a 50% increase in the Company’s share capital, from SAR 90 million to SAR 135 million, through the capitalization of SAR 45 million from retained earnings by granting one share for every two shares held.

As a result, the number of the Company’s shares increased from 90 million shares to 135 million shares, supporting the Company’s growth and expansion plans and strengthening its capital base.



■ Distributions

Fiscal Year / Period	Total Dividends	Dividend per Share	Eligibility Date	Distribution Date
Fiscal Year 2024–2025	SAR 9,000,000	SAR 0.10	1 January 2026	12 January 2026
First Half of 2025–2026	SAR 13,500,000	SAR 0.10	16 April 2026	28 April 2026



07

Consolidated Financial Statements

ACADEMY OF LEARNING COMPANY
(A Saudi Joint Stock Company)

**CONSOLIDATED FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED JUNE 30, 2026**

ACADEMY OF LEARNING COMPANY
(A Saudi Joint Stock Company)

**CONSOLIDATED FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED JUNE 30, 2026**

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Consolidated statement of financial position	7
Consolidated statement of comprehensive income	8
Consolidated statement of changes in equity	9
Consolidated statement of cash flows	10
Notes to the consolidated financial statements	11 - 39

Independent Auditor’s Report on the Audit of the Consolidated Financial Statements of Academy of Learning Company for the Year Ended June 30, 2026 (Continued)

Key audit matters (Continued)

Key audit matters include the following:

Key audit matter	How the matter was addressed
Revenue Recognition	
The group's revenues for the year ended June 30, 2026 amounted to ﷲ 235,5 million.	We have performed the following procedures to address this matter
Revenue represents one of the key performance indicators, which gives rise to an inherent risk in revenue recognition, particularly the risk of revenue being overstated.	- Assessed the appropriateness of the Group’s ac- counting policies for recognition of revenue in line with the requirements of IFRS 15 "Revenue from contracts with customers";
Given the materiality of the amount of revenue recorded, as well as the inherent risks associated with revenue recognition, revenue has been considered a Key Audit Matter.	- Assessed the design and implementation of key con- trols relevant to the revenue cycle;
Refer to Note 5 for the material accounting policies re- lating to revenue and Note 23 for further details regard- ing revenue.	- Tested a sample of recorded revenue transactions and agreed them to supporting documentation to verify the recorded revenue.
	- Performed a cut-off test and ensured that revenue was recorded in the appropriate financial year.
	- Recalculated the revenue amount for a sample of student receivables based on the agreed tuition fees and compared it with the total revenue recognized for those students in the accounting records.
	- Inquired from the management representatives and those charged with governance regarding their knowledge of the risks of fraud and whether any actual instances of fraud occurred.
	- Assessed the completeness and adequacy of the revenue-related disclosures in the consolidated financial statements.

INDEPENDENT AUDITOR’S REPORT ON THE
CONSOLIDATED FINANCIAL STATEMENTS

To the Shareholders of
Academy of Learning Company
(A Saudi Joint Stock Company)

Opinion

We have audited the consolidated financial statements of Academy of Learning Company (the “Company”) and its subsidiaries (together “the “Group”), which comprise the consolidated statement of financial position as at June 30, 2026, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at June 30, 2026, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants (“SOCPA”).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the requirements of International Code of Ethics for Professional Accountants (including International Independence Standards), that are endorsed in the Kingdom of Saudi Arabia (the “Code”), that are relevant to our audit of the consolidated financial statements and we have fulfilled our other ethical responsibilities in accordance with the Code’s requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Academy of Learning Company for the Year Ended June 30, 2026 (Continued)

Key audit matters (Continued)

Key audit matter	How the matter was addressed
Measurement of expected credit losses	
The total student receivables as at June 30, 2026, amounted to ₪ 202,5 million, and the balance of expected credit losses amounted to ₪ 18,8 million.	We have performed the following procedures to address this matter
The Group's management has applied a simplified expected credit loss model to determine expected credit losses on student receivables balances, in accordance with the requirements of International Financial Reporting Standard No. (9) "Financial Instruments".	- Assessed the appropriateness of the accounting policies relating to expected credit losses on student receivables balances and assessed compliance with the requirements of the applicable accounting standards.
Given that the expected credit loss model is based on significant estimates and assumptions, we have considered the calculation of expected credit losses on student receivables balances in accordance with the requirements of IFRS 9 to be a Key Audit Matter.	- Assessed the accuracy and classification of student receivables in the student receivables ageing report by agreeing a sample of ageing items to the related invoices and supporting documentation.
Refer to Note 5 for the material accounting policies relating to expected credit losses and Note 12 for further details.	- Evaluated the significant assumptions and estimates used by management, including those relating to future economic events used in determining the probability of default and loss given default, and tested the mathematical accuracy of the expected credit loss model. - Involved our specialists to review the methodologies and models used to calculate expected credit losses, which were prepared by the expert appointed by the Group, and to assess their appropriateness and consistency with the requirements of IFRS 9, "Financial Instruments." - Assessed the appropriateness of the disclosures included in the accompanying consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual Report of the Group but does not include the consolidated financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report of the Group, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Academy of Learning Company for the Year Ended June 30, 2026 (Continued)

Responsibilities of the Management and Those Charged with Governance ("TCWG") for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by SOCPA and Regulations for Companies and the Company's By-laws, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those Charged with Governance, in particular the Company's Board of Directors are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

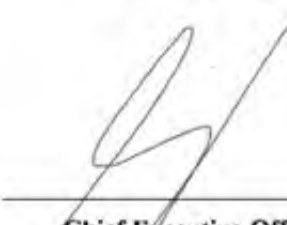
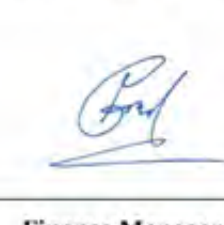
As part of an audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used, the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2026
(All amounts in Saudi Riyals "ر.س.")

	Note	June 30, 2026	June 30, 2025
ASSETS			
Non-current assets			
Property and equipment	7	80,017,197	78,201,483
Intangible assets	8	2,245,700	2,669,328
Right-of-use assets	9	252,666,231	74,624,728
Total non-current assets		334,929,128	155,495,539
Current assets			
Prepaid expenses and other receivable balances	10	29,779,324	4,533,642
Inventory	11	4,059,180	4,266,188
Students' receivables	12	183,775,835	118,437,828
Financial derivatives at fair value through profit or loss	13	2,511,868	-
Investments at fair value through profit or loss	14	5,964,468	20,516,135
Cash at banks	15	18,382,996	6,281,810
Total current assets		244,473,671	154,035,603
TOTAL ASSETS		579,402,799	309,531,142
EQUITY AND LIABILITIES			
Equity			
Share capital	16	135,000,000	90,000,000
Treasury shares	17	(1,850,546)	-
Retained earnings		26,691,590	54,303,947
Total equity		159,841,044	144,303,947
LIABILITIES			
Non-current liabilities			
Employees' defined benefits obligations	18-A	11,329,826	8,298,652
Lease liabilities	20	243,759,924	71,782,688
Murabaha loans non-current portion	21	102,804,045	45,366,213
Total non-current liabilities		357,893,795	125,447,553
Current liabilities			
Trade payables		14,736,202	5,309,799
Accrued expenses and other payable balances	19	16,901,239	11,862,020
Lease liabilities	20	6,672,977	6,289,095
Murabaha loans current portion	21	19,007,965	11,882,633
Provision for Zakat	22-a	4,349,577	4,436,095
Total current liabilities		61,667,960	39,779,642
TOTAL LIABILITIES		419,561,755	165,227,195
TOTAL EQUITY AND LIABILITIES		579,402,799	309,531,142

The accompanying notes from 1 to 36 form an integral part of these consolidated financial statements.


Chief Executive Officer Finance Manager Chairman

Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Academy of Learning Company for the Year Ended June 30, 2026 (Continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (Continued)

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, where applicable, action taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Dr. Mohamed Al-Amri & Co.



Ahmed Al Jumah
Certified Public Accountant
Registration No. 621



Dammam, on 06 Rabi Al-Thani, 1448 (H)
Corresponding to: 17 September, 2026 (G)

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals "ﷲ")

	Note	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Revenue, net	23	235,511,578	227,913,440
Cost of revenue	24	(108,479,495)	(116,671,635)
Gross profit		127,032,083	111,241,805
General and administrative expenses	25	(36,338,040)	(25,986,694)
Marketing expenses	26	(20,680,502)	(27,991,370)
Operating profit		70,013,541	57,263,741
Finance charges		(16,518,848)	(10,909,289)
Expected credit losses	12	(9,606,742)	(8,132,841)
Other income	27	6,461,886	6,878,959
Losses from the revaluation of financial derivatives at fair value through profit or loss	13	(2,840,132)	-
(Losses) / Gains from revaluation of investments at fair value through profit or loss	14	(2,508,621)	796,825
Net profit before zakat		45,001,084	45,897,395
Provision for zakat	22-a	(4,346,706)	(4,441,095)
Net profit for the year / period		40,654,378	41,456,300
Other comprehensive income items			
<i>Items that will not be reclassified to profit or loss:</i>			
Actuarial losses from the remeasurement of employees' defined benefits obligations	18-C	(781,621)	(1,230,627)
Other comprehensive loss		(781,621)	(1,230,627)
Total comprehensive income		39,872,757	40,225,673
Basic and diluted earnings per share for the year / period	32	0.30	0.31

The accompanying notes from 1 to 36 form an integral part of these consolidated financial statements.

Chief Executive Officer

Finance Manager

Chairman

ACADEMY OF LEARNING COMPANY
(A Saudi Joint Stock Company)

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals "ﷲ")

	Share capital	Statutory reserve	Treasury shares	Retained earnings	Total
Balance at January 1, 2024	60,000,000	6,630,971	-	46,447,303	113,078,274
Dividends	-	-	-	(9,000,000)	(9,000,000)
Net profit for the period	-	-	-	41,456,300	41,456,300
Other comprehensive loss	-	-	-	(1,230,627)	(1,230,627)
Total comprehensive income	-	-	-	40,225,673	40,225,673
Transfer to share capital	30,000,000	-	-	(30,000,000)	-
Transfer to retained earnings	-	(6,630,971)	-	6,630,971	-
Balance at June 30, 2025	90,000,000	-	-	54,303,947	144,303,947
Dividends	-	-	-	(22,485,114)	(22,485,114)
Net profit for the year	-	-	-	40,654,378	40,654,378
Other comprehensive loss	-	-	-	(781,621)	(781,621)
Total comprehensive income	-	-	-	39,872,757	39,872,757
Transfer to share capital	45,000,000	-	-	(45,000,000)	-
Purchase of treasury shares	-	-	(1,850,546)	-	(1,850,546)
Balance at June 30, 2026	135,000,000	-	(1,850,546)	26,691,590	159,841,044

The accompanying notes from 1 to 36 form an integral part of these consolidated financial statements.

Chief Executive Officer

Finance Manager

Chairman

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals "ﷲ")

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Cash flows from operating activities:		
Net profit before zakat	45,001,084	45,897,395
Adjustments for:		
Depreciation of property and equipment and intangible assets	14,052,359	15,826,311
Depreciation of right-of-use assets	11,459,335	12,800,816
Provision for expected credit losses	9,606,742	8,132,841
Finance expenses	16,518,848	10,909,289
Losses of revaluation of financial derivatives	2,840,132	-
Lease contract adjustment	-	306,053
Losses / (gains) of revaluation of investments	2,508,621	(796,825)
Current service cost of employees' defined benefits obligations	3,034,905	3,074,691
	105,022,026	96,150,571
Changes in operation assets and liabilities:		
Prepaid expenses and other receivable balances	(25,658,928)	9,582,527
Inventory	207,008	83,989
Students' receivables	(74,531,503)	(97,908,376)
Accrued expenses and other payable balances	5,039,219	3,109,928
Trade payables	9,426,403	3,567,967
Employees' defined benefits obligations - paid	(785,352)	(281,959)
Finance charges - paid	(123,908)	-
Zakat - paid	(4,433,224)	(1,709,882)
Net cash generated from operating activities	14,161,741	12,594,765
Cash flows from investing activities:		
Additions to property and equipment and intangible assets	(15,444,445)	(41,940,800)
Payment of right-of-use assets	(1,413,072)	-
Net movement in investments at fair value through profit or loss	12,043,046	(19,719,310)
Net cash used in investing activities	(4,814,471)	(61,660,110)
Cash flows from financing activities:		
Dividends	(22,485,114)	(9,000,000)
Purchase of treasury shares	(1,850,546)	-
Payment of financial derivatives	(5,352,000)	-
Payments of lease liabilities	(26,429,866)	(15,992,531)
Proceeds from loans	76,148,000	59,500,000
Repayment of loans	(17,276,558)	(5,987,753)
Net cash generated from financing activities	2,753,916	28,519,716
Net change in cash at banks	12,101,186	(20,545,629)
Cash at banks at the beginning of the year/period	6,281,810	26,827,439
Cash at banks at the end of the year/period	18,382,996	6,281,810
Significant non-cash transactions:		
Non-cash transactions from investing activities:		
Borrowing cost capitalized on property and equipment	-	890,719
Transfer from projects under progress to intangible assets	210,000	-
Non-cash transactions from financing activities:		
Increase of share capital through retained earnings	45,000,000	30,000,000

The accompanying notes from 1 to 36 form an integral part of these consolidated financial statements.

Chief Executive Officer

Finance Manager

Chairman

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals "ﷲ")

1. ORGANIZATION AND ACTIVITIES

Academy of Learning Company (the "Company") is a Saudi joint stock company, registered in Dammam, Kingdom of Saudi Arabia, and operating under the commercial registration issued in Dammam under No. 2050047188 dated Dhul Qi'dah 15, 1425 H (corresponding to December 27, 2004 G) and its head office is located in Dammam. The main activity is the wholesale of computers and its accessories, including (selling of printers and its inks), integrated administrative support services for offices, higher education and training institutes, and e-learning..

These consolidated financial statements include the operations and results of the following branches, whose activity is represented in training institutes under licenses from the General Organization for Technical and Vocational Training:

Branch	Unified number	Branch CR no	Date of CR	City
Canadian Language Center	7014044437	2050055639	23/06/1428	Dammam
Higher Academy of Learning institute for training	7012503897	2051040924	09/10/1430	Al-Khobar
Higher Academy of Learning institute for training	7014272434	2055013985	23/09/1432	Al-Jubail
Higher Academy of Learning institute for training	7012148073	2050097822	03/04/1435	Dammam
Canadian Languages Center	7006566066	2050097826	03/04/1435	Dammam
Higher Academy of Learning institute for training	7006463629	2252058424	13/09/1435	Al-Mobarraz
Higher Academy of Learning institute for training	7014013556	2053032147	18/02/1436	Al Qatif
Higher Academy of Learning institute for training	7016704517	1010623225	25/05/1441	Riyadh

The company's Extraordinary General Assembly, approved in its meeting on June 29, 2021, the registration of the company's shares for direct listing on the parallel market "Nomu" and taking the necessary measures. The Company was listed on the parallel market "Nomu" on July 18, 2022.

The Board of Directors decided on June 27, 2024, to approve the company's transfer from the parallel market (Nomu) to the main market (Tadawul). This transfer is subject to the market's approval and is conditional on fulfilling all requirements imposed by the market.

The Extraordinary General Assembly, at its meeting held on 25 June 2024, approved changing the Company's financial year-end to 30 June instead of 31 December. Accordingly, during the previous year, the Company prepared consolidated financial statements for an 18-month period from January 01, 2024 to June 30, 2025.

2. THE ORGANIZATIONAL STRUCTURE OF THE GROUP

The consolidated financial statements as at June 30, 2026, include the financial statements of the company and its subsidiaries mentioned below (together referred to as "the Group"):

Name of consolidated subsidiary	Main activity	Effective percent- age of ownership
Academy of Learning for Investment Co (a)	Real estate investment	100%
Inspired Learning Private School Company (Previously: National Learning School Company (b))	Education	100%

(a) On 24 Jumada Al-Awwal 1444H, corresponding to December 18, 2022, the Company established Academy of Learning Investment Company, a single-member limited liability company, under Commercial Registration No. 2050165590 and Unified No. 7032289568, with its registered office in Dammam. The Company has a share capital of SAR 100,000 and is 100% owned by Academy of Learning Company. The subsidiary's activities comprise the purchase and sale of real estate, management and leasing of real estate, real estate development, real estate brokerage, and real estate marketing. In accordance with the Articles of Association, the subsidiary's financial year runs from 01 July to 30 June of each year. The Company had not paid the share capital recorded in the Commercial Registration as at the date of the financial statements. In addition, the subsidiary had not carried out any commercial activities up to the date of the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026
(All amounts in Saudi Riyals “ﷲ”)

2. THE ORGANIZATIONAL STRUCTURE OF THE GROUP (CONTINUED)

(b) On 4 Safar 1446H, corresponding to 8 August 2024, the Company established Inspired Learning Private School Company (Previously: National Learning School Company), a single-member limited liability company, under Commercial Registration No. 2050193548 and Unified No. 7041285607, with its registered office in Dammam. The Company has a share capital of SAR 10 million and is 100% owned by Academy of Learning Company. The company’s activities comprise education at various levels, as well as sports club, entertainment and recreational activities. In accordance with the Articles of Association, the company’s financial year runs from 1 July to 30 June of each year.

3. BASIS OF PREPARATION

3.1 Statement of compliance

The accompanying consolidated financial statements have been prepared in accordance with IFRS accounting standards as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants (SOCPA).

The consolidated financial statements have been prepared on a historical cost basis, except where International Financial Reporting Standards permit measurement using other valuation methods, as indicated in the note on material accounting policies.

3.2 Preparation of the consolidated financial statements

The preparation of the consolidated financial statements in accordance with International Financial Reporting Standards requires management to make judgments, estimates, and assumptions that may affect the application of accounting policies and the amounts reported in the consolidated financial statements. These significant accounting estimates and assumptions regarding the consolidated financial statements are disclosed in Note (6).

3.3 Basis of consolidation

The consolidated financial statements include the financial statements of the Academy of Learning Company and its subsidiaries (the Group), as set out in Note (2).

Control is achieved when the group has:

- The ability to control the investee.
- The right to variable returns resulting from its involvement with the investee.
- The ability to use its control to influence investment returns.

The Group reassesses whether or not it controls any of the investees if facts and circumstances indicate changes to one or more of the elements of control referred to above.

When the Group’s voting rights in an investee are less than a majority of the voting rights therein, the Company has control over that investee when the voting rights are sufficient to give it the practical ability to unilaterally direct the relevant activities of the investee. The Company considers all relevant facts and circumstances when assessing whether its voting rights in the investee are sufficient to give it control; these facts and circumstances include the following:

- The size of the voting rights held by the Group relative to the size and dispersion of the holdings of other voting rights holders.
- Potential voting rights held by the Group, other voting rights holders, or other parties.
- Rights arising from other contractual arrangements.
- Any additional facts and circumstances indicating whether the Group has, or does not have, the current ability to direct the relevant activities at the time decisions need to be made, including how votes were casted at previous shareholders' meetings.

The consolidation of a subsidiary begins when the Group obtains control over that subsidiary and ceases when the Group loses control over it. Specifically, the revenue and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group obtains control until the date the Group’s control over the subsidiary ceases.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026
(All amounts in Saudi Riyals “ﷲ”)

3. BASIS OF PREPARATION (CONTINUED)

3.3 Basis of consolidation (Continued)

The consolidated statement of profit or loss and each component of other comprehensive income are allocated to the Group’s shareholders. The total other comprehensive income of the subsidiary is allocated to the Group’s shareholders.

Where necessary, adjustments are made to the subsidiary's financial statements to align its accounting policies with those used by the Group.

All intragroup transactions and balances, including assets, liabilities, equity, income, expenses and cash flows arising from transactions between Group companies, are eliminated on consolidation.

Changes in the Group’s equity in existing subsidiaries

Changes in the Group’s equity in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group’s equity and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the owners of the Group.

When the Group loses control of a subsidiary, any gain or loss is recognized in the consolidated statement of profit or loss and is calculated as the difference between: (1) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and (2) the previously recognized carrying amount of the subsidiary’s assets (including goodwill), liabilities, and any non-controlling interests. All amounts previously recognized in other comprehensive income relating to that subsidiary are accounted for as if the Group had directly disposed of the subsidiary’s assets or liabilities (i.e., reclassified to profit or loss or transferred to another category of equity, as specified or permitted by IFRS). The fair value of the retained interest in the former subsidiary at the date control is lost is regarded as the fair value of the retained investment upon initial recognition in subsequent periods in accordance with IFRS 9; if the entity becomes an associate or a joint venture, this fair value is treated as the cost for the initial recognition of the investment in the associate or joint venture.

4. STANDARDS, INTERPRETATIONS, AND AMENDMENTS TO EXISTING STANDARDS

4.1 Standards, interpretations, and amendments effective as of July 01, 2025

There are several other amendments to the standards listed below that are effective during the period but have no material impact on the Group’s consolidated financial statements.

Amendments to standard	Description	Effective for annual years beginning on or after
IAS 21	Amendments: Inability to exchange foreign currencies.	January 1, 2025

4.2 New standards, amendments, and revised International Financial Reporting Standards that have been issued but are not yet effective.

The Group has not early adopted the new and amended IFRS Accounting Standards and amendments that have been issued but are not yet effective. The Group will apply these standards when they become effective.

Amendments to standard	Description	Effective for annual years beginning on or after
IFRS 9, 7	Amendments to the classification and measurement of financial instruments	January 1, 2026
IFRS 18 *	Presentation and disclosure in the financial statements	January 1, 2027
IFRS 19	Subsidiaries not subject to public accountability: Disclosure	January 1, 2027

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals “ﷲ”)

**4. STANDARDS, INTERPRETATIONS, AND AMENDMENTS TO EXISTING STANDARDS
(CONTINUED)**

4.2 New standards, amendments, and revised International Financial Reporting Standards that have been issued but are not yet effective (continued).

* IFRS 18, “Presentation and Disclosure in Financial Statements,” will replace IAS 1, “Presentation of Financial Statements,” and is applicable for annual reporting periods beginning on or after 1 January 2027. The Group has not early adopted the new accounting standard in preparing these consolidated financial statements; however, early adoption is permitted.
The Group is also currently assessing the expected impact of the initial application of IFRS 18 on its consolidated financial statements.

A) Structure of the statement of profit and loss

IFRS 18 requires entities to classify all income and expenses into categories within the statement of profit or loss, namely: operating, investing, financing, income taxes, and discontinued operations. The classification of income and expenses is based on the entity’s main business activities. The Group has determined that it does not have a specified main business activity of investing in assets and/or providing financing to customers.
The Group’s net profit or net assets will not change as a result of applying IFRS 18. However, the Group will be required to present two new subtotals, including “profit or loss before financing and income taxes.” However, the operating profit subtotal differs from the current operating profit subtotal presented by the Group. Based on the information currently available, the Group expects changes to the current structure of the statement of profit or loss as a result of the following:

Interest income arising from the investment of surplus cash and interest expense are currently included within other income and finance costs, respectively, in accordance with the Group’s current accounting policy and are presented within those line items. Under IFRS 18, income and expenses relating to cash and cash equivalents are classified based on the nature of the entity’s main business activity. As the Group’s main business activity is not investing in financial assets or providing financing to customers, interest income arising from the investment of surplus cash is expected to be classified within the investing category, while interest expense will be classified within the financing category.

B) Performance measures defined by management

Management-defined performance measures are sub-totals of income and expenses used in public communications outside the financial statements and reflect management’s view of an aspect of the entity’s financial performance as a whole. The Group will be required to disclose specific information about management-defined performance measures in a single note to the financial statements.
The Group is currently identifying the public communications that should be considered when determining its management-defined performance measures. These measures relate to the same reporting period covered by the financial statements. Accordingly, the management-defined performance measures that the Group will disclose following the application of IFRS 18 will be determined based on the Group’s public communications relating to the interim reporting period of 2027.

C) Principles of aggregation and disaggregation

IFRS 18 provides enhanced principles on how information is aggregated in the financial statements (i.e., the primary financial statements and the notes). It also provides guidance on the labelling and description of items presented in the primary financial statements or disclosed in the notes.
The Group is currently assessing the aggregation of items based on their similar and dissimilar characteristics. Based on this assessment, the Group will present items in the primary consolidated financial statements that provide structured and useful summaries, and will disclose additional material information in the notes.
The Group is also assessing items currently classified under the heading “Other” and will use more descriptive labels.

D) Consequential amendments

IFRS 18 introduces consequential amendments to IAS 7, which require entities to use the new operating profit subtotal as the starting point for preparing the consolidated statement of cash flows when presenting cash flows from operating activities using the indirect method. The Group currently uses profit for the year as the starting point for reconciling to cash flows generated from operating activities. As a result of the new starting point, certain reconciling items included in this reconciliation will change.
The consequential amendments also provide specific guidance on the classification of cash flows relating to interest and dividends. In accordance with this guidance, the Group will classify cash flows arising from interest paid within financing activities instead of operating activities. Cash flows arising from interest received and dividends received and dividends paid will continue to be classified within investing and financing activities, respectively.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals “ﷲ”)

5. MATERIAL ACCOUNTING POLICIES

The following are the significant accounting policies applied by the Group in preparing the consolidated financial statements:

a) Classification of items into current and non-current

The Group classifies assets and liabilities in the consolidated statement of financial position as current and non-current.

An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in the ordinary course of business;
- Held primarily for trading purposes;
- When it is expected to be realized within twelve months after the reported financial year, or
- It consists of cash or cash equivalents, unless there are restrictions on its exchange or use to settle an obligation for a period of at least twelve months following the reported financial year.

All other assets are classified as non-current assets.

Liability is classified as current when it is:

- Expected to be settled in the ordinary course of business;
- Held primarily for trading purposes;
- It was due for settlement within twelve months following the reported financial year.
- At the end of the reporting period, the entity did not have the right to defer settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

b) Property and equipment

Property and equipment, excluding capital work-in-progress, are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Capital work-in-progress is stated at cost less impairment losses, if any.

Historical cost includes expenditures directly attributable to the acquisition of an asset. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the company and the cost can be measured reliably.

Property and equipment are depreciated on a straight-line basis over their estimated useful lives. Useful lives, residual values, and depreciation methods are reviewed at the end of each financial period and adjusted prospectively, where necessary, in accordance with changes in accounting estimates.

The Group applies the following estimated useful lives for property and equipment:

Description	Percentage
Leasehold improvements on premises	10%-33%
Electrical devices	15%-25%
Furniture and decorations	15%
Vehicles	25%
Tools	15%

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising from the derecognition of the asset—representing the difference between the net disposal proceeds and the carrying amount of the asset—is recognized in profit or loss.

c) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction, or production of an asset—which necessarily takes a substantial period of time to get ready for its intended use or sale—are recognized as part of the cost of that asset. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs are interest and other costs incurred by an entity in connection with the borrowing of funds.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals “ﷲ”)

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

d) Intangible assets

Intangible assets are recorded at cost less accumulated amortization and any accumulated impairment losses, with the exception of capital works in progress, which are stated at cost, if any. Amortization is calculated using the straight-line method over a useful life of 4 to 10 years, commencing in the month the asset becomes available for use. Residual values and useful lives are reviewed and adjusted, if applicable, at each reporting date.

Subsequent costs are included in the carrying amount of the asset or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the company and the cost of the asset can be measured reliably.

Profits and losses resulting from sales transactions, if any, are recorded in the profit and loss account for the year in which they arise.

e) Leases

At the inception of a contract, the Group assesses whether the contract is, or contains, a lease. The Group recognizes a right-of-use asset and a corresponding lease liability for all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a term of 12 months or less) and leases of low-value assets; for these leases, the Group recognizes lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability include the following:

- Fixed lease payments, less lease incentives.
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date.
- Amounts expected to be paid by the lessee under residual value guarantees.
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options.
- Payments of penalties for terminating the lease, if the lease reflects the exercise of a lease termination option.

The lease liability is presented separately in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and reducing the carrying amount to reflect lease payments.

The Group remeasures the lease liability (and adjusts the related right-of-use asset) if:

- The terms of the lease contract change, or there is a change in the assessment of the exercise of a purchase option; in this case, the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- Lease payments change due to changes in an index or rate, or a change in the amount expected to be payable under a residual value guarantee; in this case, the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change due to a change in the prevailing interest rate, in which case a revised discount rate is used).
- The lease contract is modified and the modification is not accounted for as a separate lease; in this case, the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The Group did not make any such adjustments during the periods presented.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2026**
(All amounts in Saudi Riyals “ﷲ”)

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

e) Leases (continued)

The right-of-use asset comprises the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date, and any initial direct costs. It is subsequently measured at cost less accumulated depreciation and impairment losses.

The right-of-use asset is depreciated over the lease term or the useful life of the underlying asset, whichever is shorter. If the lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the asset. Depreciation commences on the lease commencement date.

The right-of-use asset is presented as a separate line item in the consolidated statement of financial position.

The Group applies International Accounting Standard (IAS) 36, "Impairment of Assets," to determine whether there is any impairment in the value of right-of-use assets.

f) Impairment of assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that these assets have suffered an impairment loss. If such an indication exists, the recoverable amount of the asset is estimated to determine the impairment loss (if any). Where it is not possible to estimate the recoverable amount of a specific asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When reasonable and consistent allocation bases can be identified, common assets are also allocated to cash-generating units, or to the smallest group of cash-generating units for which such bases can be determined. A cash-generating unit to which goodwill has been allocated is tested for impairment annually—and whenever there is an indication of impairment—by comparing the unit's carrying amount (including goodwill) with its recoverable amount. Intangible assets with indefinite useful lives are not amortized; instead, they are tested for impairment annually and whenever there is an indication of impairment.

Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When assessing value in use, estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount, and impairment losses are recognized directly in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the asset (or cash-generating unit) is increased to its revised recoverable amount, provided that the adjusted carrying amount does not exceed the value the asset (or cash-generating unit) would have had if no impairment loss had been recognized in prior years. The reversal of an impairment loss is recognized directly in profit or loss; however, an impairment loss recognized in past periods is not reversed in a subsequent period.

g) Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and bank deposits—all available for use by the Group unless otherwise stated with maturities of three months or less and subject to insignificant risk of changes in value.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

h) Financial instruments

Financial assets and financial liabilities are recognized in the Group’s statement of financial position when the Group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, upon initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized in profit or loss as incurred.

Financial assets

All purchases and sales of financial assets made in the regular way are recognized and derecognized on a trade-date basis. Regular-way purchases or sales are purchases or sales of financial assets that require delivery of the assets within the timeframe established by regulation or market convention. All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding amount.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group does not hold any debt instruments measured at fair value through other comprehensive income.

By default, all other financial assets are subsequently measured at fair value through profit or loss.

Notwithstanding the foregoing, the Group may make the following irrevocable choices/designations upon initial recognition of a financial asset:

- The Group may irrevocably choose to present subsequent changes in the fair value of an equity investment in other comprehensive income if certain criteria are met as set out in the relevant International Financial Reporting Standards; and
- The Group may irrevocably designate a debt investment which would otherwise be measured at fair value through profit or loss as measured at amortized cost or at fair value through other comprehensive income, if doing so eliminates or materially reduces an accounting mismatch.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

h) Financial instruments (continued)

Amortized cost and the effective interest method

The effective interest method is a method for calculating the amortized cost of a debt instrument and allocating interest income over the relevant period.

For financial assets other than purchased or originated credit-impaired financial assets (such as assets that were credit-impaired upon initial recognition), the effective interest rate is the rate that discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs, and other premiums or discounts) excluding expected credit losses—over the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument at initial recognition.

For purchased or originated credit-impaired financial assets, the credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows including expected credit losses to the amortized cost of the debt instrument at initial recognition.

The amortized cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method—of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortized cost of the financial asset before adjusting for any loss allowance.

Interest income is recognized using the effective interest method for debt instruments subsequently measured at amortized cost and at fair value through other comprehensive income. For financial assets other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial asset, except for financial assets that subsequently become credit-impaired.

For financial assets that subsequently become credit-impaired, interest income is recognized by applying the effective interest rate to the amortized cost of the financial asset. In subsequent reporting periods, if the credit risk of the credit-impaired financial asset improves such that the asset is no longer credit-impaired, interest income is recognized by applying the effective interest rate to the gross carrying amount of the financial asset. Interest income is recognized in profit or loss.

Gains and losses of exchange of foreign currency

The carrying amount of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the rate prevailing at the end of each reporting period. For financial assets measured at amortized cost, translation differences are recognized in profit or loss.

Impairment of financial assets

The Group recognizes a loss allowance for expected credit losses on trade receivables and contract assets. The expected credit loss amounts are updated at each reporting date to reflect changes in credit risk since the initial recognition of the financial instrument. The Group always recognizes lifetime expected credit losses for trade receivables and contract assets. Expected credit losses on these financial assets are estimated using a provision matrix based on the Group’s historical credit loss experience, adjusted for debtor-specific factors, general economic conditions, and an assessment of both current trends and forecasts of conditions at the reporting date, including the time value of money where appropriate.

The concept of payment default

The Group considers an event to constitute a default for the purposes of internal credit risk management based on historical experience and management’s professional judgment when financial assets meet any of the following criteria and are considered doubtful of recovery:

- When there is a breach of financial covenants by the debtor; or
- Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its debts in full, including amounts owed to the Group (without taking into account any collateral held by the Group).

Irrespective of the above analysis, the Group considers that a default may occur when a financial asset or debtor is overdue by more than the average permitted credit limit.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

h) Financial instruments (continued)

Credit impaired financial assets

A financial asset is considered credit-impaired when one or more events occur that have a detrimental impact on the estimated future cash flows of that financial asset. Evidence that a financial asset is credit-impaired includes observable data regarding the following events:

- Significant financial difficulty of the issuer or borrower;
- Breach of contract, such as a default or failure to meet a maturity date;
- The granting of a concession (or concessions) by the lender(s) to the borrower for economic or contractual reasons related to the borrower’s financial difficulty—that the lender would not otherwise consider;
- It becomes probable that the borrower will enter bankruptcy or undergo some other financial restructuring; or
- The disappearance of an active market for the financial asset due to financial difficulties.

Write-off policy

The Group writes off a financial asset when there is information indicating that the debtor is facing severe financial difficulties and there is no realistic prospect of recovery for example, when the debtor has been placed under liquidation or has entered into bankruptcy proceedings. Written-off financial assets may still be subject to enforcement activities under the Group’s recovery procedures, subject to legal advice where appropriate. Any recovered amounts are recognized in profit or loss.

Measurement and recognition of expected credit losses

The Group recognizes a provision for expected credit losses on financial assets measured at amortized cost and contract assets, in accordance with the requirements of IFRS 9 "Financial Instruments".

The Group measures expected credit losses in a manner that reflects the probability-weighted present value of credit losses, taking into account the probability of default, the loss given default, the exposure at default, and the time value of money, as well as reasonable and supportable information available without undue cost or effort, including historical, current, and relevant forward-looking information.

For customers, contract assets, and other receivable balances arising from amounts paid by the Group on behalf of customers which the Group expects to recover from them the Group applies the simplified approach for measuring expected credit losses, under which lifetime expected credit losses are recognized from the initial recognition of these assets.

The Group estimates expected credit losses on customers, contract assets, and other receivables using a provision matrix; loss rates are based on the Group’s historical credit loss experience and are adjusted, where necessary, to reflect current economic conditions and reasonable, supportable forward-looking information.

The measurement of expected credit losses relies on estimating the probability of default, loss given default, and exposure at default, while taking into account the time value of money and relevant historical, current, and forward-looking information.

For trade receivables, contract assets, and other receivables, exposure at default is determined based on the gross carrying amount of the financial asset at the reporting date, taking into account expected cash flows and any collateral or other credit enhancements, if there is any.

For financial assets, expected credit losses are measured as the present value of the difference between all contractual cash flows due to the Group in accordance with the contract and all cash flows that the Group expects to receive, discounted using the original effective interest rate of the financial asset.

Regarding cash and bank balances, the Group assesses the credit risk associated with these balances at each financial reporting date and recognizes a provision for expected credit losses when required under IFRS 9. Given the nature of these balances and the financial institutions with which they are held, the Group assesses the associated expected credit losses which are considered immaterial at the reporting date unless circumstances or available information indicate otherwise.

The Group recognizes impairment losses or reversals in profit or loss, with a corresponding effect on the expected credit loss allowance.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

h) Financial instruments (continued)

Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of the transferred financial asset, the Group continues to recognize the financial asset and also recognizes a secured borrowing for the consideration received.

Upon derecognition of a financial asset measured at amortized cost, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognized in profit or loss.

Financial liabilities and equity

Debt and equity instruments are classified either as financial liabilities or as equity, based on the substance of the contractual arrangements and the definitions of financial liabilities and equity instruments.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognized at the consideration received, net of direct issuance costs.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at fair value through profit or loss. The Group does not have any financial liabilities measured at fair value through profit or loss. Financial liabilities that are not (1) contingent consideration of an acquirer in a business combination, (2) held for trading, or (3) designated at fair value through profit or loss are measured at amortized cost using the effective interest method.

The effective interest method is a method for calculating the amortized cost of a financial liability and allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash flows (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs, and other premiums or discounts) over the expected life of the financial liability or, where appropriate, over a shorter period to the amortized cost of the financial liability.

Profits and losses of translation of the foreign currency

For financial liabilities denominated in a foreign currency and measured at amortized cost at the end of each reporting period, foreign currency gains and losses are determined based on the amortized cost of the instruments and are recognized in profit or loss.

Derecognition of financial liabilities

The Group derecognizes financial liabilities only when the Group’s obligations are discharged, cancelled, or expire. The difference between the carrying amount of the derecognized financial liability and the consideration paid and payable is recognized in profit or loss.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

i) Dividends

A liability is recognized for cash or non-cash distributions to equity holders when the distribution is approved by the General Assembly of the shareholders for the annual distribution. Distributions are approved following approval by the General Assembly.

Non-cash distributions are measured at the fair value of the assets to be distributed, with the fair value adjustment recognized directly in equity.

j) Employees defined benefits obligations

End-of-service benefits are calculated using the projected unit credit method at the end of each financial year, with actuarial valuations performed at the end of each reporting period. Remeasurements of the defined benefit obligation—comprising actuarial gains and losses—are recognized directly in other comprehensive income in the periods in which they occur. Remeasurements recognized in other comprehensive income are immediately transferred to retained earnings and are not reclassified to profit or loss in subsequent periods. Changes in the present value of the benefit obligation resulting from plan amendments or curtailments are recognized directly in profit or loss as past service costs.

Interest is calculated by applying the discount rate at the beginning of the period to the defined employee benefit obligations. Defined benefit costs are classified as follows:

- Service cost (including current service costs and past service costs, as well as gains and losses arising from curtailments and settlements);
- Interest cost;
- Remeasurement.

The group presents the first two components of defined benefit costs within profit or loss in the relevant line items.

k) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the estimated cash flows required to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material). When provisions are discounted, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation arising from past events where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

l) Zakat

The Group is subject to Zakat in accordance with the regulations of the Zakat, Tax and Customs Authority in the Kingdom of Saudi Arabia. The Group accounts for Zakat on an accrual basis. Zakat is calculated based on the Zakat base or adjusted net profit, whichever is higher; any differences in estimates are recorded upon final assessment, at which point the provision is settled. Zakat charges are recognized in the consolidated statement of comprehensive income, and Zakat is calculated using the rates applicable at the end of the reporting period.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

m) Revenue recognition

Revenue is measured at the amount that the Group expects to be entitled to in exchange for services provided to customers in accordance with the contractual terms. Revenue is recognized when the performance obligation is satisfied by transferring control of the service to the customer.

Rendering of services

The Group provides two main types of educational services, namely academic diploma programs and short educational courses.

Academic diploma programs are long-term diploma programs, while educational courses are short-term courses. The Group recognizes revenue from these services over time, as the customer simultaneously receives and consumes the benefits of the educational services as the Group provides those services.

The Group uses an output method to measure the progress towards satisfaction of the performance obligation. Revenue attributable to each accounting period is determined by allocating the contract price over the period during which the educational service is provided, such that revenue is recognized in the accounting periods during which the services are provided.

Accordingly, the consideration relating to an academic diploma program is allocated over the duration of the program, while the consideration relating to short educational courses is allocated over the duration of the course. Revenue is recognized on a systematic basis over the period during which the educational service is provided, reflecting the transfer of services and benefits to the customer.

Amounts received from customers relating to educational services that have not yet been provided are presented as contract liabilities (customer advances) until the related services are provided. Amounts relating to services that have been provided but have not been invoiced at the end of the reporting period are recognized as contract assets, where applicable.

Revenue arising from the sale of goods or rendering of other services for which the related performance obligations are not satisfied over time is recognized at a point in time when the performance obligation is satisfied and control of the goods or services is transferred to the customer. The point of revenue recognition is determined based on the nature of the transaction and the terms of the contract and is generally when the goods are delivered to the customer or when the service is provided and the related contractual obligations are satisfied, such that the customer is able to obtain and control the benefits arising from them.

n) Cost of revenue

The cost of revenue includes all direct costs, including direct labor, direct materials, and operating-related expenses.

o) Expenses

Marketing expenses consist primarily of costs incurred in the company's marketing, advertising, and promotional activities. All other expenses are classified as administrative expenses.

p) Fair value

The Group measures the fair value of investments and financial derivatives that are classified as fair value through profit or loss, and any other assets or liabilities that are required by the relevant financial reporting standard to be measured or disclosed at fair value, in accordance with the requirements of IFRS 13, “Fair Value Measurement”.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

When measuring fair value, the Group takes into account the characteristics of the asset or liability that market participants would take into account when pricing the asset or liability at the measurement date. It is assumed that the transaction to sell the asset or transfer the liability takes place in the principal market for the asset or liability, or, in the absence of a principal market, in the most advantageous market to which the Group has access.

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5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

p) Fair value (continued)

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair value measurements are classified within the following levels of the fair value hierarchy:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2: Inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

For investments at fair value through profit or loss, they are measured at fair value at each reporting date, and changes in fair value are recognized in profit or loss in the period in which they arise.

For financial derivatives, they are initially recognized at fair value at the date the contract is entered into and are subsequently remeasured at fair value at each reporting date. Changes in fair value are recognized in profit or loss, unless the derivatives are part of a qualifying hedging relationship that qualifies for hedge accounting in accordance with the requirements of IFRS 9.

The Group discloses fair value measurements in accordance with the requirements of IFRS 13, including the level of the fair value hierarchy within which the measurements fall, and any additional information and disclosures required for measurements classified within Level 3.

q) Derivative financial instruments

The Group enters into derivative financial instruments, including interest rate cap contracts, to manage its exposure to changes in interest rates.

Derivative financial instruments are initially recognized at fair value on the date on which the Group becomes a party to the contractual provisions of the derivative instrument and are subsequently remeasured at fair value at each reporting date.

The Group has not applied hedge accounting to interest rate cap contracts. Accordingly, these derivatives are classified and measured at fair value through profit or loss in accordance with the requirements of IFRS 9, “Financial Instruments”.

Changes in the fair value of derivative financial instruments are recognized directly in profit or loss in the period in which they arise. Derivatives are presented as financial assets when their fair value is positive and as financial liabilities when their fair value is negative, in accordance with the relevant presentation and measurement requirements.

The premium paid upfront upon entering into an interest rate cap contract represents part of the consideration paid to acquire the derivative instrument and is taken into account in determining the fair value and initial recognition of the derivative. The upfront premium is not recognized as a separate asset to be amortized over the term of the contract, as the derivative is fully remeasured at fair value at each reporting date, and any resulting gains or losses from the remeasurement are recognized directly in profit or loss.

A derivative financial instrument is derecognized when the contractual rights to the cash flows arising from the instrument expire, or when the instrument is settled or terminated in accordance with its contractual terms.

r) Treasury shares

Repurchased own equity instruments (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the consolidated statement of profit or loss and other comprehensive income on the purchase, sale, issue or cancellation of the Group’s own equity instruments. Any difference between the carrying amount and the consideration, in the event of reissuance, is recognized in share premium.

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6. SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

The preparation of the Group’s financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that may require material adjustments to the carrying amounts of the assets or liabilities affected in the future. These estimates and assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances and are used in making judgments about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised or in the period of revision and future periods if the revised estimates affect both the current and future periods.

The following are the key assumptions concerning the future and other key sources of estimation uncertainty as at the date of the consolidated statement of financial position that pose a significant risk of resulting in material adjustments to the carrying amounts of assets and liabilities during the following financial year. The Group bases its assumptions and estimates on parameters available to it when preparing the consolidated financial statements. However, these assumptions and estimates regarding future developments may change as a result of changes in market conditions and circumstances beyond the Group’s control, and such changes in assumptions are disclosed when they occur.

a. Useful lives and residual values of property and equipment

The useful lives and residual values of property and equipment are estimated for the purpose of calculating depreciation. These estimates are based on the expected use of the assets over their useful lives. Residual values are determined based on experience and observable data, where available.

The useful lives and residual values of the Group’s assets are determined by management based on a technical assessment at the time of acquisition of the asset and are reviewed annually to ensure their continued appropriateness. The useful lives are based on historical experience with similar assets, as well as expectations regarding future events that may affect the useful life of the asset, such as changes in technology.

b. Lease liabilities

The lease liabilities are determined based on the present value of the lease payments using an appropriate discount rate, which represents the incremental borrowing rate.

c. Zakat estimate

Zakat expense on the Group’s ordinary activities represents the total zakat. The calculation of zakat imposed on the Group necessarily involves a degree of estimation and judgment with respect to certain items, which cannot be determined conclusively until a settlement is reached with the relevant authority and in accordance with the related legal decisions.

d. Impairment of trade receivables

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses. Expected credit losses on trade receivables are estimated using a provision matrix, with reference to the past experience of debtor defaults, an analysis of the debtor’s current financial position, adjustments for debtor-specific factors, the general economic conditions and the nature of the business in which the debtor operates, and an assessment of current and future trends in conditions at the reporting date. Trade receivables are generally assessed collectively unless there is a need to assess a specific debtor on an individual basis.

e. Revenue recognition

Determining the amount of contract revenue to be recognized requires significant use of estimates regarding revenue, costs, and profits, as well as the allocation of amounts to accounting periods. Original estimates may require adjustment during the contract term, and these estimates are reviewed on a regular, periodic basis. The Group continuously evaluates the assumptions, risks, and uncertainties associated with the application of this accounting method.

f. Actuarial valuation of defined employee benefit obligations

The cost of defined employee benefit obligations is determined in accordance with the Saudi Labor Law and is then measured using an actuarial valuation. The actuarial valuation involves several assumptions that may differ from actual future developments. These assumptions include the determination of the discount rate, future salary increases, employee behavior, and employee turnover rates. Due to the complexity of the valuation and its long-term nature, the unfunded defined benefit obligation is highly sensitive to changes in these assumptions. Accordingly, all assumptions are reviewed at least annually, or more frequently when necessary.

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7. PROPERTY, PLANT AND EQUIPMENT

2026	Leasehold improvements on premises	Electrical devices	Furniture and decorations	Vehicles	Tools	Projects in progress	Total
Cost							
Balance at July 01, 2025	51,713,878	28,662,718	17,506,144	1,388,307	7,215,710	1,019,812	107,506,569
Additions during the year	3,827,231	1,069,019	1,197,085	-	146,473	9,204,637	15,444,445
Transfer from projects in progress	-	-	-	-	-	(210,000)	(210,000)
Balance at June 30, 2026	55,541,109	29,731,737	18,703,229	1,388,307	7,362,183	10,014,449	122,741,014
Accumulated Depreciation							
Balance at July 01, 2025	7,883,407	13,179,184	5,451,046	776,299	2,015,150	-	29,305,086
Depreciation charge during the year	5,533,944	4,272,319	2,389,586	253,992	968,890	-	13,418,731
Balance at June 30, 2026	13,417,351	17,451,503	7,840,632	1,030,291	2,984,040	-	42,723,817
Net book value							
At June 30, 2026	42,123,758	12,280,234	10,862,597	358,016	4,378,143	10,014,449	80,017,197

- Annual depreciation is allocated as follows:

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Charged to:		
Cost of revenue	12,386,871	13,315,037
General and administrative expenses	1,031,860	1,691,133
	13,418,731	15,006,170

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7. PROPERTY, PLANT AND EQUIPMENT, NET (CONTINUED)

2025	Leasehold improvements on premises	Electrical devices	Furniture and decorations	Vehicles	Tools	Projects in progress	Total
Cost							
Balance at January 01, 2024	6,620,976	13,851,616	5,173,851	848,307	1,465,002	39,338,366	67,298,118
Additions during the period	1,144,302	885,953	809,727	540,000	210,264	37,961,480	41,551,726
Transfer from projects in progress	43,948,600	13,925,149	11,522,566	-	5,540,444	(76,280,034)	(1,343,275)
Balance at June 30, 2025	51,713,878	28,662,718	17,506,144	1,388,307	7,215,710	1,019,812	107,506,569
Accumulated depreciation							
Balance at January 01, 2024	1,968,037	8,166,972	2,878,575	425,202	860,130	-	14,298,916
Depreciation charge during the period	5,915,370	5,012,212	2,572,471	351,097	1,155,020	-	15,006,170
Balance at June 30, 2025	7,883,407	13,179,184	5,451,046	776,299	2,015,150	-	29,305,086
Net book value							
At June 30, 2025	43,830,471	15,483,534	12,055,098	612,008	5,200,560	1,019,812	78,201,483

- Additions include an amount of ﷲ 891,000 representing borrowing costs capitalized during the period.

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8. INTANGIBLE ASSETS

	June 30, 2026	June 30, 2025
Cost:		
Balance at beginning of the year/period	3,995,253	1,372,185
Additions during the year / period	-	1,279,793
Transfer from projects in progress during the year/period	210,000	1,343,275
Balance at the end of the year/period	4,205,253	3,995,253
Accumulated depreciation		
Balance at beginning of the year/period	1,325,925	505,784
Depreciation charge during the year / period	633,628	820,141
Balance at the end of the year/period	1,959,553	1,325,925
Net book value at the end of the year/period	2,245,700	2,669,328

9. RIGHT-OF-USE ASSETS

June 30, 2026

Cost

	Leased premises
Cost at July 01, 2025	94,036,599
Additions during the year	189,500,838
Disposals	(3,085,099)
Balance at June 30, 2026	280,452,338
<u>Accumulated Depreciation</u>	
Accumulated depreciation at July 01, 2025	19,411,871
Depreciation charge during the year	11,459,335
Disposals	(3,085,099)
Balance at June 30, 2026	27,786,107
Net book value at June 30, 2026	252,666,231

June 30, 2025

Cost

	Leased premises
Cost at January 01, 2024	49,661,082
Additions during the period	45,868,905
Adjustments	(1,493,388)
Balance at June 30, 2025	94,036,599
<u>Accumulated Depreciation</u>	
Accumulated depreciation at January 01, 2024	8,770,577
Depreciation charge during the period	12,800,816
Adjustments	(2,159,522)
Balance at June 30, 2025	19,411,871
Net book value at June 30, 2025	74,624,728

- Depreciation charged during the year was recorded as part of the cost of revenue.

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10. PREPAID EXPENSES AND OTHER RECEIVABLE BALANCES

	June 30, 2026	June 30, 2025
Value added tax	1,780,056	-
Advances to suppliers	4,243,885	340,060
Prepaid expenses	2,671,155	1,638,217
Custodies and employees’ receivables	306,000	413,165
Letters of guarantees	300,000	455,450
Contract assets	4,035,803	-
Other *	16,442,425	1,686,750
	29,779,324	4,533,642

* Other debit balances include an amount of ﷲ14.4 million, representing amounts paid by the Group on behalf of certain customers for students, in accordance with the signed agreement, which are to be subsequently recovered from the customers. The Group has recognized an expected credit loss allowance of ﷲ 413 thousand against these balances.

11. INVENTORY

It consists of a stock of devices and educational materials distributed to new students at the beginning of the study:

	June 30, 2026	June 30, 2025
Inventory	4,059,180	4,266,188
	4,059,180	4,266,188

12. STUDENTS’ RECEIVABLES

	June 30, 2026	June 30, 2025
Students’ receivables	202,587,143	130,124,467
Provision for expected credit losses	(18,811,308)	(11,686,639)
	183,775,835	118,437,828

Movement in the provision for excepted credit losses

	June 30, 2026	June 30, 2025
Balance at beginning of the year / period	11,686,639	3,553,798
Provision during the year / period	9,193,496	8,132,841
Write-off during the year / period	(2,068,827)	-
Balance at the end of the year / period	18,811,308	11,686,639

13. FINANCIAL DERIVATIVES AT FAIRVALUE THROUGH PROFIT OR LOSS

During the year, the Group entered into an interest rate cap contract with a bank to mitigate the impact of increases in interest rates on certain financing facilities with variable interest rates.

The fair value of the interest rate cap contract as at the reporting date amounted to ﷲ 2.5 million, and a net loss of ﷲ 2.8 million resulting from changes in the fair value of the contract was recognized in profit or loss during the year.

The following are the details of the interest rate cap contract as at the reporting date:

	First Contract	Second contract	Total
Maximum SIBOR rate	3,5%	4%	
Fair value at the date of initial recognition	1,152,000	4,200,000	5,352,000
Change in fair value during the year	(752,257)	(2,087,875)	(2,840,132)
Fair value- Derivative asset	399,743	2,112,125	2,511,868

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14. INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

Investments at fair value through profit or loss consist of the following:

	June 30, 2026	June 30, 2025
Investment in mutual fund	2,715,391	-
Investment in Discretionary Portfolio Management *	3,249,077	20,516,135
	5,964,468	20,516,135

* During the prior year, the Group’s management invested in discretionary portfolio management (an “Investment Portfolio”) managed by an investment manager, and the Group’s management elected to measure and classify its investments as investments at fair value through profit or loss. The value of these investments as at June 30, 2026 amounted to ﷲ 5,964,468, including cash of ﷲ 188,654 held within the Investment Portfolio.

	June 30, 2026	June 30, 2025
Opening balance	20,516,135	-
Paid during the year / period	-	25,000,000
Received during the year / period	(12,043,046)	(5,280,690)
(Losses) / gain from investments at fair value through profit or loss	(2,508,621)	796,825
Closing balance	5,964,468	20,516,135

15. CASH AT BANKS

	June 30, 2026	June 30, 2025
Cash at banks	18,382,996	6,281,810
	18,382,996	6,281,810

16. SHARE CAPITAL

The Company’s share capital amounted to ﷲ 135,000,000, divided into 135,000,000 shares with a nominal value of ﷲ 1 per share (June 30, 2025: ﷲ 90,000,000, divided into 90,000,000 shares with a nominal value of ﷲ 1 per share), and the share capital is distributed among the shareholders in varying proportions.

The Extraordinary General Assembly, at its meeting held on January 01, 2026, approved the Board of Directors’ recommendation to increase the Company’s share capital through the distribution of bonus shares to the shareholders by capitalizing ﷲ 45 million of retained earnings, bringing the total share capital to ﷲ 135 million instead of ﷲ 90 million. The number of the Company’s shares was 90 million shares before the increase and became 135 million shares after the increase.

17. TREASURY SHARES

Treasury shares held by the Group represent 0.20% of the share capital. Their market value amounted to ﷲ 1.9 million as of June 30, 2026 (2025: nil). These shares were initially acquired from shares offered to the public for the employee share program. The employee share program had not been finalized as of the date of the consolidated financial statements.

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18. EMPLOYEES’ DEFINED BENEFITS OBLIGATIONS

18.A Movement of employees’ defined benefits obligations

	June 30, 2026	June 30, 2025
Balance at the beginning of the year/period	8,298,652	4,275,293
Current service cost	2,630,910	2,772,060
Interest cost	403,995	302,631
Paid during the year / period	(785,352)	(281,959)
Actuarial losses	781,621	1,230,627
Balance at the end of the year/period	11,329,826	8,298,652

18.B Charge to profit or loss

	June 30, 2026	June 30, 2025
Current service cost	2,630,910	2,772,060
Interest cost	403,995	302,631
	3,034,905	3,074,691

18.C Charge to other comprehensive income

	June 30, 2026	June 30, 2025
Actuarial losses from remeasurement	781,621	1,230,627
	781,621	1,230,627

18.D Main actuarial borrowings as follows:

	June 30, 2026	June 30, 2025
Discount rate	5,27%	5,11%
Salary increase rate	5,27%	5,11%

The sensitivity of defined benefit obligations to changes in key weighted assumptions—based on the projected obligation balance for the year ending June 30, 2026—is as follows:

	June 30, 2026	June 30, 2025
Discount rate +1%	10,633,030	7,791,658
Discount rate -1%	12,086,639	8,871,896
Salary increase rate +1%	12,132,885	8,906,138
Salary increase rate -1%	10,578,970	7,751,635

19. ACCRUED EXPENSES AND OTHER PAYABLE BALANCES

	June 30, 2026	June 30, 2025
Revenue received in advance	2,496,959	1,227,393
Accrued vacations	3,079,891	1,918,697
Accrued expenses	1,370,481	1,146,294
Accrued bonuses and commissions	2,308,300	973,000
Accrued Board and Committee Members’ Remuneration	2,921,000	534,000
Value added tax	4,624,608	1,559,331
Contract liabilities	-	4,291,305
Other payable balances	100,000	212,000
	16,901,239	11,862,020

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20. LEASE LIABILITIES

	June 30, 2026	June 30, 2025
Balance at the beginning of the year/period	78,071,783	39,159,813
Additions during the year/period	188,087,766	45,868,905
Interests during the year/period	10,703,218	8,063,409
Paid during the year/period	(26,429,866)	(15,992,531)
Adjustments during the year/period	-	972,187
Balance at the end of the year	250,432,901	78,071,783
	June 30, 2026	June 30, 2025
Non-current lease liabilities	243,759,924	71,782,688
Current lease liabilities	6,672,977	6,289,095
	250,432,901	78,071,783

The table below summarizes the maturity of lease obligations based on undiscounted contractual payments:

	June 30, 2026	June 30, 2025
Less than one year	18,549,870	12,094,156
From one year to five years	110,672,504	56,934,341
More than five years	469,967,647	42,103,841
	599,190,021	111,132,338

Short-term lease expenses recognized in the statement of profit or loss during the year amounted to ﷲ 1,329,330; these represent lease expenses related to leases with a term of 12 months or less.

21. MURABAHA LOANS

The Group obtained the following Sharia-compliant credit facilities from three local banks, as follows:

Facility type	Local Bank	Note	June 30, 2026	June 30, 2025
Credit facilities	Local bank No.1	21-1	73,999,900	11,932,908
Credit facilities	Local bank No.2	21-2	26,207,742	15,101,262
Credit facilities	Local bank No.2	21-3	21,604,368	30,214,676
			121,812,010	57,248,846

The movement in loans during the year is as follows:

	June 30, 2026	June 30, 2025
Balance at beginning of the year/period	57,248,846	-
Proceeds from loans during the year/period	76,148,000	59,500,000
Finance interests during the year/period	5,691,722	3,736,599
Repayment of loans during the year/period	(17,276,558)	(5,987,753)
Balance at end of the year/period	121,812,010	57,248,846
	June 30, 2026	June 30, 2025
Current portion	19,007,965	11,882,633
Non-current portion	102,804,045	45,366,213
	121,812,010	57,248,846

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21. MURABAHA LOANS (CONTINUED)

21-1 Under the two agreements signed on July 01, 2024, and April 06, 2026, between the Group and Local Bank 1, with credit limits of ﷲ14.5 million and ﷲ 113.7 million, respectively, the total outstanding balance of the facilities as at June 30, 2026, amounted to ﷲ 74 million. These facilities are subject to a financing cost equal to SIBOR plus an agreed profit margin, and the financing costs charged during the year amounted to ﷲ 1.6 million. The Company also issued a promissory note in favor of the bank as security for the credit facilities granted, guaranteed by the Chairman of the Board of Directors, in addition to a joint and several guarantee undertaking for payment and performance signed by the Chairman of the Board of Directors.

21-2 Under the agreement signed on August 19, 2024 between the Group and Local Bank 2, with a credit limit of ﷲ 50 million, the outstanding balance of the facilities as at June 30, 2026, amounted to ﷲ 26 million. These facilities are subject to a financing cost equal to SIBOR plus an agreed profit margin, and the financing costs charged during the year amounted to ﷲ 2.2 million. The Company also issued a promissory note in favor of the bank as security for the credit facilities granted, in addition to a joint and several guarantee undertaking for payment and performance signed by the Chairman of the Board of Directors.

21-3 Under the agreement signed on September 01, 2024 between the Group and Local Bank 3, with a credit limit of ﷲ 30 million, the outstanding balance of the facilities as at June 30, 2026 amounted to ﷲ 21.6 million. These facilities are subject to a financing cost equal to SIBOR plus an agreed profit margin, and the financing costs charged during the year amounted to ﷲ 1.9 million. The Company also issued a promissory note in favor of the bank as security for the credit facilities granted, in addition to a joint and several guarantee undertaking for payment and performance signed by the Chairman of the Board of Directors.

22. PROVISION FOR ZAKAT

a) Movement of zakat provision

	June 30, 2026	June 30, 2025
Balance at the beginning of the year / period	4,436,095	1,704,882
Paid during the year /period	(4,433,224)	(1,709,882)
Provision during the year /period	4,346,706	4,441,095
Balance at the end of the year/ period	4,349,577	4,436,095

b) Status of Zakat assessment

The company filed Zakat returns for the parent company and its subsidiaries for the years up to 2025.

The Zakat, Tax and Customs Authority reviewed the company's zakat returns and finalized the assessment and payment for the years up to 2023. During the year, the Company received the final Zakat assessment for the financial year ended June 30, 2025, with no Zakat differences arising against the Company.

23. REVENUE, NET

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Individuals' revenue	186,183,667	219,057,502
Corporates' revenue	49,327,911	8,855,938
	235,511,578	227,913,440

Revenues consist of income from educational services provided by the Group in accordance with the directives issued by the Technical and Vocational Training Corporation, as well as revenue from short courses; all revenues are generated within the Kingdom of Saudi Arabia.

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24. COST OF REVENUE

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Salaries and wages and equivalent	42,080,645	50,274,855
Educational aids	21,738,989	17,854,662
Depreciation	12,676,731	14,135,178
Depreciation of right-of-use assets	11,459,335	12,800,816
Government fees and licenses	1,688,255	963,450
Vacations and air tickets	2,742,269	3,146,636
Employees’ defined benefits obligations	2,081,113	2,124,084
Electricity	1,236,009	1,374,925
Internet, telephone and post office	595,428	837,039
Maintenance and cleaning	2,297,533	3,076,844
Social insurance	3,964,082	4,929,431
Others	5,919,106	5,153,715
	108,479,495	116,671,635

25. GENERAL AND ADMINISTARTIVE EXPENSES

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Salaries and wages and equivalent	18,301,872	16,961,898
Social insurance	1,101,110	895,458
Outsourced labor wages	558,100	376,309
Depreciation	1,375,628	1,691,133
Government fees and licenses	682,933	708,402
Entertainment, maintenance and cleaning	560,101	409,685
Professional fee	1,938,919	1,195,114
Remunerations and incentives	5,914,100	508,350
Board of directors and committees	2,927,000	534,000
Other	2,978,277	2,706,345
	36,338,040	25,986,694

26. MARKETING EXPENSES

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Salaries and wages and equivalent	5,626,459	7,763,737
Advertising and marketing	10,101,070	17,777,099
Marketing commission	4,152,170	1,390,000
Other	800,803	1,060,534
	20,680,502	27,991,370

27. OTHER INCOME

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Income from deposits of Islamic Murabaha	88,936	237,377
Other	6,372,950	6,641,582
	6,461,886	6,878,959

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28. RELATED PARTIES TRANSACTIONS

Parties are considered related parties if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties comprise shareholders, members of the Board of Directors, and entities in which shareholders and members of the Board of Directors have significant influence, individually or collectively. The Group’s transactions with related parties are carried out in the ordinary course of business and are approved by management.

	Relationship/ nature of transaction	June 30, 2026	For the period from January 01, 2024, to June 30, 2025
Canadian General Medical Center Com- plex Company	Under common manage- ment / services	-	133,811

- Remuneration of Board members and key management personnel:

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025		
	Board of Directors	Key manage- ment personnel	Board of Di- rectors	Key manage- ment personnel
Remuneration of board of directors	2,927,000	-	534,000	-
Salaries, wages, allowances, and bonuses	-	8,072,788	-	3,946,708
End of service benefits	-	241,124	-	289,554
	2,927,000	8,313,912	534,000	4,236,262

29. CONTINGENT LIABILITIES

As of June 30, 2026, the Group has no contingent liabilities (June 30, 2025: none).

30. DIVIDENDS

On September 20, 2025, the Board of Directors decided to recommend a cash dividend distribution to shareholders amounting to ﷲ 9,000,000 for the financial year ended June 30, 2025; the Extraordinary General Assembly approved the Board’s recommendation at its meeting held on January 1, 2026.

On February 8, 2026, the Board of Directors decided to distribute cash dividends to shareholders amounting to ﷲ13,500,000 for the first half of the financial year ending on June 30, 2026.

On February 15, 2024, the Board of Directors decided to distribute cash dividends to shareholders amounting to ﷲ 9,000,000 for the second half of the 2023 financial year. Eligibility for the dividends applies to shareholders who own the company's shares at the close of trading on Thursday, March 21, 2024, and who are registered in the company’s shareholder register with the Securities Depository Center Company (Edaa) at the end of the second trading day following the eligibility date.

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31. FINANCIAL INSTRUMENTS

a) Financial assets

	June 30, 2026	June 30, 2025
Other receivable balances	21,084,228	2,555,365
Students’ receivables	183,775,835	118,437,828
Cash at banks	18,382,996	6,281,810
Investments at fair value through profit or loss	5,964,468	20,516,135
Financial derivatives at fair value through profit or loss	2,511,868	-
	<u>231,719,395</u>	<u>147,791,138</u>

b) Financial liabilities

	June 30, 2026	June 30, 2025
Trade payables	14,736,202	5,309,799
Other payable balances	1,470,481	1,358,294
Lease liabilities	250,432,901	78,071,783
Loans	121,812,010	57,248,846
	<u>388,451,594</u>	<u>141,988,722</u>

c) Measurement of fair value

The Group uses a fair value hierarchy categorized into Levels 1, 2, and 3 based on the degree of inputs used in the fair value measurement for all assets and liabilities, as set out below.

- Level 1: Prices quoted in an active market for identical assets or liabilities that the company can access at the measurement date.
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the assets or liabilities, either directly or indirectly.
- Level 3: Inputs for assets or liabilities that are not based on observable market data.

Investments in equity instruments listed on the Saudi stock market are valued based on the market closing price at the date of the consolidated financial statements, and these instruments are classified under Level 1.

Investments in unlisted investment funds in the Saudi market are valued based on the closing price provided by the fund manager as of the date of the consolidated financial statements, and these instruments are classified under Level 2.

Financial derivatives are measured at fair value based on a valuation provided by the bank as of the date of the consolidated financial statements, and these instruments are classified under Level 2.

As at June 30, 2026	Book value	Fair value		
		Level 1	Level 2	Level 3
Investments at fair value through profit or loss	5,964,468	3,249,077	2,715,391	-
Financial derivatives at fair value through profit or loss	2,511,868	-	2,511,868	-
	<u>8,476,336</u>	<u>3,249,077</u>	<u>5,227,259</u>	<u>-</u>
As at June 30, 2025	Book value	Fair value		
		Level 1	Level 2	Level 3
Investments at fair value through profit or loss	20,516,135	20,516,135	-	-
	<u>20,516,135</u>	<u>20,516,135</u>	<u>-</u>	<u>-</u>

The Group considers that the carrying amounts of financial assets and financial liabilities approximate their fair values.

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31. FINANCIAL INSTRUMENTS (CONTINUED)

d) Financial instruments risks

The Group’s financial assets comprise cash and cash equivalents, student receivables, other receivables arising directly from its operations, and deposits. The Group’s financial liabilities consist of trade payables, accrued expenses, and other payables, in addition to long-term loans. The primary purpose of these financial liabilities is to finance the Group’s operations.

The Group is exposed to market, credit, and liquidity risks. Senior management oversees the management of these risks. The Group’s financial risk activities are governed by appropriate policies and procedures. Financial risks are identified, measured, and managed in accordance with the Group’s policies and risk appetite; management reviews and approves policies for managing each of these risks, which are summarized below:

Market risk

Market risk is the risk that the fair value of a financial instrument's future cash flows will fluctuate due to changes in market prices. Market risk includes three types of risk: interest rate risk, currency risk, and other price risks, such as equity price risk and commodity price risk.

a. Foreign currency exchange rate risks

Foreign currency risk arises from changes and fluctuations in the value of financial instruments resulting from changes in foreign exchange rates. The Group believes that foreign currency risk is not material, as the Group has not entered into any transactions of material significance in currencies other than the Saudi Riyal ﷲ.

b. Interest rate risks

Interest rate risk represents the risk that changes in prevailing interest rates will affect the future cash flows of financial instruments with variable interest rates, and the resulting impact on the Group’s financial position, results of operations and cash flows.

The Group is exposed to interest rate risk primarily as a result of loans and financing facilities bearing variable interest rates, which may result in an increase in financing costs and future cash flows if interest rates increase.

To mitigate the Group’s exposure to fluctuations in interest rates, management entered into a derivative financial contract with a financial institution to manage the interest rate risk associated with certain loans, with the objective of fixing or limiting the impact of interest rate fluctuations on the Group’s future cash flows (Note 13).

Management continuously monitors developments in interest rates and the exposure arising from loans and financial derivatives and periodically assesses the adequacy of the interest rate risk management arrangements in light of market conditions and changes in interest rates.

As at the reporting date, management believes that the measures taken to manage interest rate risk, including the use of financial derivatives, appropriately limit the Group’s exposure to fluctuations in interest rates.

Credit risk

Credit risk arises from the failure of a counterparty to a financial instrument to fulfill its obligations, thereby causing the Group to incur a financial loss. The Group’s financial instruments subject to credit risk primarily comprise cash at banks and accounts receivable. The Group deposits its funds with reputable financial institutions possessing high creditworthiness; it also maintains a policy regarding the volume of funds deposited with each bank, and management does not anticipate significant credit risk arising from these arrangements. Furthermore, the Group periodically monitors outstanding accounts receivable.

The Group determines expected credit losses for student receivables by applying the simplified approach; expected credit losses amounted to ﷲ 18 million (June 30, 2025: ﷲ 11.7 million). The table below shows the aging of student receivables:

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31. FINANCIAL INSTRUMENTS (CONTINUED)

d) Financial instruments risks (continued)

	June 30, 2026	June 30, 2025
No yet due	64,968,812	86,201,758
Overdue for less than one year	121,301,383	35,833,183
Overdue from one year to two years	10,391,358	4,537,381
Overdue for more than two years	5,925,590	3,552,145
Total	202,587,143	130,124,467
Less: expected credit losses	(18,811,308)	(11,686,639)
Net students’ receivables	183,775,835	118,437,828

Liquidity risk

Liquidity risk arises from the Group's inability to meet its financial obligations as they fall due. Management ensures that sufficient funds are available to meet obligations upon maturity. The Group’s financial liabilities comprise trade payables, accruals, other credit balances, and long-term loans. The Group mitigates liquidity risk by securing banking facilities and aligning the timing of customer collections with the payment schedules for suppliers and other creditors. All trade payables and amounts due are non-interest-bearing and are expected to be settled within 12 months of the consolidated financial statements' date.

e) Management of the financial instruments risk

The table below summarizes the maturity of the Group’s financial liabilities based on undiscounted contractual payments:

	Less than one year	From 1 year to 5 years	More than 5 years	Total
As at June 30, 2026				
Trade payables	14,736,202	-	-	14,736,202
Other payable balances	1,470,481	-	-	1,470,481
Lease liabilities	18,549,870	110,672,504	469,967,647	599,190,021
Loans	28,095,712	116,805,885	-	144,901,597
	62,852,265	227,478,389	469,967,647	760,298,301

	Less than one year	From 1 year to 5 years	More than 5 years	Total
As at June 30, 2025				
Trade payables	5,309,799	-	-	5,309,799
Other payable balances	1,358,294	-	-	1,358,294
Lease liabilities	12,094,156	56,934,341	42,103,841	111,132,338
Loans	16,809,361	51,533,071	-	68,342,432
	35,571,610	108,467,412	42,103,841	186,142,863

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32. EARNINGS PER SHARE

Basic earnings per share is calculated based on the weighted average number of ordinary shares outstanding during the financial year, while diluted earnings per share is calculated by adjusting basic earnings per share for the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all potential dilutive ordinary shares into ordinary shares.

	June 30, 2026	For the period from January 01, 2024, to June 30, 2025 (restated)
Net profit for the year/period	40,654,378	41,456,300
Weighted average number of ordinary shares used as the denominator in calculating basic and diluted earnings per share.	134,934,552	135,000,000
Basic and diluted earnings per share attributable to the net profit for the year/period	0.30	0.31

Bonus shares and treasury shares

During the year, the company increased its capital from ﷲ 90 million to ﷲ 135 million by capitalizing ﷲ 45 million from retained earnings, resulting in the issuance of 45 million bonus shares. Consequently, the number of ordinary shares rose from 90 million to 135 million.

The weighted average number of ordinary shares used in calculating basic and diluted earnings per share has been adjusted retrospectively to reflect the issuance of bonus shares, in accordance with the requirements of International Accounting Standard 33.

During the year, the Company also purchased 273,557 of its ordinary shares as treasury shares. These treasury shares have been excluded from the weighted average number of ordinary shares from the dates of their purchase for the purpose of calculating basic and diluted earnings per share.

33. CAPITAL COMMITMENTS

As of June 30, 2026, the Group's capital commitments amounted ﷲ to 1.3 million.

34. SEGMENTAL REPORTING

The Company provides educational services and has one operating segment, which is the educational activities. The Company operates solely in the Kingdom of Saudi Arabia and does not have a geographical segment.

Inspired Learning Private School Company (Previously: National Learning School Company operates in the education sector; accordingly, the education sector represents 100% of the Group’s activities.

35. SUBSEQUENT EVENTS

- The Company’s Board of Directors, at its meeting held on September 10, 2026, recommended increasing the Company’s share capital from ﷲ 135 million to ﷲ 157.5 million through the issuance of bonus shares at a ratio of one share for every six existing shares held by the shareholders, by capitalizing ﷲ 22.5 million from the retained earnings balance as at June 30, 2026. The bonus issue is subject to obtaining the approval of the relevant competent authorities and the approval of the Extraordinary General Assembly for the increase in share capital and the number of bonus shares to be issued.
- The Company’s Board of Directors, at its meeting held on September 10, 2026, approved the cancellation of the Commercial Registration of Academy of Learning Investment Company (the subsidiary).

36. APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Board of Directors and authorized for issue on September 10, 2026.

08

Appendices

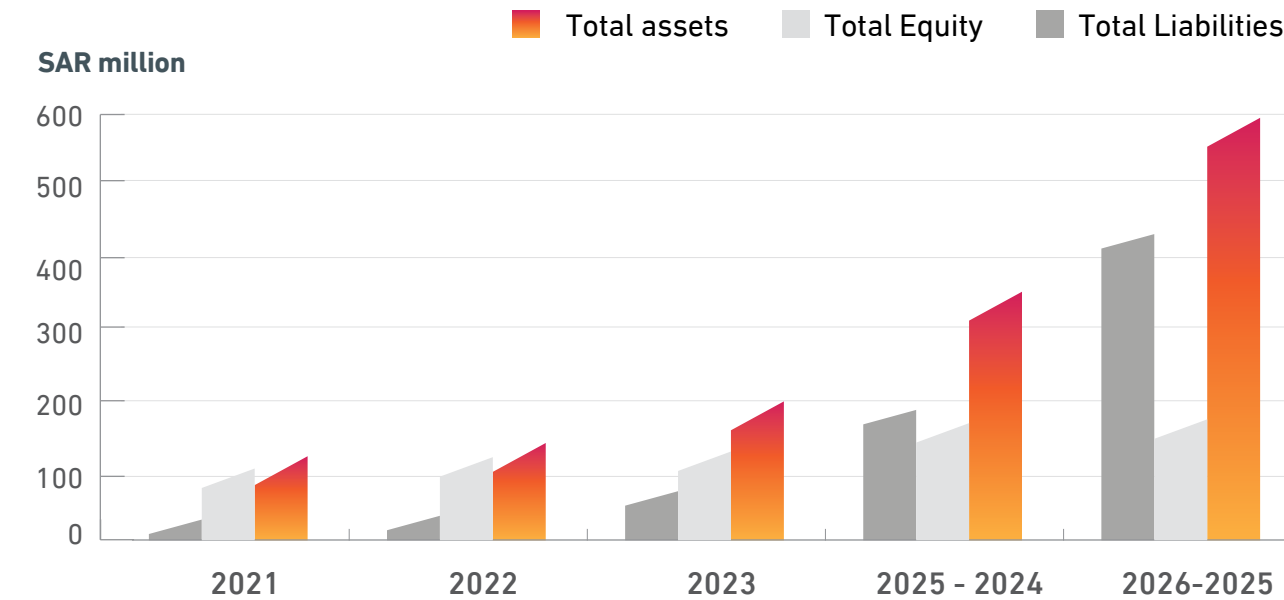


Summary of the Statement of Financial Position for the past five financial years

In Saudi Riyals

Description	2025-2026	2024-2025	2023	2022	2021
Assets					
Total non-current assets	334,929,128	155,495,539	94,756,108	18,590,449	11,218,809
Total current assets	244,473,671	154,035,603	73,956,078	103,711,010	92,314,561
Total assets	579,402,799	309,531,142	168,712,186	122,301,459	103,533,370
Capital	135,000,000	90,000,000	60,000,000	60,000,000	60,000,000
Total equity	159,841,044	144,303,947	113,078,274	105,565,822	93,156,600
Liabilities					
Total non-current liabilities	357,893,795	125,447,553	38,477,693	7,667,603	5,199,630
Total current liabilities	61,667,960	39,779,642	17,156,219	9,068,034	5,177,140
Total liabilities	419,561,755	165,227,195	55,633,912	16,735,637	10,376,770
Total liabilities and equity	579,402,799	309,531,142	168,712,186	122,301,459	103,533,370

Summary of the Statement of Financial Position



Statement of Comprehensive Income
for the Last Five Financial Years

In Saudi Riyals

Description	2025-2026	2024-2025	2023	2022	2021
Revenue	235,511,578	227,913,440	92,905,710	62,914,246	42,280,009
Cost of revenue	(108,479,495)	(116,671,635)	(35,342,200)	(23,267,824)	(15,299,956)
Gross profit	127,032,083	111,241,805	57,563,510	39,646,422	26,980,053
General and administrative expenses	(36,338,040)	(25,986,694)	(18,565,992)	(8,107,685)	(4,263,402)
Marketing expenses	(20,680,502)	(27,991,370)	(9,616,292)	(7,029,871)	(3,603,326)
Operating profit	70,013,541	57,263,741	29,381,226	24,508,866	19,113,325
Financing expenses	(16,518,848)	(10,909,289)	(2,060,708)	(453,500)	(577,700)
Expected credit losses	(9,606,742)	(8,132,841)	(798,447)	(1,549,408)	(608,793)
Other revenues	6,461,886	6,878,959	3,854,321	1,560,387	-
Losses on revaluation of financial derivatives	(2,840,132)	-	-	-	-
(Losses) Gains on revaluation of investments	(2,508,621)	796,825	-	-	-
Net profit before zakat	45,001,084	45,897,395	30,376,392	24,066,345	17,926,832
Zakat expense	(4,346,706)	(4,441,095)	(1,704,882)	(2,704,359)	(1,728,708)
Net profit	40,654,378	41,456,300	28,671,510	21,361,986	16,198,124
Other comprehensive income	(781,621)	(1,230,627)	(159,058)	47,236	(310,085)
Total comprehensive income for the year	39,872,757	40,225,673	28,512,452	21,409,222	15,888,039
Weighted average number of common shares	134,934,552	90,000,000	60,000,000	6,000,000	5,265,205
Earnings per share	0.30	0.46	0.48	3.56	3.08

The table above presents the Company’s earnings per share over the past five years. It should be noted that certain years witnessed changes in the share capital and share splits, which should be taken into consideration when comparing the data across the years, as follows:

Year 2023:

The Company’s shares were split by reducing the nominal value per share from SAR 10 to SAR 1, increasing the number of shares from 6 million shares to 60 million shares, without any change in the Company’s share capital.

Year 2024–2025:

The share capital was increased from SAR 60 million to SAR 90 million through the capitalization of part of retained earnings and the issuance of one bonus share for every two shares held, increasing the number of shares to 90 million shares.

Year 2025–2026:

The share capital was increased from SAR 90 million to SAR 135 million through the capitalization of part of retained earnings and the issuance of one bonus share for every two shares held, increasing the number of shares to 135 million shares. It should be noted that a limited number of these shares (273,557 shares) represent treasury shares.

6 > 60

Million Shares Before the Split Million Shares After the Split

Without Any Change in the Share Capital

60 > 90

Million Shares Before the Increase Million Shares After the Increase

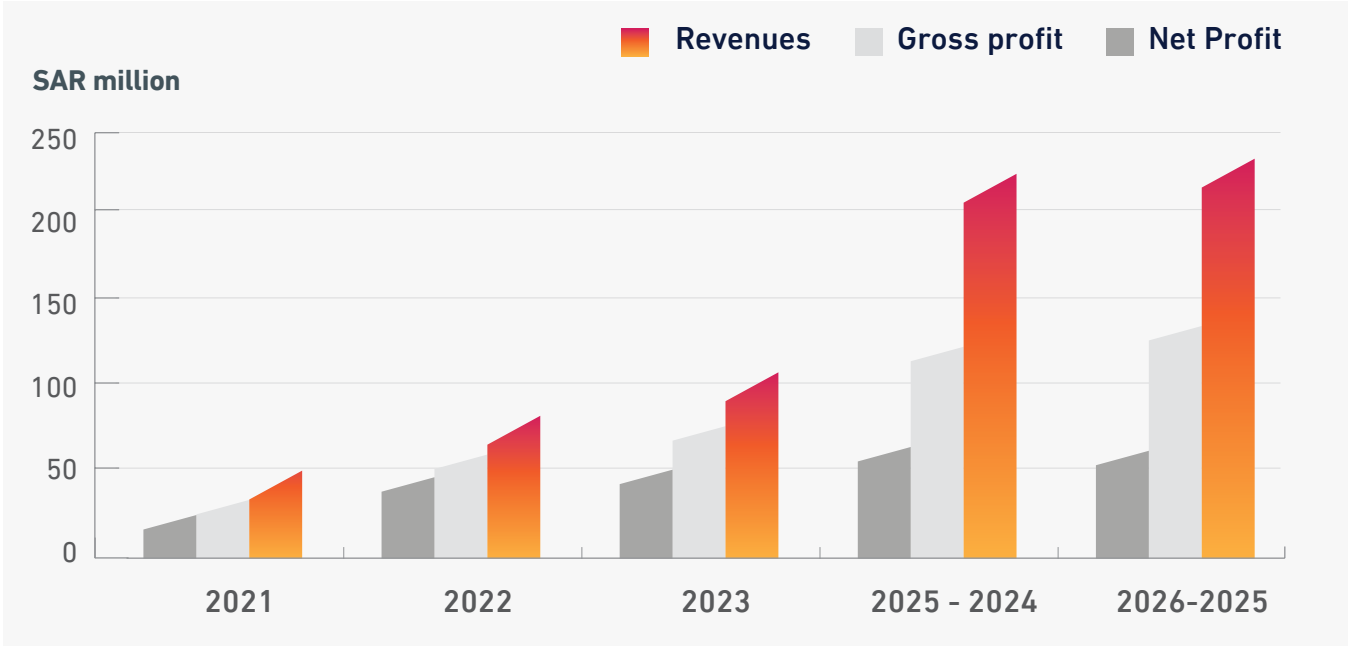
Capitalization of Part of Retained Earnings and the Granting of One Bonus Share for Every Two Shares Held

90 > 135

Million Shares Before the Increase Million Shares After the Increase

Capitalization of Part of Retained Earnings and the Granting of One Bonus Share for Every Two Shares Held

Statement of Comprehensive Income



■ Total revenues of the company and its subsidiaries by activity

Description of Key Activities	«Activity revenues 2025-2026»
Activity 1: Education and Training	235,511,578
Activity 2: Real Estate Investment and Development	-
Total	235,511,578

■ Geographical Analysis of the Total Revenue of the Company and Its Subsidiaries

Region	Revenue 2025-2026	Percentage	Revenue 2024-2025	Percentage
Dammam	119,280,045	50.65%	97,918,885	42.96%
Al Khobar	15,499,263	6.58%	31,307,729	13.74%
Jubail	9,864,377	4.19%	23,475,342	10.30%
Qatif	4,445,440	1.89%	13,646,510	5.99%
Al-Ahsa	13,119,002	5.57%	18,600,847	8.16%
Riyadh	73,303,451	31.13%	42,964,127	18.85%
Total	235,511,578	100.00%	227,913,440	100.00%

■ Material differences in operating results compared to the previous year's results.

In Saudi Riyals				
Description	2024-2025	2025-2026	Change	Rate of change
Revenue	227,913,440	235,511,578	7,598,138	3.33%
Cost of revenue	(116,671,635)	(108,479,495)	8,192,140	-7.02%
Gross profit	111,241,805	127,032,083	15,790,278	14.19%
General and administrative expenses	(25,986,694)	(36,338,040)	(10,351,346)	39.83%
Marketing expenses	(27,991,370)	(20,680,502)	7,310,868	-26.12%
Operating profit	57,263,741	70,013,541	12,749,800	22.27%
Finance costs	(10,909,289)	(16,518,848)	(5,609,559)	51.42%
Expected credit losses	(8,132,841)	(9,606,742)	(1,473,901)	18.12%
Other income	6,878,959	6,461,886	(417,073)	-6.06%
Losses on revaluation of financial derivatives	-	(2,840,132)	(2,840,132)	100.00%
Revaluation (losses) / gains on investments	796,825	(2,508,621)	(3,305,446)	-414.83%
Net profit before Zakat	45,897,395	45,001,084	(896,311)	-1.95%
Zakat expense	(4,441,095)	(4,346,706)	94,389	-2.13%
Net profit	41,456,300	40,654,378	(801,922)	-1.93%

Note: The figures for the current year represent a 12-month period (July 1, 2025 – June 30, 2026), whereas the figures for the comparative period represent an 18-month period (January 1, 2024 – June 30, 2025) due to a change in the financial year-end; consequently, the percentage changes shown above do not reflect growth on a comparable time basis.

■ Fair Comparison — Current 12 Months vs. Previous 12 Months

Description	Previous 12 Months	Current 12 Months	Change	Percentage Change
Revenue	176,457,220	235,511,578	59,054,358	33.47%
Gross Profit	88,086,647	127,032,083	38,945,436	44.21%
Operating Profit	49,272,277	70,013,541	20,741,264	42.10%
Net Profit	33,766,877	40,654,378	6,887,501	20.40%
Total Comprehensive Income	32,536,250	39,872,757	7,336,507	22.55%

The comparative period figures (12 months) are derived from the audited financial statements for the preceding 18-month period by excluding the initial six months; these figures are unaudited in their own right (Attachment 1 to the results announcement).

■ Subsidiaries For the fiscal year ended June 30, 2026

The name of each subsidiary, its capital, the company’s ownership percentage therein, its principal activity, the country where its principal operations are located, and the country of its incorporation.

In Saudi Riyals

Company Name	Company Capital	Ownership percentage (direct and indirect)	The company’s main activity	The State of Incorporation	The country in which it conducts its activities
Academy of Learning for Investment Company	100,000	100%	Real Estate Investment	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Inspiring Learning Private Schools Company (Formerly: Learning Private Schools Company)	10,000,000	100%	Preschool, Primary, Intermediate, and Secondary Education	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia

■ Analysis of loans for the fiscal year ended June 30, 2026

Name of the Granting Entity (Bank)	Loan term	Amounts paid by the company to settle loans during the year	Loan principal amount	Remaining Amount (Balance at Year-End)
Riyad Bank	4 years	4,696,657	14,500,000	8,132,761
Bank Albilad	4 years	10,771,118	30,000,000	21,604,368
Alinma Bank	5 years	1,173,178	15,000,000	15,114,908
Alinma Bank	5 years	635,605	11,000,000	11,092,834
Riyad Bank	5 years	0	40,000,000	40,521,423
Riyad Bank	5 years	0	20,000,000	20,028,557
Riyad Bank	5 years	0	2,400,000	2,356,056
Riyad Bank	5 years	0	1,200,000	1,203,700
Riyad Bank	5 years	0	600,000	601,851
Riyad Bank	15 months	0	720,000	722,220
Riyad Bank	15 months	0	432,000	433,332
Total		17,276,558	135,852,000	121,812,010

The Company wishes to note that the credit limit under its agreement with Riyad Bank, signed on April 06, 2026, amounts to SAR 113,752,000 (One Hundred Thirteen Million, Seven Hundred Fifty-Two Thousand Saudi Riyals), of which the Company has utilized SAR 65,352,000(Sixty-Five Million ,three hundred fifty two thousand Saudi Riyals) as of June 30, 2026.

■ Statutory payments For the fiscal year ended June 30, 2026

Statutory payments made and outstanding as of the end of the 2025–2026 fiscal year In Saudi Riyals

Description	Amount paid during the year	Amount due up to the end of the financial year	Causes
Annual Zakat	4,433,224	4,349,577	Payment will be made within the statutory period specified for the payment date, in accordance with the regulations, within 120 days of the end of the fiscal year.
General Organization for Social Insurance	9,544,814	882,619	Payment was made within the subsequent statutory period on July 13, 2026.
Value Added Tax	11,054,269	4,624,608	Payment was made within the subsequent statutory period on July 28, 2026.
Total	25,032,307	9,856,804	



Educational Joint-Stock Company
accredited by the Capital Market Authority

