

Abu Dhabi National Building Materials Company (BILDICO)

Governance Report 2025

An integrated governance system that enhances transparency, strengthens accountability, and supports long-term institutional sustainability.

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Table of Contents

Key Summary Points:

➤ Mission and Vision	➤ Introduction	➤ Implementation of the Company's Corporate Governance Standards
➤ The Company's Board of Directors	➤ Transactions of the Board Members	➤ Formation of the Company's Board of Directors
➤ Female Representation on the Board of Directors	➤ Board Members' Remuneration	➤ Committee Meeting Attendance Allowances
➤ Board of Directors Meetings	➤ Resolutions of the Company's Board of Directors	
➤ Duties and Responsibilities of the Board of Directors	➤ Statement of Transaction Details	
➤ The Company's Organizational Structure	➤ The Company's Executive Management	➤ External Auditor
➤ Board Committees	➤ Internal Control System	➤ General Information
➤ Sustainable Development		
➤ The Company's Clients		



The Company's Mission

To be the driving force behind the advancement of the construction sector through innovation, industrial integration, and responsible investment, creating a lasting developmental impact and shaping the future of urban growth with confidence and leadership.



Vision

To evolve into a leading asset-based industrial and investment group that drives an integrated ecosystem for the construction sector across the UAE and the Arab region. Through an operating model built on innovation, industrial integration, and long-term investment, we aim to achieve sustainable portfolio diversification, enhance value creation, and support urban development in line with the highest international standards.



Goals

THE STRATEGIC ROADMAP TO ACHIEVING
SUSTAINABLE GROWTH AND LONG-TERM
VALUE.



INDUSTRIAL TRANSFORMATION

Transitioning from a traditional commercial model to an asset-based industrial group.



INVESTMENT ARM

Establishing an investment arm that supports expansion in the industrial and real estate sectors.



QUALITY AND RELIABILITY

Reinforcing BILDCO's position as a benchmark for quality and reliability in the region.



PRODUCTION OPTIMIZATION

Increasing production capacity and strengthening industrial integration through targeted investments.



SUSTAINABLE GROWTH

Achieving sustained growth in revenues and profitability through diversified income streams.



DIGITAL TRANSFORMATION

Adopting digital transformation to enhance operational efficiency and optimize supply chains.



HUMAN CAPITAL

Developing human capital to serve as a primary driver of growth and innovation.



Strategy

Our Strategic Direction Toward
Shaping the Future of Industry

01

**Investing in our assets today to
build tomorrow's leadership.**

02

**Thinking today... delivering
the building solutions of
tomorrow.**

03

**We continuously evolve to provide
our clients with ever-renewing
expertise and increasing value.**

04

**We expand our resources to
enhance the value we deliver
to our clients.**

Introduction

Abu Dhabi National Company for Building Materials – BILDCO (PJSC) is embarking on a new phase of growth and strategic transformation, guided by an ambitious industrial and investment vision aligned with the objectives of UAE Vision 2030 and the nation's initiatives to strengthen domestic manufacturing and economic sustainability.

The Company has adopted an integrated approach centered on forging high-value strategic partnerships, expanding its industrial asset base, enhancing operational activities, and introducing new lines of business that reinforce diversification and long-term sustainability. It places strong emphasis on innovation, industrial transformation, and operational excellence, solidifying its position as a resilient industrial and investment entity capable of keeping pace with the rapid evolution of the construction sector.

Through this strategic direction, BILDCO seeks to maximize shareholder value, strengthen local supply chains, and play a meaningful role in advancing the UAE's industrial and urban development journey.

An Integrated Vision for Building
Long-Term Industrial Value



In 2025, the Company witnessed a significant advancement in its governance and institutional compliance framework, implementing a comprehensive program to modernize its regulatory and oversight structures, enhance transparency, and reinforce the principles of compliance and institutional sustainability.

Within this context, the Company updated its governance framework and manual to fully align with the requirements of the Securities and Commodities Authority and the relevant resolutions, including Board Resolution No. (3/R.M) of 2020 concerning the adoption of the Corporate Governance Guide for Public Joint Stock Companies. This ensured alignment of local practices with international standards of corporate governance.

The development program also included:

- Updating financial and administrative regulations to enhance performance efficiency and clarify roles and responsibilities.
- Upgrading technical systems and digital infrastructure in line with global best practices, supporting digital transformation and accelerating operational processes.
- Restructuring and enhancing the internal control system to ensure the highest levels of oversight, risk management, and regulatory compliance.
- Developing and adopting a Code of Conduct to institutionalize a culture of integrity, transparency, and accountability across the organization.

This institutional development reflects the Company's commitment to building a robust governance framework and effective risk management practices, strengthening the confidence of shareholders and stakeholders, supporting sustainable growth, and reinforcing its position as a leading industrial and investment entity distinguished by the highest standards of corporate discipline.



52

Years of Industrial
Leadership and
Institutional Trust.



The Company's Board of Directors and Executive Management are also diligently working to restore the Company to its rightful position in the building materials trading and manufacturing sector. This includes implementing a medium-term operational plan for the period (2025–2026) aimed at addressing accumulated losses and achieving sustainable profitability, paving the way toward consistent cash distributions and long-term value for shareholders.

Finally, we present to your esteemed shareholders, the Corporate Governance Report for the financial year 2025, covering the principal components in accordance with the requirements of the Securities and Commodities Authority, along with the updates introduced to the Company's vision and strategic direction in alignment with the objectives of the aforementioned action plan.



Implementation of the Company's Institutional Compliance Standards (Governance)

➤ First Item:

The foundations upon which the Company's governance principles were established and applied.

➤ Second Item:

The procedures undertaken to complete the Governance Manual for the year 2025 and the mechanism for its implementation.

↩ First Item: The Foundations Upon Which the Company's Corporate Governance Principles Were Established

Abu Dhabi National Company for Building Materials – BILDCO has adhered, in implementing governance practices, to the provisions of the following sources:

The governance provisions set forth in Federal Law No. (32) of 2021 concerning Commercial Companies.

The governance provisions contained in the Board of Directors Resolution No. (7/R.M) of 2016 regarding Institutional Compliance Standards and the Governance of Public Joint Stock Companies.

The governance provisions included in the Company's Articles of Association, as amended in accordance with Federal Law No. (32) of 2021 concerning Commercial Companies.

The governance standards set out in the principles of the Organisation for Economic Co-operation and Development (OECD).

It is worth noting that the Company adopted its Corporate Governance Manual in line with international and local best practices and fully in accordance with the governance sources referenced above, upon which this report has been prepared. The Manual is subject to periodic review by the Board of Directors, and any amendments or updates—whether at the Board or Executive Management level, or in the Company's administrative, financial, or internal policy frameworks—are duly incorporated as part of its governance system.

The background image shows a blurred office desk. On the left, there is a book with a colorful spine. In the center, a dark pen lies horizontally. To the right, another book or document is partially visible. The overall lighting is soft and professional.

BILDCO considers the Corporate Governance Manual a cornerstone document, establishing the non-negotiable standards of institutional discipline required across the organization. It defines the rigorous policies and procedures governing Executive Management operations, ensuring absolute transparency, comprehensive disclosure, and multi-level oversight across all internal functions and control bodies.

↩ Second Item: The Procedures Undertaken to Complete the Corporate Governance Manual for 2025 and How It Was Implemented

The Board of Directors conducted a comprehensive review and evaluation of the approved Corporate Governance Manual, promptly incorporating the amendments mandated by the Securities and Commodities Authority (SCA) and the Abu Dhabi Securities Exchange (ADX), as the official regulatory bodies overseeing the Company from both legal and compliance perspectives. The most significant updates included the following:

Issuing a formal Code of Conduct and Ethics for the Company and circulating it to all employees.

Requiring all employees to sign confidentiality undertakings regarding Company information.

Circulating the Governance Manual, including its rules, principles, and work conduct standards, to all employees.

Assigning the Investor Relations Unit to present the Governance Framework and Manual to the Chairman, Board Members, and all leadership positions.

Distributing the Governance Manual and its standards of conduct to all employees across department heads and supervisory roles.

The Company's Board of Directors

The Board of Directors reaffirms its firm commitment to exercising the highest standards of care and diligence to ensure the Company's sustainable and balanced growth, while strengthening its competitiveness in both the short and long term. The Board systematically oversees the implementation of the objectives and strategic pillars set out in the Company's strategic plan, conducting periodic reviews and updates as needed to remain aligned with evolving economic, legislative, and regulatory developments, and in full compliance with all applicable laws, regulations, and directives issued by the relevant authorities in the State.

The Board also places great emphasis on attracting and developing distinguished professional talent, recognizing human capital as the cornerstone of long-term success and sustainability. It is committed to fostering a supportive and motivating work environment that encourages innovation and upholds the principles of governance, transparency, and accountability. The Board firmly believes that investing in human capital is a fundamental driver in achieving strategic objectives and maximizing value for shareholders and stakeholders alike.

The Board further renews its commitment to fulfilling its responsibilities in a manner that safeguards shareholders' interests and protects their rights, while actively contributing to the nation's economic and social development, in line with its role as a responsible partner in building a sustainable national economy.



A Firm Commitment to Governance
and Maximizing Shareholder Value

This chapter includes the following main items:



- ↖ Statement of the ownership and transactions of Board members, their spouses, and children in the Company's securities during 2025.
- ↖ Composition of the Company's Board of Directors.
- ↖ Female representation on the Company's Board of Directors for the financial year 2025.
- ↖ Total remuneration of Board members.
- ↖ Details of allowances, salaries, or any additional compensation received by a Board member, excluding committee attendance fees, along with the reasons thereof.
- ↖ Number of Board of Directors meetings held during the financial year 2025.
- ↖ Duties and responsibilities of the Board of Directors and those performed by Executive Management under delegation from the Board.
- ↖ Statement of related-party transactions conducted during the financial year 2025.
- ↖ The Company's organizational structure for the financial year 2025.
- ↖ Detailed disclosure of the senior executive management (first and second tiers) as reflected in the Company's organizational structure (as per Item 3), including their positions, dates of appointment, and the total salaries and remuneration paid to them.

Statement of the Ownership and Transactions of the Members of the Board of Directors, and Their Spouses and Children, in the Company's Securities for the Fiscal Year 2025.

The transactions of the Members of the Board of Directors, and their spouses and children, in the Company's securities during the year 2025 were as set out in the table below:

The transactions of the Members of the Board of Directors, and their spouses and children, in the Company's securities during 2025 were limited to the following transactions:

No	Name	Position	Shares owned as of 31/12/2025	Total sale	Total purchase
1	Mr. Rasheed Ali Rasheed Al Omaira	Chairman of the Board of Directors	1000	0	0
2	Eng. Saeed Saif Darwish Al Ketbi	Vice Chairman of the Board of Directors	846,965	0	0
3	H.E. Ali Rasheed Nasser Al Omaira	Managing Director	62,813,806	0	0
4	Mr. Suhail Saeed Abdullah Al Falasi	Member of the Board of Directors	1000	0	0
5	Mr. Humaid Jumaa Humaid Al Rumaithi	Member of the Board of Directors	0	0	0
6	Ms. Shamsa Sulaiman Alfahim	Member of the Board of Directors	5652	0	0
7	Mrs. Dina Ali Saif Khalfan BelJaflah	Member of the Board of Directors	1000	0	0
8	Mr. Omran Sultan Matar Al Halami	Former Chairman of the Board of Directors	1000	0	0
9	Mr. Humaid Musabah Khalfan Al Kaabi	Former Member of the Board of Directors	0	0	0
10	Mrs. Arwa Ahmed Abdullah Al Kendi	Former Member of the Board of Directors	0	0	0

Company Board of Directors

No	Name	Category: Executive, Non-Executive, and Independent	Experience	Qualifications	Tenure on the Company's Board of Directors	Their Memberships and Positions in Other Joint-Stock Companies
1	Mr. Rasheed Ali Rasheed Al Omaira	Non-Executive Non-Independent	Chairman of the Board of Directors of Bildco Member of the Board of Directors of Al Waha Capital Member of the Board of Directors of Emirates Insurance		2015 - Present	Member of the Board of Directors Al Wathba National Insurance Co Waha Capital Co
2	Eng. Saeed Saif Darwish Al Ketbi	Non-Executive Independent	Vice Chairman of the Board of Directors of Bildco Director of the Emergency Department at Abu Dhabi Distribution	Bachelor of Engineering	2017 - Present	
3	H.E. Ali Rasheed Nasser Al Omaira	Executive Non-Independent	Term as Vice Chairman of the Board of Directors: 2013–2018 Term as Managing Director of the Board of Directors: 1999 – Present Term as Board Member: 1993–1999		1993 - Present	
4	Mr. Suhail Saeed Abdullah Al Falasi	Non-Executive Independent	Member of the Board of Directors of Bildco Director of Talent Management at Abu Dhabi Quality and Conformity Council	Bachelor of Business Administration	2017 - Present	
5	Mr. Humaid Jumaa Humaid Al Rumaithi	Non-Executive Independent	Member of the Board of Directors of Bildco Head of Health and Safety Department, Government Enablement Division		6/9/2025 - Present	
6	Ms. Shamsa Sulaiman Alfahim	Executive / Independent	Acting CEO – Bildco	Master's in International Relations and Sustainability	6/9/2025 - Present	
7	Mrs. Dina Ali Saif Khalfan BelJafrah	Non-Executive / Independent	Member of the Board of Directors of Bildco	MS in Environmental studies	6/9/2025 - Present	
8	Mr. Omran Sultan Matar Al Halami	Non-Executive / Independent	Chairman of the Board of Directors of Al-Halami Group Chairman of the Board of Advisors of the College of Aviation Technology	Former fighter pilot	2024 to 9/2025	
9	Mr. Humaid Musabah Khalfan Al Kaabi	Non-Executive / Independent	Director of Special Support Development at the Presidential Court	Ph.D. in Philosophy	2024 to 9/2025	
10	Mrs. Arwa Ahmed Abdullah Al Kendi	Non-Executive / Independent	Member of the Board of Directors of Abu Dhabi Ship Building Company	Master's in Communication Sciences, University of Sharjah	2024 to 9/2025	

Formation of the Company's Board of Directors



Mr. Rasheed Ali Rasheed Al Omaira

Mr. Rasheed Ali Rasheed Al Omaira serves as the Chairman of Abu Dhabi National Company for Building Materials (BILDCO) along with being a Board Member in Al Waha Capital and Al Wathba National Insurance Company (AWNIC). He is regarded as one of the UAE's prominent executive leaders in the investment and asset management sector, bringing extensive strategic experience in structuring diversified investment portfolios and enhancing corporate governance frameworks.

Through his leadership roles, he has contributed to strengthening sound management practices, optimizing capital efficiency, and building sustainable business models capable of adapting to economic changes—thereby reinforcing institutional confidence and delivering long-term value to shareholders and stakeholders.



Eng. Saeed Saif Darwish Al Ketbi

VP of Substation Maintenance Abu Dhabi - Taqa Distribution

Since 2017, Eng. Saeed has been honored to serve as a Board Member and Vice Chairman of BILDCO, continuing the legacy established by his late father, one of the Company's founding members of BILDCO, and carrying forward the responsibility of preserving and strengthening that legacy.

Throughout his tenure, he has served on various Board committees, gaining integrated strategic and executive expertise that has contributed to reinforcing the Company's institutional framework. This has supported the steady progress achieved under the Board's guidance, enabling him to play a pivotal role in shaping strategic direction and actively contributing to charting the path of sustainable growth and strengthening the Company's leadership position.

Formation of the Company's Board of Directors

Mr. Suhail Saeed Abdullah Al Falasi



Mr. Suhail Saeed Abdullah Al Falasi serves as Director of Talent Management at Abu Dhabi Quality and Conformity Council. He brings advanced strategic expertise in designing and implementing human capital development frameworks and building institutional performance systems founded on efficiency, sustainability, and alignment with national and international standards.

Through his membership on the Board of Abu Dhabi National Company for Building Materials – BILDCO, he plays a pivotal role in aligning human capital strategy with the Company's operational and financial objectives, strengthening a culture of institutional excellence, and reinforcing governance and transparency principles. His contributions support sustainable growth, enhance the Company's readiness for expansion in an evolving business environment, and provide analytical insight into talent management and leadership development—thereby promoting institutional stability and ensuring long-term value for shareholders and stakeholders.

Mr. Humaid Sabah Khalfan Al Kaabi



Mr. Humaid Sabah Khalfan Al Kaabi serves as Director of Special Support Development at the Presidential Court. He possesses distinguished institutional expertise in managing strategic initiatives, strengthening institutional support systems, and enhancing performance efficiency within advanced governance frameworks aligned with national best practices.

As a member of the Board of Abu Dhabi National Company for Building Materials – BILDCO, he plays an active role in supporting the Company's strategic direction, fostering integration between governance and operational execution, and reinforcing standards of administrative discipline and transparency. He is known for his analytical approach and effective risk management practices, contributing to business stability, sustainable growth, and the creation of long-term value for shareholders and stakeholders.

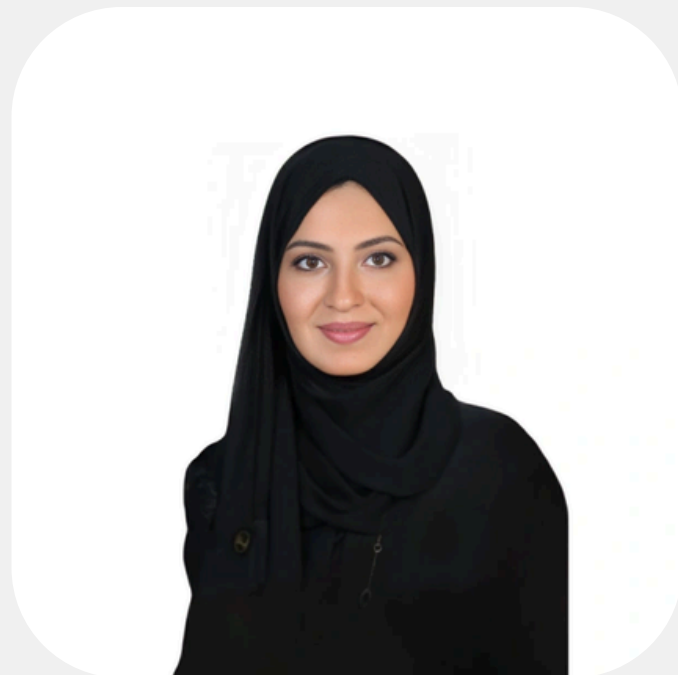
Formation of the Company's Board of Directors



Ms. Shamsa Sulaiman Al Fahim

Ms. Shamsa Al Fahim is recognized as one of the youngest executive leaders with the most significant impact in the construction and building materials sector in the United Arab Emirates. As the Acting CEO and a Board Member of BILDCO, she plays a central role in shaping the Company's new phase through a comprehensive program focused on restructuring, strengthening operational efficiency, and embedding a culture of sustainable growth.

With a forward-looking vision centered on institutional innovation, governance standards, and sustainability principles, Ms. Shamsa is leading the Company through a strategic transformation phase aimed at modernizing operational systems, enhancing performance and productivity, and strengthening institutional integration, alongside building strategic partnerships at the national level. She represents a new generation of national leaders who combine ambition with clarity of vision and the ability to deliver tangible impact in the journey of development and progress.



Mrs. Dina Ali Saif Khalfan Beljaflah

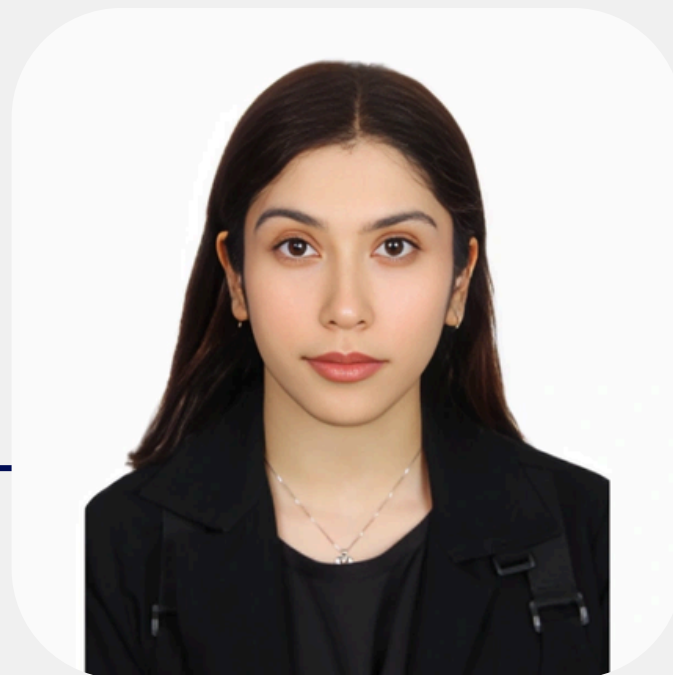
Mrs. Dina Beljaflah is a distinguished leader and an active member of the Board of Directors, bringing over 22 years of leadership experience across diverse sectors. She has held key roles at DP World and served as General Manager at Nakheel, overseeing major projects. She also held the position of Chief Operations Officer at the International Humanitarian City.

She has represented the UAE diplomatically at the International Civil Aviation Organization (ICAO) and served as Vice President of the General Civil Aviation Authority, in addition to her role as a Board Member and Partner at Accenture Investments, where she contributed to leading strategic initiatives and major institutional transformations.

Alongside her executive career, she continues to actively support the private sector through her membership on several boards and committees, including serving for over 18 years on the Emirates Businesswomen Council, as well as Women in Aviation and the UAE Aviation and Space Federation. She also plays a prominent role in managing and developing family businesses in the real estate and investment sectors.

Representing the Female Element in the Company's Board of Directors for the fiscal year 2025

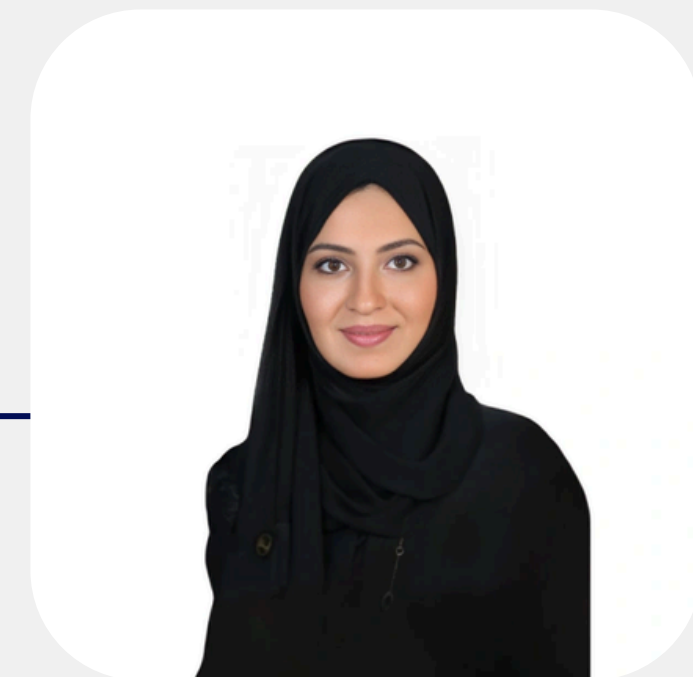
"The Company's General Assembly convened on September 16, 2025, to elect female representatives to the Board of Directors.



Board Member

Ms. Shamsa Sulaiman Al Fahim

Membership Term: 2025–2028



Board Member

Mrs. Dina Ali Saif Khalfan BelJaflah

Membership Term: 2025–2028

Board Members' Fees and Remuneration

The Company's Articles of Association, in accordance with the provisions of Federal Decree-Law No. (32) of 2021 concerning Commercial Companies, stipulate that Board members' remuneration shall be a percentage of the Company's net profits. This percentage is determined annually by the General Assembly upon the recommendation of the Board of Directors.

A Board member may receive a fixed monthly fee or salary if he or she undertakes executive duties within the Company or performs additional services beyond ordinary Board responsibilities. In all cases, the total remuneration and benefits of Board members may not exceed 10% of the Company's net profits, after deducting depreciation and reserves, as required by law.

1. Total remuneration paid to Board members in 2025.
- An amount of AED 1,204,673 was paid to the Board of Directors for the year 2024.
2. Details of attendance allowances for committee meetings emanating from the Board, received by Board members for 2025.
- No attendance allowances for Board or committee meetings were received for the year 2025.
3. Details of any allowances, salaries, or additional fees received by a Board member during 2025, other than committee attendance allowances.
- No allowances, salaries, or additional fees were paid during 2025

Transparent Practices in
Determining Remuneration



Statement of the Details of Attendance Allowances for Meetings of the Committees Formed by the Board of Directors Received by Board Members for the Fiscal Year 2025.

Details of the allowances, salaries, or additional fees and the reasons thereof received by a Member of the Board of Directors, other than committee attendance allowances.

The table below sets out the attendance allowances for meetings of the committees formed by the Board of Directors for the fiscal year 2025, and each member’s share of such allowances, for approval by the General Assembly.

No	Name	Attendance Allowances for Committees Subordinate to the Board of Directors		
		Committee Name	Allowance value (AED)	Number of Meetings
1	Eng. Saeed Saif Darwish Al Ketbi	Audit Committee	20,000	4
		Nomination and Remuneration Committee	35,000	7
		Risk Committee	10,000	2
2	Mr. Suhail Saeed Abdullah Al Falasi	Audit Committee	35,000	7
		Nomination and Remuneration Committee	35,000	7
3	Mr. Humaid Jumaa Humaid Al Rumaithi	Audit Committee	15,000	3
		Nomination and Remuneration Committee	15,000	3
4	Mrs. Dina Ali Saif Khalfan BelJaflah	Audit Committee	15,000	3
		Risk Committee	10,000	2
6	Ms. Shamsa Sulaiman Alfahim	Risk Committee	10,000	2
7	Mr. Humaid Musabah Khalfan Al Kaabi	Nomination and Remuneration Committee	20,000	4
		Audit Committee	20,000	4
8	Mrs. Arwa Ahmed Abdullah Al Kendi	Nomination and Remuneration Committee	20,000	4
		Audit Committee	20,000	4
	Total		280,000	

Board of Directors meetings held during the fiscal year 2025

In accordance with and pursuant to the provisions of Article (29) of the Company’s Articles of Association, which stipulates that the Board of Directors shall convene its meetings at least four (4) times per year, provided that at least one meeting is held every three months.

9



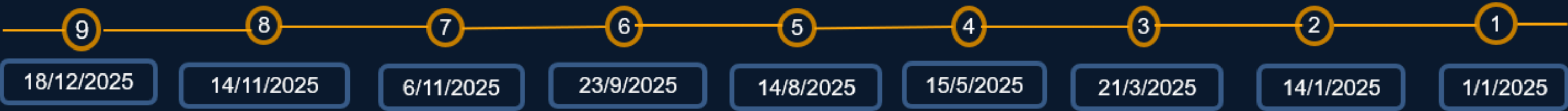
Meetings Held in 2025

100%



Personal Attendance (%)

No	Meeting Date	Number of Attendees	Number of Proxy Attendees	Names of Absent Members
1	1/1/2025	7	None	None
2	14/01/2025	7	None	None
3	21/03/2025	7	None	None
4	15/05/2025	7	None	None
5	14/08/2025	7	None	None
6	23/09/2025	7	None	None
7	6/11/2025	7	None	None
8	14/11/2025	7	None	None
9	18/12/2025	7	None	None



Board Resolutions Issued During the Financial Year 2025

Number of Board resolutions issued during the financial year 2025, including their dates:

- Two.



The tasks and responsibilities of the Board of Directors that were carried out by one of the Board members or the executive management based on a delegation from the Board.



A statement of the tasks and responsibilities of the Board of Directors carried out by the Executive Management during the year **2025** based on a delegation from the Board to the Management, specifying the duration and validity of the delegation.

The board of directors commenced its work but did not authorize the executive management to complete specific tasks.



Details of Transactions with Related Parties (Stakeholders)

Statement of transactions conducted with related parties (stakeholders), clarifying the nature of the relationship, type of transaction, and transaction value during 2025.

.No	Statement of Related Party	Clarification of the Nature of the Relationship	Transaction type	Transaction Value
1	AL OMIRA PRINTING	Managing Director	Suppliers	8003.14
2	LEGACY LIFESTYLE PROJECT DEVELOPMENT CONSULTANT L.L.C	Member of the Board of Directors & Acting CEO	Consultations	220,000

Clarification Regarding Transactions with LEGACY LifeStyle Project Development Consultant L.L.C

With reference to the transactions mentioned above with LEGACY LifeStyle Project Development Consultant L.L.C the Company confirms that the aforementioned entity is a family-owned company affiliated with one of the Board members. The contractual relationship with the Company was established prior to the member’s appointment to the Board.

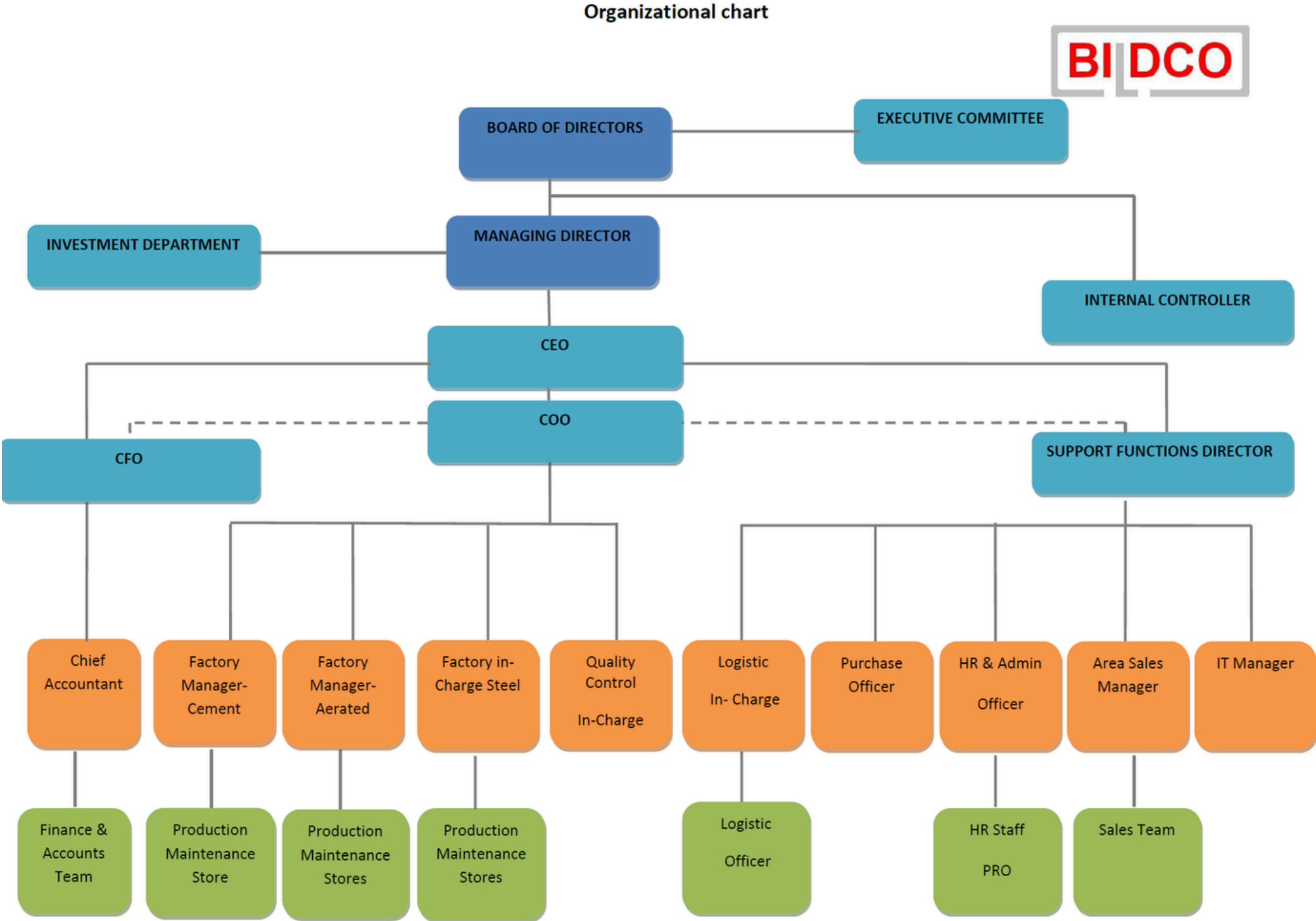
The nature of the relationship was explicitly disclosed during the first Board meeting following the member’s appointment, and the disclosure was duly recorded in the meeting minutes in accordance with the applicable regulatory procedures.

The Company further affirms that the transactions executed during 2025 were conducted within the ordinary course of business, under fair and commercially reasonable terms consistent with prevailing market conditions, without granting any preferential advantages or benefits to the Board member concerned. In full transparency, the relevant member disclosed the relationship in writing immediately upon joining the Board, and abstained from participating in any discussions or decisions related to these transactions. All internal approvals were obtained in accordance with the Company’s adopted policies.

This disclosure is in compliance with the provisions of Board Resolution No. (3) of 2020 concerning the adoption of the Corporate Governance Guide for Public Joint Stock Companies, including the regulations governing related-party transactions, thereby reinforcing transparency and safeguarding shareholders’ rights.

The Company’s Organizational Structure for the Financial Year 2025

It is worth noting that the Company has undertaken comprehensive updates, enhancements, and restructuring across several departments. Accordingly, the Company’s organizational structure has been developed to reflect and align with these changes, encompassing at a minimum the first and second tiers of management. This revised structure includes the Chief Executive Officer (CEO), the Chief Operating Officer (COO), the Chief Financial Officer (CFO), and other key executive leaders.



The Company’s Executive Management

The Executive Management is responsible for carrying out all duties, tasks, and responsibilities delegated to it by the Board of Directors, in addition to overseeing the Company’s day-to-day operations.

The table below provides a detailed overview of the senior executive officers within the first and second management tiers, as reflected in the Company’s organizational structure, including their respective positions, dates of appointment, and the total salaries and remuneration paid to them.

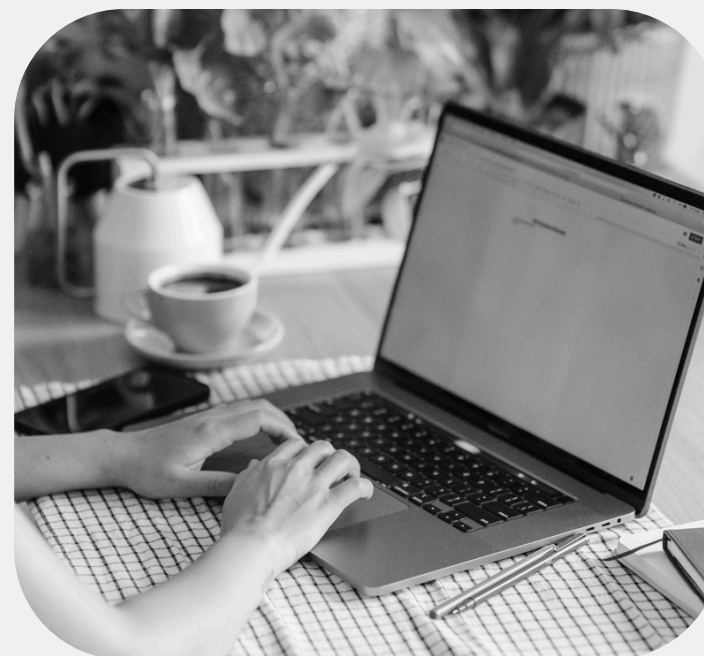
NO	Position	Date of Appointment	Total Salaries and Allowances Paid for the Year 2025 (AED)	Total Bonuses Paid for the Year 2025 (AED)	Other monetary/in-kind rewards for the year 2024 or due in the future
1	Managing Director	1999	600,000	None	None
2	Chief Executive Officer	2021-9/2025	450,000	None	None
3	Acting CEO	Sep-25	99,031	None	None
4	Chief Operating Officer	2025	341,333	None	None
5	Chief Accountant / Financial Manager	2018	192,000	None	None
6	Aerated Concrete Products Plant Manager	2016	-	None	None
7	Shearing and Bending Plant Manager	2016	-	None	None
8	Cement Products Plant Manager	2016	85,161	None	None
9	Sales Manager	1998	300,000	None	None
10	IT Manager	2018	240,000	None	None
11	HR Manager	2025	32,193	None	None

External Auditor

In accordance with the Federal Law, the Company's Articles of Association, the Corporate Governance Guide, and the relevant legal governance provisions set out in Federal Decree-Law No. (32) of 2021 concerning Commercial Companies, the Company has adopted a policy for the appointment of the External Auditor. This policy defines the scope of work and responsibilities of the External Auditor, ensuring full independence in the performance of the assigned duties.

The policy also sets out the criteria required for the selection of the External Auditor, whereby the Board of Directors nominates one or more auditing firms to the General Assembly for appointment, based on the recommendations of the Audit Committee. The Audit Committee oversees the tender process conducted for the appointment of an external auditor and holds meetings with the shortlisted audit firms to assess their expertise and capabilities in performing the required services, in addition to ensuring their registration with the Securities and Commodities Authority and the Abu Dhabi Securities Exchange as approved external auditors.

Following the review of the Audit Committee's recommendations by the Board of Directors, a proposal was submitted to appoint Talal Abu Ghazaleh International & Co. as the Company's External Auditor for the financial year 2025. The proposal was subsequently approved by the General Assembly based on the Audit Committee's recommendation.



Overview of Talal Abu-Ghazaleh International & Co., External Auditor

Talal Abu-Ghazaleh International & Co. is recognized as one of the leading international firms in the fields of audit, tax, and advisory services.

The firm was established in the Hashemite Kingdom of Jordan in 1972 and has since experienced accelerated growth to become a globally integrated partnership comprising more than 40,000 professionals worldwide , 24,400 within the core integrated partnership and 16,000 across its global network , with an active presence in over 90 countries and territories.



Statement of audit fees and costs paid to the External Auditor. This must include details of the nature and type of services provided, along with a comparison of the audit fees and other service fees paid to the Company’s External Auditor during 2025, in addition to the number of years the External Auditor has served the Company, as set out in the table below:

Audit Office Name	Talal Abu-Ghazaleh & Co.International
Number of Years the External Auditor Has Served the Company	Five Years
Number of Years the Audit Partner Has Served in Auditing the Company's Accounts	Two Years
Total Audit and Review Fees for Financial Statements (Interim and Annual) for the Year 2025 (AED)	One Hundred Ninety-Three Thousand Two Hundred AED
Fees and Costs for Other Specialized Services Excluding Audit for the Financial Statements for the Year 2025 (AED)	None
Details and Nature of Other Services Provided	None
Statement of Other Services Provided by an External Auditor Other Than the Company's Auditor During 2025 (if applicable), and If No Other External Auditor Was Involved, This Should Be Clearly Stated	None

Statement of remarks made by the External Auditor in the quarterly and annual financial statements for 2025:

1. Non-receipt of bank confirmations from First Abu Dhabi Bank and Emirates Dubai National Bank.

Board Committees

Pursuant to Article (24) of the Company's Articles of Association, the Board of Directors established and approved the formation of the following committees:

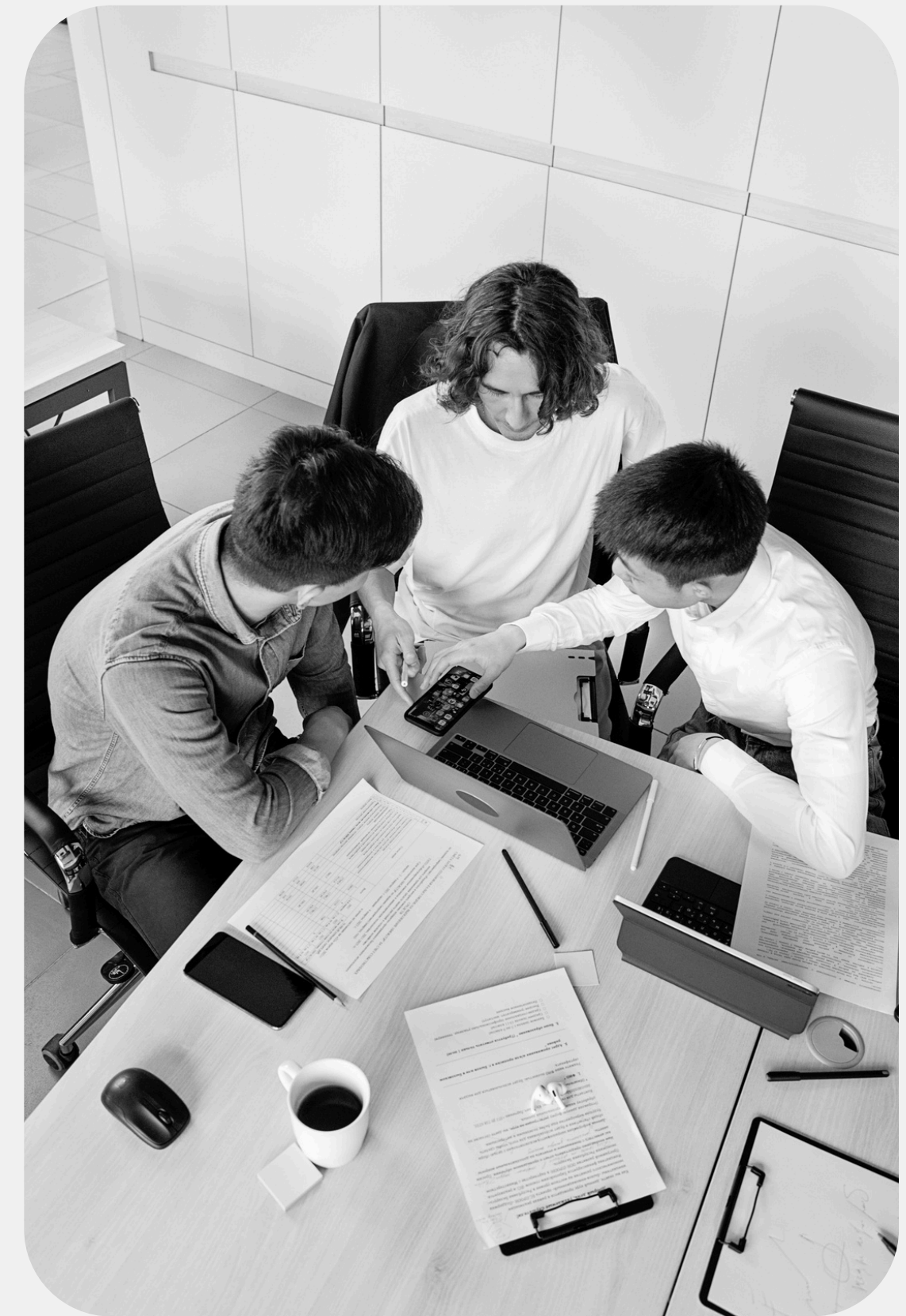
- Audit Committee
- Nomination and Remuneration Committee
- Committee for Monitoring and Overseeing Related-Party Transactions
- Audit Committee

The Board of Directors has delegated certain powers and responsibilities to these committees, commensurate with the nature of their functions. The committees exercise their duties without prejudice to the Board's overarching authority, and they address specific matters of importance to the Company. They assist the Board in fulfilling its responsibilities and mandates by providing recommendations and relevant insights. Each committee comprises three Board members, and the Chairman of the Board may not serve as Chair of any of these committees, in accordance with the internal regulations approved by the Board of Directors. The following outlines the Board committees and their mandates:

Audit Committee

Acknowledgment by the Chairman of the Audit Committee of his responsibility for overseeing the Company's internal control framework and for reviewing and ensuring the effectiveness of its implementation.

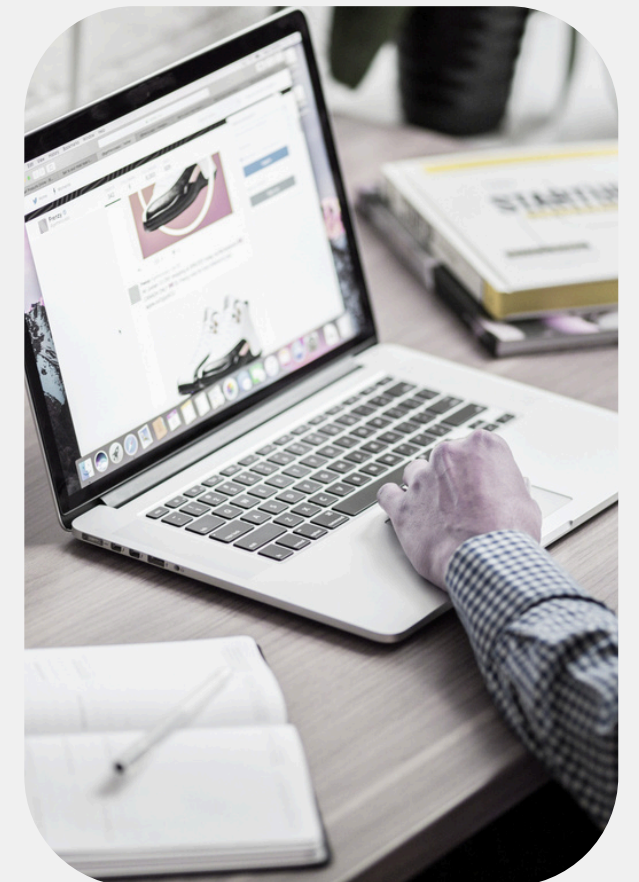
Acknowledgment by Mr. Suhail Saeed Abdullah Al Falasi, Chairman of the Audit Committee, of his responsibility for the Committee's framework and for reviewing and ensuring the effectiveness of its performance.



Key Duties and Responsibilities of the Audit Committee

The Audit Committee carries out its responsibilities in full compliance with the Company's Articles of Association and the resolutions of the Chairman of the Securities and Commodities Authority. The Committee's annual report confirms that it has undertaken the following key duties:

- Establishing and implementing the policy for engaging the External Auditor, and submitting recommendations to the Board of Directors on matters it deems appropriate for decision, along with providing recommendations regarding fees and engagement terms.
- Reviewing the integrity and accuracy of the Company's financial statements and its annual, semi-annual, and quarterly reports, as well as examining a portion of the approved annual audit plan during the year.
- Coordinating with the Board of Directors, Executive Management, and the Chief Financial Officer regarding financial policies and the roles and responsibilities of all members of the Company's finance team.
- Ensuring the Company's compliance with all legal and regulatory requirements and overseeing the monitoring of the Company's accounts and adherence to corporate governance and institutional compliance standards.
- Reviewing financial control systems, internal control frameworks, and risk management processes within the Company.
- Ensuring proper coordination between the Internal Auditor and the External Auditor.
- Conducting ongoing reviews of financial and accounting policies and procedures, and working toward continuous improvement.
- Monitoring the Company's adherence to the Code of Professional Conduct.



Key Authorities and Powers of the Audit Committee

The following outlines the principal authorities and powers granted to the Audit Committee by the Board of Directors

- The authority to review any matter falling within the scope of its oversight responsibilities. The Committee has unrestricted access to the External Auditor and may obtain professional advice on any matter relating to the Company's accounts.
- The authority to request any information it deems necessary from any employee or Board member. All Board members, management, and employees are directed to cooperate fully with any requests submitted by the Committee.

The Audit Committee comprises the following members:

- Mr. Suhail Saeed Abdullah Al Falasi
- Mr. Humaid Jumaa Humaid Al Rumaithi
- Mrs. Dina Ali Saif Khalfan Bel Jaflah



Meetings of the Audit Committee Affiliated with the Board of Directors

Number of meetings held by the Audit Committee during the year, including their dates, to discuss matters related to financial statements and any other issues, along with a record of each member’s attendance at the meetings.

Audit Committee Meetings

Meeting Number	Date	Eng. Saeed Saif Darwish Al Ketbi	Mr. Suhail Saeed Abdullah Al Falasi	Mr. Humaid Jumaa Humaid Al Rumaithi	Mrs. Dina Ali Saif Khalfan Bel Jaflah	Mr. Humaid Musabah Khalfan Al Kaabi	Mrs. Arwa Ahmed Abdullah Al Kendi	Total Attendance
1	20/03/2025	1	1			1	1	4
2	13/05/2025	1	1			1	1	4
3	12/8/2025	1	1			1	1	4
4	11/9/2025	1	1			1	1	4
5	15/10/2025		1	1	1			3
6	12/11/2025		1	1	1			3
7	16/12/2025		1	1	1			3
Total		4	7	3	3	4	4	

Nomination and Remuneration Committee

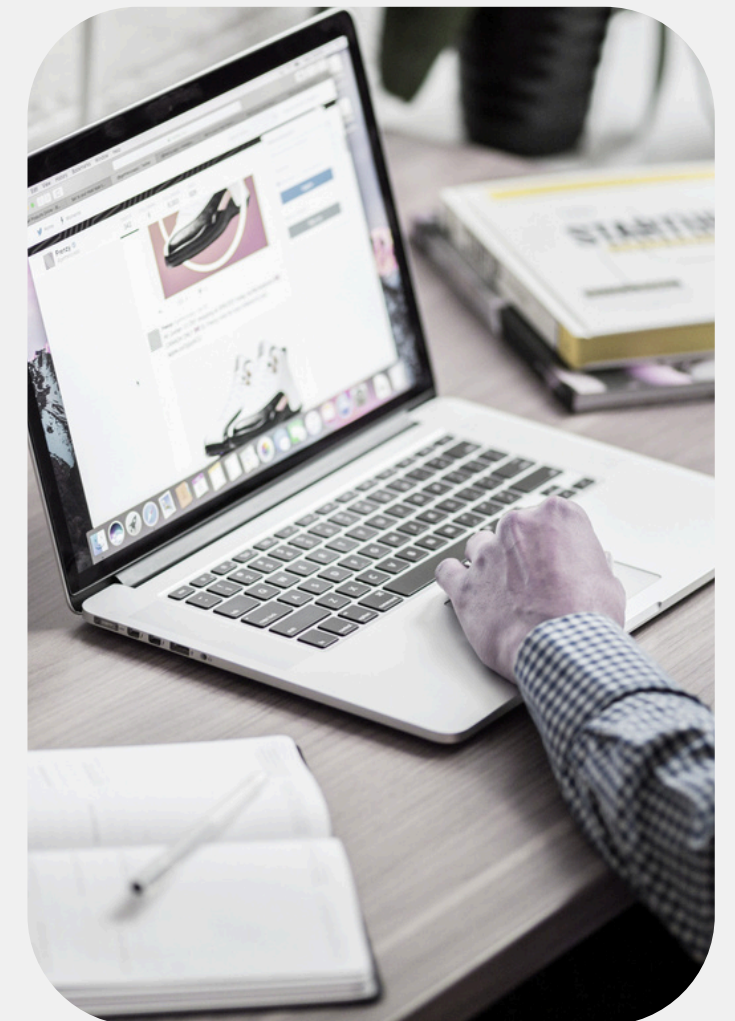
Acknowledgment by the Chairman of the Nomination and Remuneration Committee of his responsibility for the Committee's charter within the Company, and for reviewing its work framework and ensuring its effectiveness.

Mr. Eng. Saeed Saif Darwish Al Ketbi, Chairman of the Nomination and Remuneration Committee, affirms his responsibility for the Committee's charter and for reviewing its work framework and ensuring its effectiveness.

Key Duties and Responsibilities of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee was established to carry out the duties and responsibilities set out in the Company's Articles of Association and in the resolutions of the Chairman of the Securities and Commodities Authority. The Committee's activities include determining the individual and aggregate remuneration of Board members within the framework approved by the shareholders, as well as establishing the remuneration policy for Executive Management linked to the Company's performance. This includes defining salary structures, bonuses, and incentive programs.

The Committee is also responsible for preparing and reviewing human resources policies in compliance with applicable laws and regulations, and for overseeing the nomination procedures for Board membership. The Company ensures that Board members undergo appropriate orientation programs as part of their commitment to sound governance practices.



The Principal Responsibilities of the Nomination and Remuneration Committee Include the Following:

- Reviewing and ensuring the independence of Board members in the performance of their duties and responsibilities.
- Preparing and reviewing the policy governing the granting of remuneration and compensation to the Board of Directors and Executive Management.
- Identifying the Company's needs for competencies at the Executive Management level.
- Organizing and reviewing the procedures related to nomination for Board membership.
- Preparing and reviewing the Human Resources policy.

If the Committee determines that a member has lost the conditions of independence, the matter must be submitted to the Board of Directors for review. The Board shall notify the Authority of such loss of independence within five business days from the date it becomes aware of it, and shall take appropriate action, including filling the vacant position if necessary.

If the loss of independence results in a deficiency in the minimum required number of independent Board members, the Company must appoint a replacement in accordance with the provisions of Federal Decree-Law No. (32) of 2021 concerning Commercial Companies.

If the loss of independence arises from a decision of the Board of Directors or from practices that affect the member's independence, the Company must provide the Authority with the necessary documentation substantiating the reasons for such decision or practices. The member in question shall not be nominated for Board membership following the adoption of the Board's resolution.



Powers of the Nomination and Remuneration Committee

The Committee is vested with the authority, as delegated by the Board of Directors, to review any matter that falls within its scope of oversight. It has unrestricted access and may obtain professional advice on any matter relating to the Company.

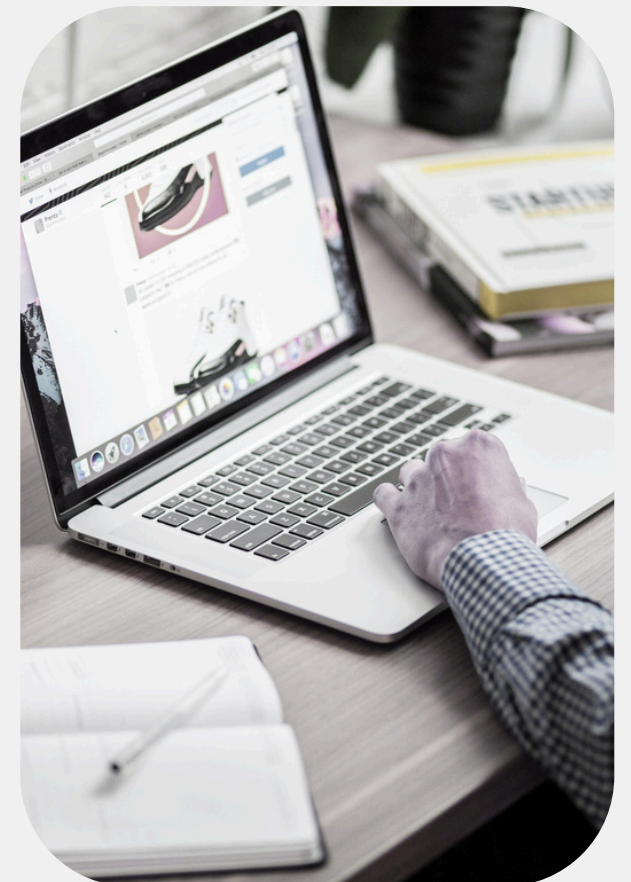
The Committee is also entitled to request any information it deems necessary from any employee or Board member. All Board members, management, and employees are directed to cooperate fully with any request submitted by the Committee.

Names of the Members of the Nomination and Remuneration Committee, Their Mandates, and Assigned Responsibilities

Eng. Saeed Saif Darwish Al Ketbi

Mr. Humaid Jumaa Humaid Al Rumaithi

Mr. Suhail Saeed Abdullah Al Falasi



Meetings of the Nomination and Remuneration Committee Affiliated with the Board of Directors

Statement of the number of meetings held by the Committee during the financial year 2025, including their dates, along with the number of meetings personally attended by each Committee member.

Nomination and Remuneration Committee Meetings

Meeting Number	Date	Eng. Saeed Saif Darwish Al Ketbi	Mr. Humaid Jumaa Humaid Al Rumaithi	Mr. Suhail Saeed Abdullah Al Falasi	Mr. Humaid Musabah Khalfan Al Kaabi	Mrs. Arwa Ahmed Abdullah Al Kendi	Total Attendance
1	18/04/2025	1		1	1	1	4
2		1		1	1	1	4
3		1		1	1	1	4
4		1		1	1	1	4
5	15/10/2025	1	1	1			3
6	20/11/2025	1	1	1			3
7	12/12/2025	1	1	1			3
Total		7	3	7	4	4	

Committee for Monitoring and Overseeing Related-Party Transactions

- Acknowledgment by the Committee Chair or the authorized person of responsibility for the Committee’s charter within the Company, including reviewing its work framework and ensuring its effectiveness.
- Mr. Mohammed Hassan Hamatou affirms his responsibility for the framework governing the monitoring and oversight of related-party transactions within the Company, as well as for reviewing its mechanisms and ensuring its effectiveness.

Names of the Members of the Committee for Monitoring and Overseeing Related-Party Transactions, and a Statement of Their Mandates and Assigned Responsibilities

- Mr. Mohammed Hassan Hamouta
- Mrs. Ichraf Toumi

Summary of the Committee’s Activities During 2025

- Preparing the insider trading register.
- Monitoring trading activities of insiders in the Company’s shares.



Risk Committee

Acknowledgment by the Chairman of the Audit Committee of his responsibility for the Committee’s charter within the Company, including reviewing its work framework and ensuring its effectiveness.

Ms. Dina Ali Saif Khalfan Beljaflah affirms, in his capacity as Chairman of the Audit Committee, his responsibility for the Committee’s charter within the Company and for reviewing its work framework and ensuring its effectiveness.

Duties of the Risk Committee:

- Establishing comprehensive strategies and policies for risk management that align with the nature of the Company’s activities, including identifying, assessing, monitoring, and updating risks based on internal and external variables affecting the Company.
- Determining the Company’s acceptable level of risk exposure and ensuring that it does not exceed this threshold.
- Overseeing the Company’s risk management framework and assessing the effectiveness of mechanisms for identifying and monitoring risks that may threaten the Company, to ensure their adequacy and effectiveness.
- Enhancing practices for managing and mitigating identified risks, including providing guidance to management, as necessary, to support effective risk management activities.
- Ensuring that Executive Management and the Internal Audit function provide effective assurances that risk management systems are operating properly, with appropriate controls and compliance with approved policies.
- Preparing detailed reports on the Company’s risk exposure levels and recommended risk management actions, and submitting them to the Board of Directors.
- Providing recommendations to the Board of Directors on matters related to risk management.
- Ensuring the availability of adequate resources and systems for effective risk management.
- Submitting regular reports to the Board on the Company’s overall risk exposure and immediately informing the Board of any material changes in risk levels.
- Verifying the independence of risk management personnel from activities that may expose the Company to risks.
- Reviewing any matters referred by the Audit Committee that may impact the Company’s risk management.
- Reviewing the appointment, performance evaluation, and replacement of the Chief Risk Officer, and monitoring the effectiveness of the Risk Management Unit overall.

The Risk Committee is composed of the following members:

-  Mrs. Dina Ali Saif Khalfan BelJaflah
-  Ms. Shamsa Sulaiman Alfahim
-  Eng. Saeed Saif Darwish Al Ketbi

Meetings of the Risk Committee Affiliated with the Board of Directors

Statement of the number of meetings held by the Committee during the financial year 2025, including their dates, along with the number of meetings personally attended by all Committee members.

Risk Committee Meetings

Meeting Number	Date	Mrs. Dina Ali Saif Khalfan Bel Jaflah	Ms. Shamsa Sulaiman Alfahim	Eng. Saeed Saif Darwish Al Ketbi	Total Attendance
1	1/10/2025	1	1	1	3
2	12/12/2025	1	1	1	3
Total		2	2	2	

Internal Control System

The Board of Directors of Abu Dhabi National Company for Building Materials – BILDCO bears responsibility for overseeing and reviewing the effectiveness of the internal control system. This includes safeguarding assets, maintaining accurate financial records, and detecting errors and irregularities. The Board reviews the Audit Committee's reports on the outcomes of internal control activities and the periodic reports related to such oversight functions.

Internal control activities are carried out within a clearly defined organizational framework, supported by documented policies and procedures, well-defined authorities and delegations, and established performance monitoring mechanisms. These controls are designed to ensure the effectiveness and integrity of the Company's operations and compliance with applicable governance laws and regulations.

Role of the Board of Directors in Internal Control

- The Board affirms its full responsibility for the internal control system and for reviewing and ensuring its effectiveness.
- The Board holds senior management accountable for establishing and implementing an effective internal control framework that provides reasonable assurance regarding operational efficiency and effectiveness, and the reliability of financial reporting, in compliance with the provisions of Federal Decree-Law No. (32) of 2021 concerning Commercial Companies and Chairman of the Authority Board Resolution No. (3/R.M) of 2020 regarding the adoption of the Corporate Governance Guide for Public Joint Stock Companies.



The Board of Directors Delegated the Audit Committee to Undertake the Following:

- To ensure the effectiveness of the Internal Control System, the Board has delegated the following oversight tasks to the Audit Committee:
- Annual System Review: Conducting at least one annual review of risk management and internal control frameworks to ensure all risks affecting business objectives are mitigated, including financial reporting and operational processes.
- Management Assessment Oversight: Reviewing evaluations conducted by Executive Management to identify and address significant organizational risks. *
- Whistleblowing Policy: Periodically reviewing the effectiveness of the Company's whistleblowing procedures.

Whistleblowing Policy and Compliance Confirmation

- * Board Responsibility: The Board of Directors is responsible for establishing the Company's whistleblowing policy in accordance with Federal Commercial Companies Law and SCA Resolution No. (3/R.M) of 2020.
- * Audit Committee Mandate: The Board has formally delegated the periodic review of the effectiveness of this policy and its implementation procedures to the Audit Committee.
- * System Effectiveness: The Company confirms that its internal control system has been appropriately designed and is effectively implemented to achieve its operational and regulatory objectives.

Procedures and Implementation of the Internal Control System

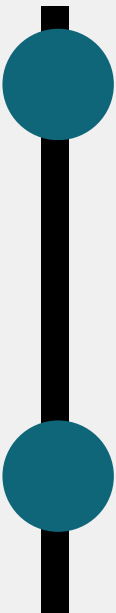
The internal control system at BILDCO consists of a set of procedures implemented by the Board of Directors, Executive Management, and all Company employees. Its objective is to provide reasonable assurance—not absolute certainty—that the following goals are achieved:

- Effective risk management through identifying risks and establishing the necessary controls to achieve the Company’s objectives.
- Enhancing the efficiency of operations and ensuring the achievement of key objectives, including adherence to performance standards and the protection of resources.
- Ensuring the reliability of financial reporting by providing accurate financial statements and other trusted financial information to the Board of Directors, management, and shareholders.
- Compliance with applicable laws and regulations governing the Company, thereby avoiding reputational damage or financial penalties.

Ultimately, the purpose of the internal control system is to ensure the establishment, documentation, and maintenance of appropriate control procedures and adherence to them across all Company departments and functions. The Company is committed to integrating its internal control system with best practices in corporate governance and risk management.

Mechanism for Operating the Internal Control System

- The Internal Control Department is responsible for ensuring that the procedures established to monitor operations within the Company are properly designed and effectively implemented in accordance with the annual plan approved by the Audit Committee and authorized by the Board of Directors.
- The Internal Control Department is also responsible for preparing periodic reports on the effectiveness of internal control systems and submitting them to the Board of Directors through the Audit Committee. These reports include observations and recommendations for improving such systems. During the financial year **2025**, the Internal Control Department prepared and submitted four quarterly reports. The Department is accountable for establishing and maintaining the internal control systems, and these responsibilities rest with the relevant management levels.



The Internal Control Department appoints a Compliance Officer with clearly defined and independent responsibilities to oversee adherence to applicable laws, regulations, and directives issued by regulatory authorities. The Compliance Monitoring Unit supervises compliance with the Company's operational activities, ensuring alignment with relevant laws, regulations, and external requirements in accordance with the annual compliance plan. It also updates and enhances compliance procedures as needed to ensure continuity and alignment with the highest adopted standards.

The Internal Control Department provides appropriate assurance to the Audit Committee—authorized by the Board of Directors—regarding the effectiveness of operations in achieving the Company's objectives.

Within this framework, the Risk Management function conducts ongoing identification and assessment of relevant risks facing the Company and discusses them with the Chief Executive Officer and the Executive Management team to determine the most effective mitigation strategies. This ensures that risk management is closely aligned with the Company's strategic and commercial objectives.

The Company has also implemented various procedures and practices aimed at enhancing operational processes and increasing efficiency in risk management activities. The Chief Executive Officer regularly reviews the effectiveness of risk management practices, and related reports are presented to the Audit Committee on a quarterly basis.

Head of Internal Control and Compliance Officer of the Company and His Qualifications

Internal Control Department

Name	Job Title	Qualifications and Experience	From / To
Mahmoud Ahmed Abd Elnabi	Compliance Officer	Master of International Law and Management – Adam Mickiewicz University – Poland	8/12/2025
Mrs. Samah Mamoun Al-Khatib	Former Compliance Officer	Bachelor of Business Administration	20/09/2025 - 30/11/2025
Mrs. Neriman Awad El-Sayed	Former Compliance Officer	Bachelor of Arts	29/11/2024 - 15/07/2025

How the Internal Control Department Handles Any Significant Issues within the Company

How the Internal Control Department addresses any significant issues within the Company, including those disclosed in the annual reports and financial statements:

- Monitoring the implementation of resolutions issued by the Company's General Assembly and ensuring the integrity of related execution procedures.
- Verifying the proper classification of the Company's portfolio in accordance with applicable accounting standards.

Details of Violations Committed During the Financial Year, Their Causes, How They Were Addressed, and Measures Taken to Prevent Recurrence

The Company confirms its full compliance with all applicable laws, regulations, and directives in the United Arab Emirates. No violations were recorded during the financial year **2025**. The Company, through its Board of Directors and Executive Management, adheres to a strict institutional compliance framework that does not permit any regulatory breaches.

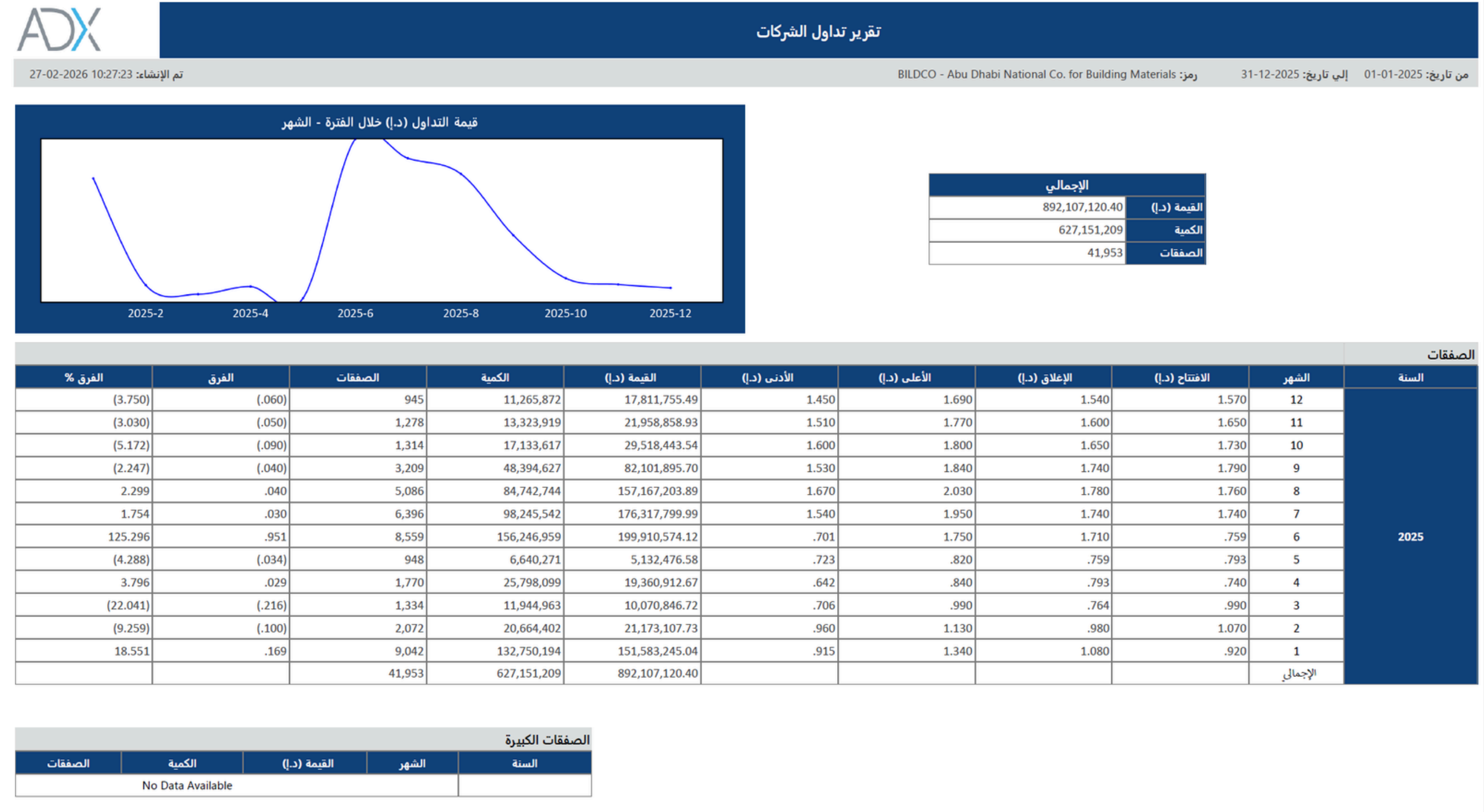
Cash and In-Kind Contributions

Statement of the cash and in-kind contributions made by the Company during **2025** in support of community development and environmental preservation:

- No cash or in-kind contributions were made during **2025**.

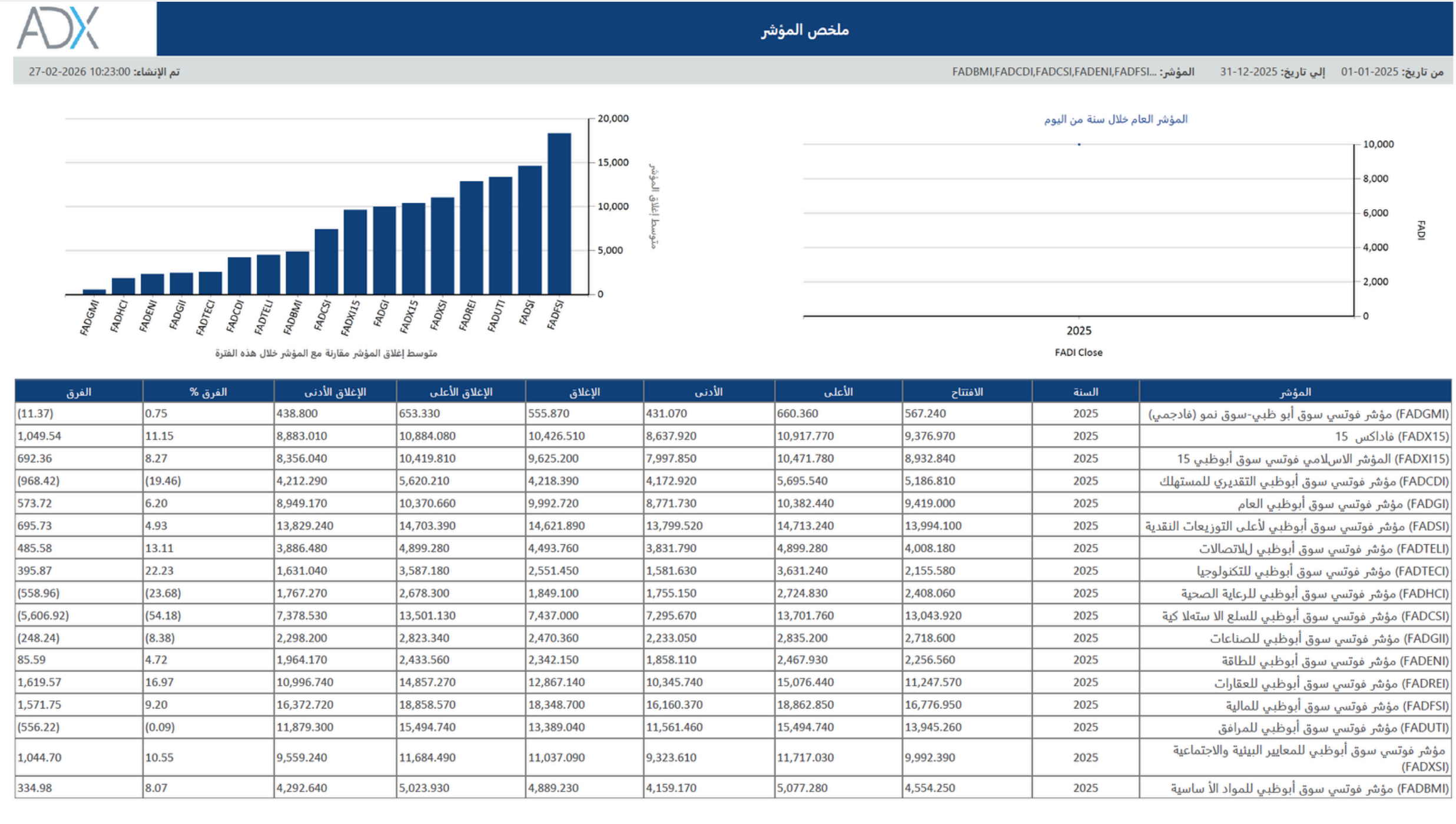
General Information

Statement of the Company’s Share Price in the Market: Closing Price, Highest Price, and Lowest Price at the End of Each Month During the Financial Year 2025



Continued – General Information

Statement of the Comparative Performance of the Company’s Share Against the Market Index and the Sector Index to Which the Company Belongs During 2025



Statement of Shareholding Distribution as of 31/12/2025, categorized by Individuals, Corporations, and Governments, and classified as follows: Local, GCC, Arab, and Foreign.

No	classification of shareholder	Percentage of Shares Owned			
		Individuals	companies	Government	Total
1	Local	273,146,562	17,541,484	---	290,688,046
2	Arab	1,435,542	7,830,838	---	9,266,380
3	Foreign	45,574	---	---	45,574
Total		274,627,678	25,372,322	---	300,000,000

Statement of Shareholders Holding 5% or More of the Company's Share Capital as of 31/12/2025

No	Name	Number of Shares Owned	Percentage of Shares Owned of the Company's Capital
1	Mr. Khaled Ali Rasheed Al Omaira	30,615,808	10,20%
2	H.E. Ali Rasheed Nasser Al Omaira	62,813,806	20,93%

Statement of the Distribution of Shareholders by Ownership Size as of 31/12/2025

No	Share Ownership (Share)	Number of Shareholders	Number of Shares Owned	Percentage of Shares Owned of Capital
1	Less than 50,000	1289	9,924,446	3.31%
2	From 50,000 to less than 500,000	266	42,079,484	14.03%
3	From 500,000 to less than 5,000,000	59	82,412,953	27.47%
4	More than 5,000,000	15	165,583,117	55.19%

Statement of the Actions Taken Regarding Investor Relations Controls

The statement of the procedures that have been taken regarding investor relations controls, with a statement of the following:

- Determine the name of the investor relations officer and his contact details
- Updating the investor website.

1	Name of Investor Relations Officer	Mr. Mohamed Hussien Hamtou
2	Tel	26455500
3	Mobile	971564339261
4	E-Mail	m.hamtou@bildco.ae
5	Website Link for the Investor Relations Page	www.bildco.ae

Statement of Special Resolutions Presented at the General Assembly Held on 25/04/2025 and the Actions Taken Thereon

- Consideration of the Company’s continuity in carrying out its activities and addressing its accumulated losses in accordance with the requirements of Article (309) of Federal Decree-Law No. (32) of 2021 concerning Commercial Companies.
- Approval of contracts for new factory equipment for BILDCO Industrial Products and approval of all capital expenditures related to the establishment of the factory.
- Approval of the Company’s purchase of up to 5% of its share capital as treasury shares.

Board Secretary

MR. MUCHI LYU

Date of Appointment: **18 December 2025**

Qualifications: Bachelor’s Degree in Economics – Michigan State University

Statement of Duties Performed During the Year

- Recording and preparing the minutes of Board meetings, including discussions, information presented, meeting venue, dates, times of commencement and conclusion, resolutions adopted, voting results, attendance lists, and any reservations expressed (if any). The minutes are signed by all members present.
- Maintaining the records of reports submitted to the Board of Directors and the resolutions issued by the Board.
- Informing Board members of meeting dates and ensuring the distribution of agendas, supporting documents, and relevant information.
- Ensuring compliance by Board members with the procedures adopted by the Board.
- Notifying Board members of meeting dates well in advance of the scheduled meeting date.
- Ensuring that Board members receive complete and prompt copies of meeting minutes, as well as Company-related documents and information.
- Communicating Board resolutions and committee recommendations to Executive Management and following up on implementation and reporting.
- Supporting the Board evaluation process.
- Coordinating between Board members, Executive Management, and Board committees.
- Maintaining the disclosure register of the Board and Executive Management in accordance with applicable regulations, and providing necessary support to Board members.
- Verifying that any Board member has abstained from voting on matters in which he or she has a direct or indirect interest, and ensuring that such abstention is recorded in the minutes.

Statement of the Significant Events that Occurred During 2025

The financial year **2025** witnessed a historic transformation in the institutional path of BILDCO, as a comprehensive strategic partnership agreement was signed with Abu Dhabi Integrated Holding Company for Future Investment. This partnership aims to address accumulated financial challenges and reshape the Company's operational identity to become a leading platform in industrial and innovative investment development, in alignment with the national economic directions of the United Arab Emirates.

The cornerstone of this event was the implementation of an ambitious capital restructuring plan, under which substantial investments were injected, resulting in a fundamental change in the Company's overall financial structure.

The strategic partner's contribution included an in-kind share valued at AED **1.2** billion, comprising a diversified portfolio of industrial and logistics lands, in addition to operating factories and warehouses, thereby strengthening the Company's ability to generate immediate and sustainable cash flows.

Pursuant to this agreement, the Company transitioned from its traditional business model based on trading building materials to an integrated industrial developer model. This new direction focuses on six strategic pillars, including the development of green building materials, expansion of 3D concrete printing technologies, and management of industrial and logistics zones. In addition, an advanced B2B digital platform supported by artificial intelligence was launched to enhance procurement efficiency and logistics services, contributing to income diversification and maximizing value for shareholders.

To ensure the effective implementation of the transformation plan, a new Board of Directors was formed, comprising an elite group of strategic competencies, alongside the adoption of advanced institutional governance and risk management frameworks. Through these fundamental changes, the Company targets revenue growth exceeding **30%** by **2026** and aims to achieve an estimated net profit of AED **200** million by **2028**, while fully committing to environmental, social, and governance (ESG) standards.

Statement of the Significant Events that Occurred During 2025

2. The development of the production plan for BILDCO's rebar services factory was approved in agreement with C.A.E. Serts Company, which includes increasing the production capacity to **700** tons per day, with actual production expected to commence in March **2026**.

This development aims to:

- Improve production efficiency and raise the factory's operational capacity to meet growing demand.
- Strengthen the Company's competitiveness in the steel rebar sector by ensuring the provision of high-quality products in accordance with approved technical and industrial standards.

Statement of Transactions Carried Out by the Company During 2025 Equal to or Exceeding 5% of the Company's Capital

Sale of production lines and equipment of the steel and rebar factory at a value of AED **22,020,000**.

Statement of Emiratisation Percentage in the Company as at the End of 2025

The Company’s Emiratisation percentage during 2025 was as follows:

Year	Total Employees	Number of UAE Nationals	Emiratisation Percentage
2025	53	3	5.7%

Statement of Innovative Projects and Initiatives Undertaken or Under Development During 2025

- None.

Sustainable Development and Social Responsibility

Through its Board of Directors, committees, and executive management, the Company continues to exert diligent efforts aimed at firmly committing to the sustainability of its operations and enhancing its contribution to supporting and strengthening economic and social development in the United Arab Emirates, by adopting smarter and more effective approaches.

Among the key priorities of the Company's Board of Directors, its various committees, and executive management staff is to deliver meaningful contributions to the surrounding community.

The Company acknowledges and appreciates the great care extended by the country's wise leadership and all governmental and community entities with which the Company has collaborated, and it strives to support community development, particularly in the following sectors:

- Education sector.
- Healthcare sector.
- Environment and waste management sector.

It is worth noting that the executive management will present an integrated plan for community development in the coming years and allocate the necessary financial resources within the Company's indicative budget. Continuous efforts were also made to communicate with UAE nationals who have obtained housing loans approved by the Abu Dhabi Housing Authority, by offering building materials products at cost price as a contribution from the Company to ease the financial burden on UAE citizens.

Company Customers

The Company’s management at all levels, starting from the Board of Directors and its committees through to the executive management, places utmost importance on delivering the highest levels of service to customers and enhancing their satisfaction, which remains at the core of our priorities.

To achieve this, we have introduced a range of products and services that have strengthened our competitive advantage and reinforced our position as the preferred choice for most of our customers, whether individuals or corporate entities.

Chairman of the Board’s Signature	Chair of the Audit Committee’s Signature	Chair of the Nomination and Remuneration Committee’s Signature	Chair of the Audit Committee’s Signature	Director of the Internal Control Department Signature
02/03/2026	02/03/2026	02/03/2026	02/03/2026	02/03/2026