ALAMAR FOODS COMPANY
(A Joint Stock Company)

CONSOLIDATED FINANCIAL STATEMENTS
AND
INDEPENDENT AUDITOR'S REPORT

FOR THE YEAR ENDED 31 DECEMBER 2025

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Head office: Moon Tower – 8 Floor
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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Alamar Foods Company
(A Joint Stock Company)
Riyadh, Kingdom of Saudi Arabia

Opinion

We have audited the consolidated financial statements of Alamar Foods Company (A Joint Stock Company) ("the Company") and its subsidiaries (together "the Group"), which comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statement of profit or loss and other 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 31 December 2025, 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), 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.

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

Key Audit Matters (continued)

<table>
<tr><td colspan="2">Revenue recognition</td></tr>
<tr><td>Key Audit Matter</td><td>How our audit addressed the key audit matter</td></tr>
<tr><td>During the year ended 31 December 2025, the Group recognized net revenue of ⃁ 945.9 million and the Group's revenue comprises of sale of fast food, which is recognized at a point in time, in line with the accounting policies.

We considered revenue recognition to be a Key Audit Matter because of the risk that the Group management focuses on revenue as one of the Key Performance measures and due to large number of transactions entered through various outlets located across the kingdom increases the risk of overstatement of revenue.</td><td>Our audit procedures included the following, but were not limited to the following:

• Evaluated the appropriateness of the Group's accounting policy related to revenue and compared with the applicable accounting standards;

• Assessed the control over revenue recognized to determine if they had been appropriately designed and implemented;

• Performed test of control for sales by reconciling the daily sales report generated from the POS machine with the sales recorded in the general ledger to address the completeness, accuracy and occurrence assertions;

• Performed test of details for cash, credit card by tracing Point of Sale (POS) machine' daily sales report to cash deposited into bank, to credit card collection account and to receivable from aggregators to ensure the occurrence and completeness assertions.

• Obtained daily sales report, a summary of day-end sales report generated by POS machines for each day and verified it on a sample basis to the sales revenue recorded in the accounting system;

• Performed cut-off testing on a sample of sales transactions made before and after the year end to assess whether revenues were recognized in the correct accounting period;

• Tested journal entries posted to revenue ledger to identify any unusual and irregular transactions; and

• Evaluated the adequacy and appropriateness of disclosures made in the consolidated financial statements.</td></tr>
<tr><td colspan="2">Refer to note 5 of the consolidated financial statements for the accounting policy on the revenue recognition and note 23 for the related disclosure.</td></tr>
</table>

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

Key Audit Matters (continued)

Impairment of property and equipment and right of use assets	
Key Audit Matter	**How our audit addressed the key audit matter**
As at 31 December 2025, the carrying value of property and equipment amounted to ⃁ 162.05 million and the carrying value of right-of-use assets amounted to ⃁ 154.5 million. At each reporting date, the Group management assesses whether there is any indication that property and equipment and right-of-use assets may be impaired. Where indicators of impairment exist, management determines the recoverable amount of these assets or the relevant cash-generating units ("CGUs") to identify any impairment. The recoverable amounts are based on value-in-use calculations derived from discounted cash flow models, which incorporate key assumptions such as projected sales volumes, operating performance, and discount rates that are sensitive to changes in market and economic conditions. We considered this to be a key audit matter because of the significance of carrying value of property and equipment and right of-use assets as at 31 December 2025 in the context of the consolidated financial statements of the group and due to significant judgment involved in determining the assumption used to estimate the recoverable amount.	Our procedures to assess the impairment of property and equipment and right of use assets included the following: • Assessed the Group's CGU determination based on the organization's structure and business operations, and assessed whether each CGU generates cash inflows largely independent of other units. • Evaluated the assessment performed by the Group management to determine whether there is any indication of impairment. • Evaluated design and implementation of controls established by the Group management in determining the recoverable amounts. In addition to the above, we also performed the following procedures when impairment indication exists for property and equipment, or for right of use assets: • Assessed the appropriateness of management's assumptions applied to key inputs used to determine the recoverable amount of the assets based on our knowledge of the Group and the industry it operates in. This included involving our internal valuation specialists to assist us in evaluating certain assumptions used by the Group management in the preparation of its discounted cash flow forecasts, such as discount rate and growth rate, etc. • Tested the mathematical accuracy of cash flow models • Considered the appropriateness of the related disclosures in accordance with the requirements of applicable financial reporting framework included in the financial statements for the year ended 31 December 2025.
Refer to note 5 of the consolidated financial statements for the accounting policy and note 6 and note 7 for the related disclosure.	

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

Key Audit Matters (continued)

<table>
<tr><td colspan="2">Impairment of goodwill</td></tr>
<tr><td>Key Audit Matter</td><td>How our audit addressed the key audit matter</td></tr>
<tr><td>As at 31 December 2025, the Group's investment in HEA Trade Services Morocco includes goodwill of ⃁ 24.3 million. In addition, on 30 September 2025, the Group entered into an Asset Purchase Agreement to acquire 29 Domino's branches in Makkah and Taif, with operational control commencing on 1 October 2025. The Group recognised Goodwill in regards to this acquisition as well which also stands at ⃁ 33.5 million as at 31 December 2025.

The Group management performs impairment assessments related to the goodwill, at least annually.

In performing such impairment assessment, the Group management compares the carrying value of cash generating units (CGUs) (HEA Trade Services Morocco and Alamar Foods KSA branches in Medina and Taif) to which goodwill have been allocated with their respective recoverable amount being the higher of fair value less costs of disposal and Value In Use (VIU), to determine if any impairment loss should be recognized.

The recoverable amount of the identified CGUs were determined based on VIU, computed based on discounted cash flow method, by using cash flow projections based on financial budgets approved by the management.

The Group's VIU calculations for the CGUs include significant judgement and assumptions relating to cash flow projections, the discount rate and the long term growth rate and VIU is highly sensitive to the changes in these assumptions.

We considered impairment testing of goodwill as a key audit matter as the assessment includes certain significant assumptions and involve an element of uncertainty.</td><td>Our audit procedures included, but were not limited to the following:

• Evaluating the assumptions used on the preparation of the cash flow projections for the purpose of impairment assessment of Goodwill, including projected future growth rates for sales and expenses with reference to our understanding of the business, historical trends and available industry and country related information and market data;

• Involved our valuation specialist to assist us in evaluating the appropriateness of the methodology, certain key assumptions and discount rate used by the Group management and to reperform VIU calculation and perform our own sensitivity analysis which included assessing the impact of changes in the key assumptions used in the DCF method;

• Compared the cash flow forecasts prepared at the end of last year for the purpose of impairment assessment with the actual performance of the business for the current year and make enquiries of the Group management as to the reasons for any significant variations identified to assess whether the judgement made by the Group management in the cash flow forecast in the prior year indicated any management bias;

• In case of the acquisition of Makkah and Taif branches, we have reviewed the sale purchase agreement to determine the transaction date and purchase consideration to ensure that the goodwill has been appropriately determined; and

• Considered the adequacy of the related disclosures made by the Group management in the Group's consolidated financial statements.</td></tr>
<tr><td colspan="2">Refer to note 5 of the consolidated financial statements for the accounting policy and note 9 for the related disclosure.</td></tr>
</table>

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

Other matter

The consolidated financial statements of the Group for the year ended 31 December 2024, were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements, dated 27 March 2025 (corresponding to 27 Ramadan 1446H).

Other Information

Management is responsible for the other information. The other information comprises the information included in the Group's 2025 annual report but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance 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 has no realistic alternative but to do so.

Those charged with governance, i.e., the Board of Directors are responsible for overseeing the Group's financial reporting process.

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

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 ISAs 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 ISAs 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 and 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.

- 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 consolidated 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.

الدكتور محمد العمري وشركاه
Dr. Mohamed Al-Amri & Co.

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Independent Auditor's Report on the Audit of the Consolidated Financial Statements of Alamar Foods Company for the Year Ended 31 December 2025 (Continued)

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

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 and where applicable, actions 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 BDO Dr. Mohamed Al-Amri & Co.

Maher Al-Khatieb
Certified Public Accountant
Registration No. 514

01 April 2026 (G)
13 Shawwal 1447 (H)

ALAMAR FOODS COMPANY
(A Joint Stock Company)
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2025
All amounts are in ⃁ unless otherwise stated

	Note	2025	2024
ASSETS			
Non-current assets			
Property and equipment	*6*	**162,054,940**	155,119,150
Capital advances	*6.1*	**6,588,548**	3,098,578
Right-of-use assets	*7*	**154,465,487**	170,614,224
Intangible assets	*8*	**9,106,150**	12,053,510
Equity-accounted investees	*10*	**13,527**	13,527
Trade and other receivables	*12*	**6,886,184**	20,566,126
Goodwill	*9*	**57,860,231**	22,214,434
Deferred tax assets	*21*	**565,041**	624,432
Total non-current assets		**397,540,108**	384,303,981
Current assets			
Inventories	*11*	**76,989,409**	74,717,586
Note receivable		**4,101,849**	4,101,849
Trade and other receivables	*12*	**149,370,040**	94,856,259
Cash and cash equivalents	*13*	**38,932,536**	96,296,195
Total current assets		**269,393,834**	269,971,889
TOTAL ASSETS		**666,933,942**	654,275,870
EQUITY AND LIABILITIES			
EQUITY			
Share capital	*14*	**255,000,000**	255,000,000
Treasury shares	*15*	**(1,985,000)**	(1,985,000)
Other reserve	*16*	**16,769,479**	16,769,479
Retained earnings		**66,728,265**	69,709,464
Foreign currency translation reserve		**(38,801,963)**	(39,652,284)
Equity attributable to owners of the Company		**297,710,781**	299,841,659
Non-controlling interest	*31*	**(5,274,982)**	(2,750,203)
TOTAL EQUITY		**292,435,799**	297,091,456
LIABILITIES			
Non-current liabilities			
Lease liabilities	*18*	**104,488,539**	117,962,565
Employee benefits	*19*	**33,501,053**	33,946,976
Trade and other payables	*20*	**4,430,199**	1,847,310
Loans and borrowings		**1,537,685**	204,764
Deferred tax liabilities	*21*	**1,179,511**	1,107,678
Total non-current liabilities		**145,136,987**	155,069,293
Current liabilities			
Lease liabilities	*18*	**59,397,246**	59,303,493
Trade and other payables	*20*	**162,479,104**	133,611,392
Current portion of loan and borrowings		**1,626,780**	2,987,776
Provision for zakat and income tax	*21*	**5,858,026**	6,212,460
Total current liabilities		**229,361,156**	202,115,121
TOTAL LIABILITIES		**374,498,143**	357,184,414
TOTAL EQUITY AND LIABILITIES		**666,933,942**	654,275,870

The accompanying notes from 1 to 37 form an integral part of these consolidated financial statements.

These consolidated financial statements were approved on 7 Shawwal 1447H (corresponding to 26 March 2026) and signed on behalf of the board of directors by:

Filippo Sgattoni Eugeniu Comarnitchi

Ibrahim A. Al Jammaz	**Filippo Sgattoni**	**Eugeniu Comarnitchi**
Chairman of the Board	Chief Executive Officer	Acting Chief Financial Officer

ALAMAR FOODS COMPANY
(A Joint Stock Company)
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025
All amounts are in ⃁ unless otherwise stated

	Note	**2025**	2024
Revenue	*23*	**945,891,591**	891,565,266
Cost of revenue	*24*	**(668,345,330)**	(633,604,629)
Gross profit		**277,546,261**	257,960,637
Selling and distribution expenses	*25*	**(129,759,877)**	(134,043,523)
Administrative expenses	*26*	**(101,581,416)**	(90,593,553)
Other income	*27*	**18,959,117**	16,372,357
Employees share plan compensation reversal / (expense)		**476,900**	(710,250)
Impairment reversal / (loss) on property and equipment	*6*	**850,031**	(800,000)
Impairment (loss) / reversal on trade and other receivables	*12*	**(984,283)**	3,446,000
Operating profit		**65,506,733**	51,631,668
Finance income		**3,463,779**	6,961,428
Finance costs and bank charges	*28*	**(15,667,912)**	(14,601,353)
Share of losses of equity-accounted investees		**(414,821)**	(3,890,189)
Profit before zakat and income tax		**52,887,779**	40,101,554
Zakat and income tax	*21*	**(7,342,282)**	(5,081,579)
Profit for the year		**45,545,497**	35,019,975
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Remeasurement gain of employee defined benefit liabilities	*19*	**3,831,460**	-
Items that will be reclassified to profit or loss:			
Foreign currency translation differences		**352,878**	(14,474,767)
Other comprehensive income / (loss) for the year		**4,184,338**	(14,474,767)
Total comprehensive income for the year		**49,729,835**	20,545,208
Profit / (loss) attributable to:			
Owners of the Company		**47,572,833**	38,335,348
Non-controlling interest	*31*	**(2,027,336)**	(3,315,373)
		45,545,497	35,019,975
		-	-
Total comprehensive income / (loss) attributable to:			
Owners of the Company		**52,254,614**	24,033,993
Non-controlling interest		**(2,524,779)**	(3,488,785)
		49,729,835	20,545,208
		-	-
Earnings per share:			
Basic earnings per share	*29*	**1.88**	1.52
Diluted earnings per share	*29*	**1.88**	1.51

The accompanying notes from 1 to 37 form an integral part of these consolidated financial statements.

ALAMAR FOODS COMPANY
(A Joint Stock Company)
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025
All amounts are in ⃁ unless otherwise stated

	Share capital	Treasury shares	Statutory reserve	Employees stock plan reserve	Other reserve	Retained earnings	Foreign currency translation reserve	Total	Non-controlling interest	Total equity
Balance at 1 January 2024	255,000,000	(2,325,000)	25,766,788	3,588,417	7,462,500	58,946,526	(25,350,929)	323,088,302	(2,711,020)	320,377,282
Profit / (loss) for the year	-	-	-	-	-	38,335,348	-	38,335,348	(3,315,373)	35,019,975
Other comprehensive loss for the year	-	-	-	-	-	-	(14,301,355)	(14,301,355)	(173,412)	(14,474,767)
Total comprehensive income / (loss) for the year	-	-	-	-	-	38,335,348	(14,301,355)	24,033,993	(3,488,785)	20,545,208
Additional Capital Contribution by NCI (note 31)	-	-	-	-	-	-	-	-	2,448,170	2,448,170
Equity settled share based payment	-	340,000	-	(3,588,417)	5,198,500	-	-	1,950,083	-	1,950,083
Dividends	-	-	-	-	-	(48,229,287)	-	(48,229,287)	-	(48,229,287)
Acquisition of NCI (note 31)	-	-	-	-	-	(1,001,432)	-	(1,001,432)	1,001,432	-
Transfer to other reserve (note 16, 33)	-	-	(4,108,479)	-	4,108,479	-	-	-	-	-
Transfer to retained earnings (note 16)	-	-	(21,658,309)	-	-	21,658,309	-	-	-	-
Balance at 31 December 2024	255,000,000	(1,985,000)	-	-	16,769,479	69,709,464	(39,652,284)	299,841,659	(2,750,203)	297,091,456
Balance at 1 January 2025	**255,000,000**	**(1,985,000)**	**-**	**-**	**16,769,479**	**69,709,464**	**(39,652,284)**	**299,841,659**	**(2,750,203)**	**297,091,456**
Profit / (loss) for the year	**-**	**-**	**-**	**-**	**-**	**47,572,833**	**-**	**47,572,833**	**(2,027,336)**	**45,545,497**
Other comprehensive income / (loss) for the year	**-**	**-**	**-**	**-**	**-**	**3,831,460**	**850,321**	**4,681,781**	**(497,443)**	**4,184,338**
Total comprehensive income/(loss) for the year	**-**	**-**	**-**	**-**	**-**	**51,404,293**	**850,321**	**52,254,614**	**(2,524,779)**	**49,729,835**
Dividends (note 36)	**-**	**-**	**-**	**-**	**-**	**(54,385,492)**	**-**	**(54,385,492)**	**-**	**(54,385,492)**
Balance at 31 December 2025	**255,000,000**	**(1,985,000)**	**-**	**-**	**16,769,479**	**66,728,265**	**(38,801,963)**	**297,710,781**	**(5,274,982)**	**292,435,799**

The accompanying notes from 1 to 37 form an integral part of these consolidated financial statements.

ALAMAR FOODS COMPANY
(A Joint Stock Company)
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025
All amounts are in ⃁ unless otherwise stated

	Note	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year before zakat and tax		**52,887,779**	40,101,554
Adjustments for non-cash items:			
Depreciation of property and equipment	*6*	**34,753,368**	35,437,886
Depreciation of right of use assets	*7*	**76,501,782**	69,955,630
Amortization of intangible assets	*8*	**4,322,071**	4,319,110
Impairment expense / (reversal) of receivables	*12*	**984,283**	(3,446,000)
Impairment (reversal) / expense of property and equipment	*6*	**(850,031)**	800,000
Share of loss in equity-accounted investees		**414,821**	3,890,189
Employees share plan compensation (reversal) expense	*17*	**(476,900)**	710,250
Employee benefits	*19*	**7,562,707**	8,662,679
Interest expense of lease liabilities	*18*	**11,002,119**	9,815,621
Finance income on deposits		**(3,463,779)**	(6,961,428)
Loss / (gain) on lease contract modification		**3,466,246**	(5,828,347)
Impairment charge / (reversal) on inventories		**29,260**	(99,949)
Gain on disposal of property and equipment		**(99,166)**	(317,107)
		187,034,560	157,040,088
Changes in working capital:			
Inventories		**(2,090,617)**	5,737,130
Trade and other receivables		**(41,007,791)**	(35,827,228)
Trade and other payables		**(2,507,832)**	(17,108,229)
Cash generated from operations		**141,428,320**	109,841,761
Zakat and income tax paid	*21*	**(7,583,961)**	(8,130,069)
Employee benefits paid	*19*	**(3,827,440)**	(5,026,897)
Net cash generated from operating activities		**130,016,919**	96,684,795
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property and equipment		**(33,862,630)**	(18,441,836)
Acquisition of business combination	*9*	**(6,682,496)**	-
Purchase of intangible assets	*8*	**(1,367,432)**	(5,128,414)
Investment in equity accounted investee		-	(1,151,951)
Net change in advances		**(3,489,970)**	1,360,769
Proceeds from sale of property and equipment		**822,684**	227,389
Net cash used in investing activities		**(44,579,844)**	(23,134,043)
CASH FLOWS FROM FINANCING ACTIVITIES			
Net change in loans and borrowings		**(28,075)**	(1,616,745)
Additional contribution by non-controlling shareholder (note 31)		-	2,448,170
Principal lease liabilities paid	*18*	**(78,144,865)**	(72,509,361)
Interest paid on lease liabilities	*18*	**(11,002,119)**	(9,815,621)
Finance income		**3,463,779**	7,096,085
Dividends paid	*36*	**(54,385,492)**	(48,229,287)
Net cash used in financing activities		**(140,096,772)**	(122,626,759)
Net changes in cash and cash equivalents		**(54,659,697)**	(49,076,007)
Cash and cash equivalents at the beginning of the year		**96,296,195**	150,123,573
Net exchange differences		**(2,703,962)**	(4,751,371)
Cash and cash equivalents at the end of the year	*13*	**38,932,536**	96,296,195
Non-cash transactions:			
Addition of right-of-use assets and lease liabilities	*7*	**67,070,941**	69,091,852
Deferred consideration on acquisition of a business	*9*	**21,088,526**	-

The accompanying notes from 1 to 37 form an integral part of these consolidated financial statements.

1. LEGAL STATUS AND NATURE OF OPERATIONS

Alamar Foods Company (the “Company” or the “Parent Company”) is a Joint Stock Company formed under the Regulations for Companies in Kingdom of Saudi Arabia under Commercial Registration (CR) Number 1010168969 dated 20 Jumada Al-Thani 1422 H (corresponding to 09 September 2001). The Company has obtained the Ministry of Commerce approval based on Board of Ministries Resolution No. 97 dated 16 Rabi Al Awal 1433H (corresponding to 08 February 2012).

The main activities of the Company and its subsidiaries (collectively referred to as “the Group”) consist of:

i) Administration and operation of 523 restaurants (31 December 2024: 472) under a Domino’s franchise agreement catering service for cooked and non-cooked food and fast-food meals.

ii) Administration and operation of 72 restaurants (31 December 2024: 65 restaurants) under Dunkin Donut’s franchise agreement.

On 7 Dhu al-Qidah 1443H (corresponding to 7 June 2022), the Capital Market Authority announced the approval to offer 10.6 million shares for public subscription representing 42.2% of the Company's shares. On 9 August 2022, the Company's shares started trading on Tadawul as a Joint Stock Company.

The address of the Company's registered office is as follows:
Alamar Building
Olaya Road, Olaya District
P.O Box 4748
Riyadh 11412, Kingdom of Saudi Arabia

These consolidated financial statements include the financial position and performance of the Company and its following subsidiaries:

Name of the Company	Place of incorporation	Principal activity	Date of acquisition	Effective holding percentage % 31 December 2025	31 December 2024
Alamar Foods DMCC	Dubai, UAE	Management services	9 January, 2020	**100%**	100%
Alamar Foods Company LLC	Amman, Jordan	Establishing, operating and managing of fast food restaurants	9 January, 2020	**75%**	75%
Alamar Foods Company LLC	Cairo, Egypt	Establishing, operating and managing of fast food restaurants.	9 January, 2020	**99.99%**	99.99%
Alamar Foods LLC	Doha, Qatar	Establishing, operating and managing of fast food restaurants	9 January, 2020	**99%**	99%
Alamar Foods LLC	Dubai, UAE	Establishing, operating and managing of fast food restaurants	9 January, 2020	**99%**	99%
Alamar Foods Company W.L.L	Manama, Bahrain	Establishing, operating and managing of fast food restaurants	9 January, 2020	**99%**	99%
Alamar Foods SARL	Beirut, Lebanon	Establishing, operating and managing of fast food restaurants	9 January, 2020	**95%**	95%
HEA Trade and Services Company	Rabat, Morocco	Establishing, operating and managing of fast food restaurants	23 January, 2020	**49%**	49%

a) In the year 2023, Company has made advances for certain ventures in the food sector which are under startup phase. These balances are classified as Notes receivables based on the agreements signed with these parties in the year 2024. One of the advance amounting to ⃁ 900,000 are transferred to a related party.

On 30 September 2025, the Group entered into a binding agreement for the acquisition of all assets, lease rights, licenses and employees of 29 branches of Domino’s Pizza operating in two cities, Makkah and Taif, in the Kingdom of Saudi Arabia, which are currently operated by a sub-franchisee, for a total consideration of ⃁ 40 million, subject to customary closing adjustments. The acquisition transferred operational and financial control to the Company effective 1 October 2025. The transaction is financed through a combination of internal resources and Shariah-compliant banking facilities. The transaction supports the Group’s strategy to strengthen its leadership in its key market of Saudi Arabia and reinforces its position as the largest operator of pizza restaurants in the Kingdom of Saudi Arabia. The details of the transaction is disclosed in note 9 to these consolidated financial statements.

2. BASIS OF PREPARATION

a) *Statement of compliance*

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRS”) as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are issued by Saudi Organization for Chartered and Professional Accountants (“SOCPA”) (here and after refer to as “IFRS as endorsed in Saudi Arabia”).

b) *Basis of measurement*

The consolidated financial statements have been prepared on a historical cost basis except for the defined benefit plan which is measured at present value of future obligations using Projected Unit Credit Method and equity accounted investees which are accounted for using the equity method of accounting. Further, the consolidated financial statements are prepared on a going concern basis using the accrual basis of accounting.

c) *Functional and presentation currency*

These consolidated financial statements are presented in Saudi Riyals ("⃁"), which is the Group's functional and presentation currency. All amounts have been rounded to nearest ⃁, unless otherwise indicated.

d) *Measurement of fair values*

A number of the Group’s accounting policies and disclosures require the measurement of fair values. When measuring the fair value of an asset or liability, the Group uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.

- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices).

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in measuring fair values is included in Note 32 – Financial Instruments - fair values and risk management.

3. STANDARDS, INTERPRETATIONS AND AMENDMENTS TO EXISTING STANDARDS

There are a number of standards, amendments to standards, and interpretations which have been issued by the International Accounting Standards Board ("IASB") that are effective in future accounting periods that the Group has decided not to adopt early:

a) New standards, interpretations, and amendments not yet effective

IFRS	Summary	Effective date
IFRS 9 & IFRS 7	Amendment – Classification and measurement of Financial Instruments	1 January 2026
Annual Improvements to IFRS Accounting Standards	Amendments/Annual improvements in IFRS 1, IFRS 7, IFRS 9, IFRS 10, IAS 7	1 January 2026
IFRS 18	Presentation and Disclosures in Financial Statements	1 January 2027
IFRS 19	Disclosures – Subsidiaries without Public Accountability	1 January 2027

The Group is currently assessing the impact of these new accounting standards and amendments. The Group does not expect any standard issued by IASB, that are yet to be effective, to have a material impact on the Group.

b) New standards, interpretations, and amendments effective in the current year

The following are the new standards, interpretations and amendments to standards that are effective in the current year but they have no impact on these consolidated financial statements:

IFRS	Summary	Effective date
IAS 21	Amendment – Lack of Exchangeability	1 January 2025

Lack of exchangeability (Amendment to IAS 21 The Effects of Changes in Foreign Exchange Rates)

On 15 August 2023, the IASB issued Lack of Exchangeability which amended IAS 21 The Effects of Changes in Foreign Exchange Rates (the Amendments). The Amendments introduce requirements to assess when a currency is exchangeable into another currency and when it is not. The Amendments require an entity to estimate the spot exchange rate when it concludes that a currency is not exchangeable into another currency.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates, and assumptions that affect the application of the Group's accounting policies and the reported amounts of revenues, expenses, assets, and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Consolidation – Significant judgment on control over subsidiary

Although the Group owns less than half of HEA Trade and Services Company and has less than half of its voting power, management has determined that the Group controls this entity. This is because an agreement signed between the shareholders grants the Alamar Foods Company the right to appoint, remove and set the remuneration of management responsible for directing the relevant activities. Further the agreement also grants right to control the operating and financial policies of the subsidiary.

b) Leases

In determining the lease term, management considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option to extend the lease, or not to exercise the option to terminate the lease. Management revises the lease term if there is a change in the non-cancellable period of a lease.

c) Useful lives and residual values of property and equipment, intangibles and right of use assets

An estimate of the useful lives and residual values of property and equipment, right of use assets and intangible assets is made for the purposes of calculating depreciation and amortization respectively. These estimates are made based on expected usage for useful lives. Residual value is determined based on experience and observable data where available.

d) Impairment of property and equipment, right of use assets and intangible assets

An impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell is the arm's length sales price between knowledgeable willing parties less costs of disposal. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

e) Impairment of goodwill

The impairment test on cash generating units (CGUs) is carried out by comparing the carrying amount of CGUs and their recoverable amount. The recoverable amount of a CGU is the higher of its fair value less costs of disposal and its value in use. This complex valuation process used to determine fair value less costs of disposal and/or value in use entails the use of methods such as the discounted cash flow method which uses assumptions to estimate cash flows. The recoverable amount depends significantly on the discount rate used in the discounted cash flow model as well as the expected future cash flows. Further details of the key assumptions, sensitivity analyses, and valuation methodologies applied are disclosed in Note 9 to the consolidated financial statements.

f) Employee defined benefit liabilities

The employee-defined benefit liabilities are determined using an actuarial valuation, which requires estimates to be made of the various inputs. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates, and future pension increases. Due to the complexities involved in valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

g) Business combination

Management exercised significant judgement in accounting for the acquisition, including determining that the acquired set of activities meets the definition of a business under IFRS 3, identifying the appropriate acquisition date, assessing whether any intangible assets satisfy the recognition criteria, and estimating the fair values of property and equipment and lease liabilities. These judgements and related estimates may be updated during the measurement period as permitted by IFRS 3 .

5. MATERIAL ACCOUNTING POLICIES

The Group has consistently applied the following accounting policies to all periods presented in these consolidated financial statements. Certain comparative figures have been reclassified to conform to the current period presentation.

a) ***Basis of consolidation***

These consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company (its subsidiaries) (together reported for the consolidated financial statements purpose as "the Group").

Control exists when the Group:
a) has the power over the investee;
b) is exposed, or has rights, to variable returns from its investment with the investee; and
c) has the ability to use its power to affect its returns.

All three of these criteria must be met for an investor to have control over an investee.

Transactions eliminated on consolidation
All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. The Group has an option to apply a "concentration test" that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognized in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured, and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognized in profit or loss.

Non-controlling interest
Non-controlling interests are measured at their proportionate share of the acquirer's identifiable net assets at the acquisition date. Changes in the group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Investment in subsidiaries
Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries is included in the consolidated financial statements from the date on which control commences until the date on which control ceases. When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognized in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

a) *Basis of consolidation (continued)*

Investment in equity accounted investees

The Group's interest in equity - accounted investees comprise interests in associates.

An associate is an entity over which the Group has significant influence but not control and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates are incorporated in the consolidated financial statements using the equity method of accounting. Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost as adjusted for post-acquisition changes in the Group's share of the net assets of the associates, less any impairment in the value of individual investments. Losses of an associate in excess of the Group's interest in that associate (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate) are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

Where a group entity transacts with an associate of the Group, unrealized gains are eliminated to the extent of the Group's interest in the relevant associate or joint venture. Unrealized losses are also eliminated unless the transaction provides evidence of impairment in the asset transferred.

Loss of control

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognized in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

b) *Foreign operations*

The assets and liabilities of foreign operations, including fair value adjustments arising on acquisition, are translated into ⃁ at the exchange rates as of reporting date. The income and expenses of foreign operations are translated into ⃁ at the exchange rates at the dates of the transactions.

Foreign currency differences are recognized in OCI and accumulated in the translation reserve, except to the extent that the translation difference is allocated to NCI. The translation reserve as at 31 December 2025 comprise all foreign currency differences arising from the translation of financial statements of foreign operations.

c) *Property and equipment*

Property and equipment, except land and capital work-in-progress, are stated at cost (including capitalized borrowing cost) less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the item. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the Group and the cost can be measured reliably. Depreciation is recognized to write off the cost of assets less their residual values over their useful lives, using the straight-line method and is generally recognized in profit or loss. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes accounted for on a prospective basis. The Group applies the following annual rates of depreciation to its property and equipment:

Buildings	3%
Leasehold improvements and building improvements	5% - 10%
Furniture and fixtures	10% - 20%
Machines and equipment	10% - 20%
Computer devices and hardware	25%
Vehicles	25%

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the net sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Capital work in progress

Capital work in progress is stated at cost less accumulated impairment loss, if any and not depreciated until such time the assets are ready for intended use and transferred to the respective category under property and equipment.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

d) Intangible assets

Other intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Amortization is recognized on a straight-line basis over their estimated useful lives and is generally recognized in profit or loss. The estimated useful life, residual values and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Other intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Amortization is calculated on the straight-line basis to write-down the cost of other intangible assets over their expected useful lives. Franchise rights are amortized over the term of the agreements (5– 12 years).

The Group applies an annual rate of amortization of 25% to software.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

e) Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held, over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in consolidated statement of profit or loss and other comprehensive income.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is from the acquisition date allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash generating unit retained.

f) Impairment of non-financial assets

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets (other than inventories, contract assets and deferred tax assets) to determine whether there is any indication that those assets have suffered an impairment loss. Assets that have indefinite useful life are tested annually for impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the higher of fair value less costs of disposal and value in use. In assessing value in use, the 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 or CGU 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. An impairment loss is recognized immediately in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. A reversal of an impairment loss is recognized immediately in profit or loss.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

g) *Inventories*

Inventories are stated at the lower of cost and net realizable value. Costs of inventories are determined on a weighted average method. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

The cost of work-in-process and finished goods are determined on the weighted average basis which includes, inter alia, an allocation of labor and manufacturing overheads.

h) *Cash and cash equivalents*

For the purposes of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand, deposits held with banks and Murabaha certificates, all of which are available for use by the Group unless otherwise stated and have maturities of three months or less, which are subject to insignificant risk of changes in values.

i) *Foreign currencies*

The individual financial information of each Group entity is presented in the currency of the primary economic environment in which the entity operates (its functional currency).

In preparing the consolidated financial information of the Group, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognized in profit or loss in the period in which they arise except for exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognized initially in other comprehensive income and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

For the purpose of presenting consolidated financial information, the assets and liabilities including goodwill and fair value adjustments arising on acquisition of the Group's foreign operations are expressed in Saudi Arabian Riyals ("⃁") using exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the year, unless exchange rates fluctuated significantly during that year, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising are recognized in other comprehensive income and accumulated in equity. Foreign currency differences are recognized in OCI and accumulated in the translation reserve, except to the extent that the translation difference is allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to NCI. When the Group disposes of only part of an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

j) *Provisions*

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

k) Financial instruments

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when Group becomes a party to the contractual provisions of the instrument.

Financial assets (unless it is a trade receivable without a significant financing component) and financial liabilities are initially measured at fair value. A trade receivable without a significant financing component is initially measured at the transaction price. Transaction costs that are directly attributable to the acquisition or issue 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, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets

All recognized financial assets are initially recognized at fair value and subsequently measured in their entirety at either amortized cost or fair value, depending on the classification. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

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 amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at Fair Value Through Other Comprehensive Income (“FVTOCI”):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the 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.

By default, all other financial assets are subsequently measured at Fair Value Through Profit or Loss (“FVTPL”).
Despite the above, the Group may make the following irrevocable election / designation at the initial recognition of a financial asset:

- the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met. The election is made on an investment-by investment basis; and
- the Group may irrevocably designate a debt investment that meets the amortized cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

The following accounting policies apply to the subsequent measurement of financial assets.

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

k) *Financial instruments (continued)*

Impairment of financial assets

The Group recognizes a loss allowance for expected credit losses on investments in debt instruments that are measured at amortized cost or at FVTOCI, amounts due from customers, as well as on loan commitments and financial guarantee contracts. No impairment loss is recognized for investments in equity instruments. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Group always recognizes lifetime Expected Credit Loss ("ECL") for trade receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. The assessment of whether lifetime ECL should be recognized is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date (or a shorter period ifthe expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for loan commitments and financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Group's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

Where lifetime ECL is measured on a collective basis to cater for cases where evidence of significant increases in credit risk at the individual instrument level may not yet be available, the financial instruments are grouped on the following bases:

- Nature of financial instruments
- Past-due status; and
- Nature, size and industry of debtors

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date.

The Group recognizes an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognized in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the consolidated statement of financial position.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

k) 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 party. 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 a transferred financial asset, the Group continues to recognize the financial asset and recognizes a collateralized borrowing for the proceeds received.

On 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. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investment's revaluation reserve (under OCI) is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investment's revaluation reserve (under OCI) is not reclassified to profit or loss, but is transferred to retained earnings.

Financial liabilities and equity instruments

Financial liabilities

Financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument. financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not 1) contingent consideration of an acquirer in a business combination,2) derivative, 3) held-for-trading, or 4) designated as at FVTPL, are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (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) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortized cost of a financial liability.

Derecognition of financial liabilities

The Group derecognizes financial liabilities when, and only when, the Group's contractual obligations are discharged, cancelled or they expire. The Group also derecognizes a financial liability when its terms are modified, and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

l) Reporting segment

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments operating results are reviewed regularly by the Group's Chief Executive Officer to make decisions about resources to be allocated to the segment and to assess its performance. and for which discrete financial information is available.

Segment results that are reported to the Group's Chief Executive Officer include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

m) ***Leases***

Group as a lessee

The Group assesses whether a contract is or contains a lease based on the new definition of a lease. Under IFRS 16, a contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone price. However, for leases of property the Group has elected not to separate non-lease components and account for the lease and associated non-lease components as a single lease component. For each lease, the lessee recognizes a liability for the lease obligations incurred in the future.

The Group recognizes a right-of-use asset (ROU asset) and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses and adjusted for certain re-measurements of the lease liability.

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 or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

The Group has applied judgement to determine the lease term for some lease contracts in which it is a lessee that include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and right-of-use assets recognized.

Generally, ROU asset would be equal to the lease liability. However, if there are any additional costs such as site preparation, non-refundable deposits, application money, other expenses related to transaction etc. these costs would be included in the initial measurement of the ROU asset.

n) ***Share based payments***

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes. The fair value of the amount payable to employees in respect of ⃁, which are settled in cash, is recognised as an expense with a corresponding increase in liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value of the ⃁. Any changes in the liability are recognised in profit or loss.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

o) *Taxation and Zakat*

Income tax expense represents the sum of the current tax payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Taxes relating to subsidiaries operating outside the Kingdom of Saudi Arabia are calculated in accordance with tax laws applicable in those countries. Income tax expense comprises current and deferred tax. It is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI."

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax

Deferred tax is recognized using the statement of financial position method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognized for:
- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted at the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they are related to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Zakat

Zakat is provided in accordance with the regulations of the Zakat, Tax and Customs Authority (ZATCA) in the Kingdom of Saudi Arabia on an accrual basis. The zakat expense is charged to the consolidated statement of profit or loss and other comprehensive income. Differences, if any, resulting from the final assessments are adjusted in the period of their finalization.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

p) Employee benefits

Employee defined benefit liabilities

The employee defined benefit liability is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each reporting period. Remeasurements, comprising actuarial gains and losses, are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the year in which they occur.

Remeasurements recognized in other comprehensive income are reflected immediately in retained earnings and will not be reclassified to profit or loss in subsequent periods. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service costs. Interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- interest expense; and
- remeasurements

The Group presents the first two components of defined benefit costs in profit or loss in relevant line items. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Short-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave, air tickets and sick leave that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service. The liability is recorded at the undiscounted amount of the benefits expected to be paid in exchange for that service if the Group has a present legal or constructive obligation to pay this amount and the obligation can be estimated reliably.

Retirement benefits

Retirement benefits made to defined contribution plans are expensed when incurred. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

q) Earnings per share

The Group presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

r) Treasury shares

When shares recognised as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserve. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within retained earnings.

s) Dividends

Final dividends are recognised as a liability at the time of their approval by the General Assembly. Interim / proposed dividends are recorded as and when approved by the Board of Directors.

5. MATERIAL ACCOUNTING POLICIES (CONTINUED)

t) Revenue

The Group recognizes revenue from the sale of goods and services. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognizes revenue when it transfers control of a product or service to a customer.

The Group sells goods, as detailed in Note 1, to its customers. Revenuefrom the sale of goods is recognized when control is transferred, which occurs when the goods are delivered to the customer.

Revenue from online orders is recognized at the point of delivery or when the customer takes control of the goods. This typically happens when the delivery is completed or when the customer picks up the order from the designated location. For delivery orders, the Group assesses the transfer of control based on the agreed-upon delivery or pickup time.

Revenue from direct online orders: Revenue is recognized when the food or beverage is delivered or made available for pickup. If payment is received in advance, revenue is recognized upon fulfillment of the order, which recognition is at a point in time.

Revenue from third-party platforms: The Group recognizes revenue based on the total amount collected from the customer, net of any fees paid to third-party platforms.

A receivable is recognized by the Group when the goods are delivered as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenues from restaurant sales under the Domino’s Pizza, Dunkin Donuts franchises and other restaurants including sales from supply center are recognized, net of discount at a point in time at which the goods are delivered. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, sales taxes). The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or an agent and has concluded that it is acting as principal in all its revenue arrangements.

u) Expenses

Expenses are recognized when incurred on accrual basis of accounting. Expenses are classified as follows:

Cost of sales

These include the cost directly attributable to provision of services and sales of goods, i.e. directly related to revenue recognized. The group also received fixed and variable amounts from third parties as rebates and marketing support. The cost of sales is recorded net off rebates and marketing support.

Selling and distribution expenses

These are arising from the Group’s efforts underlying the selling and marketing functions.

General and administrative expenses

All other expenses are classified as general and administrative Expenses.

Allocations between cost of revenue, general and administrative expenses and selling and distribution expenses, when required, are made on consistent basis.

Finance costs

Finance costs comprise finance cost on short term borrowing and finance costs on lease liabilities. Finance costs are recognized when incurred on accrual basis of accounting. Finance costs are recognised using effective interest method.

6. PROPERTY AND EQUIPMENT

	Land	Building	Leasehold Improvements	Furniture	Machines and equipment	Computer devices and hardware	Vehicles	Total
Cost:								
Balance at 1 January 2024	1,521,159	1,855,604	224,788,268	20,928,784	154,565,688	31,479,051	8,459,961	443,598,515
Additions	-	23,131	11,323,099	454,308	5,294,942	1,872,019	289,312	19,256,811
Transfers	-	-	(55,102)	-	55,102	-	-	-
Disposals	-	(18,872)	(1,425,787)	(485,265)	(2,783,764)	(115,450)	(609,565)	(5,438,703)
Effects of movement in exchange rates	(594,952)	(479,156)	(6,583,239)	(923,631)	(6,779,552)	(746,480)	(459,345)	(16,566,355)
Balance at 31 December 2024	**926,207**	**1,380,707**	**228,047,239**	**19,974,196**	**150,352,416**	**32,489,140**	**7,680,363**	**440,850,268**
Additions	**-**	**152,910**	**18,896,797**	**757,832**	**10,831,885**	**2,491,168**	**732,038**	**33,862,630**
Acquisition from business combination (note 9)	**-**	**-**	**3,312,490**	**510**	**1,893,291**	**632,339**	**-**	**5,838,630**
Disposals	**-**	**-**	**(628,648)**	**(350,552)**	**(2,500,163)**	**(1,501,927)**	**(85,131)**	**(5,066,421)**
Effects of movement in exchange rates	**60,065**	**48,650**	**2,201,630**	**141,157**	**1,331,045**	**235,918**	**96,496**	**4,114,961**
Balance at 31 December 2025	**986,272**	**1,582,267**	**251,829,508**	**20,523,143**	**161,908,474**	**34,346,638**	**8,423,766**	**479,600,068**
Accumulated depreciation:								
Balance at 1 January 2024	-	342,300	119,367,639	14,476,512	95,551,952	24,445,504	6,064,330	260,248,237
Charge for the year	-	41,411	19,851,850	1,166,462	11,092,150	2,519,607	766,406	35,437,886
Impairment	-	-	800,000	-	-	-	-	800,000
Disposals	-	(9,708)	(1,411,253)	(391,271)	(2,100,037)	(107,766)	(608,199)	(4,628,234)
Exchange rates movements	-	(48,266)	(2,906,403)	(458,667)	(2,200,901)	(229,721)	(282,813)	(6,126,771)
Balance at 31 December 2024	**-**	**325,737**	**135,701,833**	**14,793,036**	**102,343,164**	**26,627,624**	**5,939,724**	**285,731,118**
Charge for the year	**-**	**36,568**	**19,791,151**	**1,098,865**	**10,369,617**	**2,687,624**	**769,543**	**34,753,368**
Impairment reversal	**-**	**-**	**(850,031)**	**-**	**-**	**-**	**-**	**(850,031)**
Disposals	**-**	**-**	**(541,179)**	**(159,570)**	**(2,103,974)**	**(1,455,805)**	**(82,375)**	**(4,342,903)**
Exchange rates movements	**-**	**5,628**	**1,210,726**	**96,163**	**699,637**	**155,745**	**85,677**	**2,253,576**
Balance at 31 December 2025	**-**	**367,933**	**155,312,500**	**15,828,494**	**111,308,444**	**28,015,188**	**6,712,569**	**317,545,128**
Net book values:								
As at 31 December 2025	**986,272**	**1,214,334**	**96,517,008**	**4,694,649**	**50,600,030**	**6,331,450**	**1,711,197**	**162,054,940**
As at 31 December 2024	926,207	1,054,970	92,345,406	5,181,160	48,009,252	5,861,516	1,740,639	155,119,150

6.1 At 31 December 2025 an amount of ⃁6.59 million (2024: ⃁3.09 million) is capitalized and primarily relates to certain stores and head office assets improvements in progress.

6. PROPERTY AND EQUIPMENT (CONTINUED)

The depreciation charge for the year has been allocated as follows:

	2025	2024
Cost of sales (note 24)	**32,808,489**	33,454,700
Selling and distribution expenses (note 25)	**71,285**	72,689
Administrative expenses (note 26)	**1,873,594**	1,910,497
	34,753,368	35,437,886

Impairment testing for Cash Generating Units (CGUs)

Annual impairment testing for CGUs across all regions is carried out by management. The impairment test is based on "Value in Use" calculation which is reviewed at restaurants level. These calculations have used cash flow projections based on the actual operating results and future expected performance.

The key assumptions used in the estimation of the recoverable amount of CGU are: discount rate range of 9.2%- 40.9% has been used (2024: 9.3% - 37.9%) and sales growth rate of 4.9% - 15.4% has been used (2024: (5% - 24.3%) for all years and regions presented.

The values assigned to the key assumptions represent management's assessment of future trends and have been based on historical data from both external and internal sources. The cash flow projections included specific estimates for five years and a terminal growth rate thereafter. The terminal growth rate was determined based on management's estimate of the long-term compound annual EBITDA growth rate of 2%-4.5% (2024: 2%-4%).

Budgeted EBITDA was estimated taking into account past experience, adjusted as follows:
- Management future plans and roadmap
- Market conditions and competitors
- Growth in existing business
- Business development

Impairment movement: No additional impairment is recorded during the year 2025 (2024: ⃁ 0.8 million).

The overall net impairment position for these CGU's, per region is summarized as follows:

Region	**1 January 2025**	**Impairment for the year**	**31 December 2025**
KSA	**-**	**75,615**	**75,615**
Jordan	**373,871**	**(86,308)**	**287,563**
Lebanon	**15,050**	**83,215**	**98,265**
UAE	**716,325**	**(716,325)**	**-**
Egypt	**607,095**	**(314,674)**	**292,421**
Morocco	**379,786**	**108,446**	**488,232**
Total	**2,092,127**	**(850,031)**	**1,242,096**

The key assumptions used in the estimation of the recoverable amount of CGU where there is movement in impairment during the year are set out below:

Region	**Discount rate**		**Budgeted sales growth in local currencies (average of next 5 years)**	
	2025	2024	**2025**	2024
Jordan	**16.4%**	16.6%	**15.4%**	24.3%
Lebanon	**40.9%**	37.9%	**4.9%**	5%
UAE	**9.2%**	9.3%	**13.1%**	5.7%
Egypt	**30.7%**	31.1%	**12.3%**	16.4%
Qatar	**10.4%**	10.5%	**8.1%**	13.5%
Morocco	**9.8%**	10.2%	**9.6%**	7.5%

The following table presents the Groups key assumptions and the effect of sensitivity analysis on the consolidated statements of comprehensive income on those assumptions:

Assumptions	**Year ended 31 December 2025**		Year ended 31 December 2024	
Growth rate	**4.9%**	15.4%	4.8%	24.3%
Discount rate	**9.2%**	40.9%	9.3%	37.9%
Terminal value growth rate	**2%**	4.5%	2%	4%

A 1% increase in the discount rate would result in additional impairment of ⃁ 25,480 at Group level, while a 1% decrease in the discount rate would reduce the impairment charge by ⃁ 34,346.

7. RIGHT OF USE ASSETS

The Group leases stores and vehicles. The leases typically run for an average lease term of up to 5 years, with an option to renew the lease after that date in some contracts. Lease payments are fixed, some leases include escalated rent payments.

	Buildings and land	Vehicles	Total
Cost:			
At 1 January 2024	349,361,993	47,733,207	397,095,200
Contract modification	3,715,908	-	3,715,908
Additions	60,837,293	8,254,559	69,091,852
Terminations	(24,954,276)	(4,444,274)	(29,398,550)
Exchange rate movements	(16,140,465)	(186,908)	(16,327,373)
At 31 December 2024	372,820,453	51,356,584	424,177,037
At 1 January 2025	**372,820,453**	**51,356,584**	**424,177,037**
Contract modification	**394,944**	**-**	**394,944**
Additions	**65,693,322**	**1,377,619**	**67,070,941**
Terminations	**(130,628,246)**	**(7,574,886)**	**(138,203,132)**
Exchange rates movements	**5,134,208**	**656,959**	**5,791,167**
At 31 December 2025	**313,414,681**	**45,816,276**	**359,230,957**
Accumulated depreciation:			
At 1 January 2024	199,504,453	21,219,347	220,723,800
Contract modification	(110,849)	-	(110,849)
Charge for the year	56,581,648	13,373,982	69,955,630
Terminations	(24,734,464)	(4,189,482)	(28,923,946)
Exchange rates movements	(7,972,720)	(109,102)	(8,081,822)
At 31 December 2024	223,268,068	30,294,745	253,562,813
At 1 January 2025	**223,268,068**	**30,294,745**	**253,562,813**
Charge for the year	**66,882,560**	**9,619,222**	**76,501,782**
Terminations	**(122,566,700)**	**(6,069,863)**	**(128,636,563)**
Exchange rates movements	**2,819,811**	**517,627**	**3,337,438**
At 31 December 2025	**170,403,739**	**34,361,731**	**204,765,470**
Net book values:			
At 31 December 2025	**143,010,942**	**11,454,545**	**154,465,487**
At 31 December 2024	149,552,385	21,061,839	170,614,224

The depreciation charge has been allocated to the following line items within profit or loss:

	Note	2025	2024
Cost of sales	*24*	**62,503,270**	57,207,749
Selling and distribution expenses	*25*	**9,107,801**	8,455,545
Administrative expenses	*26*	**4,890,711**	4,292,336
		76,501,782	69,955,630

8. INTANGIBLE ASSETS

	Software	Franchise rights	Total
Cost			
At 1 January 2024	30,843,275	1,853,164	32,696,439
Additions	5,128,414	-	5,128,414
Exchange rates movements	(150,211)	(222,529)	(372,740)
At 31 December 2024	**35,821,478**	**1,630,635**	**37,452,113**
Additions	**1,367,432**	**-**	**1,367,432**
Derecognition	**-**	**(915,584)**	**(915,584)**
Effects of movement in exchange rates	**41,404**	**146,972**	**188,376**
At 31 December 2025	**37,230,314**	**862,023**	**38,092,337**
Accumulated amortization			
At 1 January 2024	19,579,035	1,649,149	21,228,184
Amortization	4,311,196	7,914	4,319,110
Exchange rates movements	(107,015)	(41,676)	(148,691)
At 31 December 2024	**23,783,216**	**1,615,387**	**25,398,603**
Amortization	**4,313,618**	**8,453**	**4,322,071**
Derecognition	**-**	**(915,584)**	**(915,584)**
Exchange rates movements	**35,420**	**145,677**	**181,097**
At 31 December 2025	**28,132,254**	**853,933**	**28,986,187**
Net book values:			
At 31 December 2025	**9,098,060**	**8,090**	**9,106,150**
At 31 December 2024	12,038,262	15,248	12,053,510

The amortization charge has been allocated to the following line items within profit or loss:

	Note	**2025**	2024
Cost of sales	*24*	**1,277,719**	2,043,362
Selling and distribution expenses	*25*	**236,250**	52,500
Administrative expenses	*26*	**2,808,102**	2,223,248
		4,322,071	4,319,110

9. GOODWILL

The Group's Goodwill balance is allocated to the following:

	Note	**2025**	2024
Makkah and Taif (Domino's Pizza division)	*9.1*	**33,544,904**	-
HEA Trade and Services Company (Domino's Pizza division)	*9.2*	**24,315,327**	22,214,434
		57,860,231	22,214,434

9.1 Acquisition of 29 Domino's Pizza Branches in Makkah and Taif, Kingdom of Saudi Arabia

On 30 September 2025, the Group entered into a binding agreement to acquire all assets, lease rights, licenses and employees of 29 Domino's Pizza branches located in Makkah and Taif, in the Kingdom of Saudi Arabia. These branches were previously operated by a sub-franchisee under a development agreement.

Operational and financial control transferred to the Group on 1 October 2025, which represents the acquisition date, and the transaction qualifies as business as defined in IFRS 3 Business Combinations.

The acquisition is consistent with the Group's strategy to expand its directly operated store network in key markets within the Kingdom. The transaction was financed through a combination of internal resources and Shariah-compliant banking facilities.

9. GOODWILL (CONTINUED)

9.1 Acquisition of 29 Domino's Pizza Branches in Makkah and Taif, Kingdom of Saudi Arabia (Continued)

Identifiable assets acquired and liabilities assumed

The identifiable assets and liabilities recognised at the acquisition date, measured at their provisional fair values, are summarized below:

	Amount in "⃁"
Assets	
Property and equipment (note 6)	**5,838,630**
Inventories	**210,466**
Financial assets	**810,331**
	6,859,427
Liabilities	
Other financial liabilities	**(950,005)**
	(950,005)
Total identifiable assets assumed	**5,909,422**
Goodwill arising on acquisition	**33,544,904**
Total consideration	**39,454,326**

Property and equipment were valued using the depreciated replacement cost method, reflecting current replacement cost adjusted for physical deterioration and functional obsolescence.

Inventories were measured at estimated selling price less costs to sell.

Financial assets and liabilities were measured at their contractual cash flows, discounted where applicable.

No separately identifiable intangible assets (such as customer relationships or franchise rights) met the recognition criteria under IFRS 3.

Consideration

The total consideration is satisfied as follows:

	Amount in "⃁"
Cash paid during the year	**6,682,496**
Receivable settled	**11,683,304**
Deferred consideration arrangement – current (note 20)	**21,088,526**
Total consideration	**39,454,326**

The deferred consideration represents a contractual obligation to pay the seller within 12 months. It is recognised as a finacial liability at amortised cost, initially measured at present value. The deferred consideration is presented under current liabilities in the separate statement of financial position.

No contingent consideration arrangements exist.

Goodwill arising from the acquisition represents the excess of the consideration transferred over the fair value of the identifiable net liabilities assumed.

The goodwill represents:
- expected operational synergies from integrating the acquired branches into the Group's existing network;
- benefits from supply chain efficiencies and economies of scale;
- the value of the assembled workforce and established customer base; and
- strategic expansion into key cities within the Kingdom.

Significant Judgements and Estimates

Management exercised the judgement in:
- determining that the acquired set of activities constitutes a business under IFRS 3;
- identifying the acquisition date;
- assessing whether any intangible assets meet the recognition criteria; and
- estimating the fair value of property and equipment and lease liabilities.

These judgements may be refined during the measurement period.

9. GOODWILL (CONTINUED)

9.1 Acquisition of 29 Domino’s Pizza Branches in Makkah and Taif, Kingdom of Saudi Arabia (Continued)

Impairment testing for Goodwill

Goodwill arising from the acquisition of 29 Domino’s Pizza branches in Makkah and Taif has been allocated to a single cash-generating unit (“CGU”) representing the acquired stores. This CGU reflects the lowest level at which goodwill is monitored for internal management purposes. The recoverable amount of the CGU has been determined using the value-in-use method, based on discounted cash flow projections derived from management-approved budgets covering a five-year period, followed by a terminal value.

The key assumptions used in the estimation of value in use were as follows:

Description	**2025**
Discount rate	**10.7%**
Terminal value growth rate (TVGR)	**3.0%**
Budgeted EBITDA growth rate (annual average of next five years)	**42.6%**

The cash flow projections reflect expected sales growth, margin improvements, and operating cost structures consistent with management’s strategic plans for the acquired branches.

Based on these assumptions, the recoverable amount of the CGU exceeds its carrying amount by ⃁ 111.04 million. As a result, no impairment loss has been recognised for the year ended 31 December 2025.

Management assessed the impact of reasonably possible changes in key assumptions on the recoverable amount. The table below shows the effect of a 0.5% change in the discount rate and terminal value growth rate, with all other inputs held constant

	0.5% Increase	0.5% Decrease
Change in Discount rate impact on the recoverable amount	**(9,033,686)**	10,292,544
Change in TVGR impact on the recoverable amount	**7,739,740**	(6,795,869)

A higher discount rate reduces the present value of future cash flows, while a higher terminal value growth rate increases the terminal value. The movements shown above represent the change in the recoverable amount relative to the base case.

Based on the above sensitivity analysis, no reasonably possible change in key assumptions would cause the carrying amount of the CGU to exceed its recoverable amount. Therefore, no impairment loss has been recognised.

9. GOODWILL (CONTINUED)

9.2 Acquisition of HEA Trade and Services Company

Movement in goodwill during the year is as follows:

	2025	2024
Balance at the beginning of the year	**22,214,434**	22,818,531
Foreign currency translation	**2,100,893**	(604,097)
Balance at the end of the year	**24,315,327**	22,214,434

Goodwill has been accounted as a result of acquiring 49% of HEA Trade and Services Company, Morocco, in prior years. Goodwill is re-translated at rates prevailing at the reporting date and an increase of ⃁ 2.1 million (2024: decrease of ⃁ 0.6 million) for the year is recognized in the foreign currency translation reserve.

The goodwill is attributable mainly to future growth expected from acquisition of the business as well as the skills and talent of employees of the subsidiary and the synergies expected to be achieved from integrating the Company into Group's existing operations.

Impairment testing for Goodwill
This relates to goodwill arisen on acquisition of HEA Trade & Services Company.

For the purpose of annual mandatory impairment testing, group of CGUs i.e., stores to which goodwill relates are tested for impairment. The recoverable amount of goodwill including group of CGUs was determined based on its value in use, determined by discounting the future cash flows to be generated from the continuing use. The carrying amount of group of CGUs including goodwill was determined to be lower than its recoverable amount by ⃁ 29.3 million.

The key assumptions used in the estimation of value in use were as follows:

Description	**2025**	2024
Discount rate	**13.5%**	11.4%
Terminal value growth rate (TVGR)	**3.5%**	3.4%
Budgeted EBITDA growth rate (annual average of next five years)	**25.9%**	30.6%

The discount rate represents weighted average cost of capital of the Company from all sources including all forms of debt adjusted for market risk premium and beta factor of food processing sector. The discount rate was a pre-tax measure based on the rate of 10-year government bonds issued by the government in the relevant market and in the same currency as the cash flows, adjusted for a risk premium and beta to reflect both the increased risk of investing in equities generally and the systematic risk of the specific CGU.

Five years of cash flows were included in the discounted cash flow model. A long-term growth rate into perpetuity has been determined as the lower of the nominal gross domestic product (GDP) rates for the countries in which the CGU operates and the long-term compound annual EBITDA growth rate estimated by management.

Budgeted EBITDA was based on expectations of future outcomes taking into account past experience, adjusted for anticipated revenue growth. Revenue growth was projected taking into account the average growth levels experienced over the past five years and the estimated sales volume and price growth for the next five years. It was assumed that sales prices would grow at a constant margin above forecast inflation over the next five years.

The table below illustrates the impact of a change to the discount rate and TVGR on the recoverable amount, all other inputs being equal:

	0.5% Increase	0.5% Decrease
Change in Discount rate impact on the recoverable amount	**(7,180,625)**	7,950,789
Change in TVGR impact on the recoverable amount	**5,609,157**	(5,074,951)

10. EQUITY-ACCOUNTED INVESTEES

	2025	2024
Investment in Kasual + Limited Liability Company	-	-
Alamar Foods for Restaurants management (note 9.2)	**13,527**	13,527
Alamar Foods Company LLC – Oman (note 9.3 & 9.3.1)	**-**	-
	13,527	13,527

9.1 On 16 August 2017, the Group acquired 50% equity interest in Kasual+ Limited Liability Company, a Company incorporated in the Kingdom of the Saudi Arabia. On 8 November 2021 both the existing shareholders of investee agreed to dilute equity interest of 5% each from their existing ownership in favor of a new shareholder. The investee continued to be considered as joint venture since existing shareholders will be directing its activities unanimously subsequent to changes in shareholding structure. The principal activities of the equity accounted investee include establishing, managing, and operating restaurants and cafes and supply of cooked and uncooked food. The Group's investment in Kasual+ Limited Liability Company was written off due to the losses incurred and consequently the investment is considered impaired. The investment is accounted for using the equity method in these consolidated financial statements and reported a profit of ⃁ 0.9 million in 2025. As at 31 December 2025 and 2024, the carrying value of the investee is ⃁ Nil due to the share of losses recognised in prior years.

9.2 The Group acquired 40% share in Alamar Foods for Restaurants Management ('associate'), a company incorporated in Kuwait, on 7 February 2019. Its principal activities include managing restaurants. The entity is not operational as of 31 December 2025 and 2024.

9.3 The Group has a 30% investment in Alamar Foods Company LLC – Oman ('associate'), a company incorporated in Oman. The current carrying value of investment is Nil (31 December 2024: Nil). The investee's principal activities include establishing and operating food service businesses, as well as manufacturing pizza. The movement in the Oman investment during the year was as follows:

	2025	2024
As at 1 January	-	1,383,782
Investment made during the year	-	1,809,388
Share of loss from equity-accounted investee	**(1,318,588)**	(4,289,228)
Transfer to trade and other payables	**1,318,588**	1,096,058
As at 31 December	**-**	-

11. INVENTORIES

	2025	2024
Raw materials	**68,255,364**	67,441,956
Consumables and packaging material	**8,802,268**	7,132,408
Goods in transit	**52,668**	234,853
Provision for impairment loss	**(120,891)**	(91,631)
	76,989,409	74,717,586

Movement in impairment loss for the year is as follows:

	2025	2024
Balance at beginning of the year	**91,631**	191,580
Charge during the year	**29,260**	-
Reversal of provision during the year	**-**	(99,949)
Balance at end of the year	**120,891**	91,631

12. TRADE AND OTHER RECEIVABLES

Non-current assets	**2025**	2024
Trade receivables as part of non-current assets	**6,886,184**	20,566,126

Current assets	**2025**	2024
Trade receivables as part of current assets	**57,251,114**	22,501,863
Less: Impairment loss on trade receivables	**(1,419,636)**	(435,353)
Net receivables	**55,831,478**	22,066,510
Prepaid expenses	**29,716,479**	20,376,959
Advances to suppliers	**21,040,382**	18,242,835
Due from related parties (note 22)	**15,781,818**	9,866,090
Advances to employees	**7,135,454**	8,959,476
Other receivables	**20,729,150**	16,209,110
Less: Impairment loss on other receivables	**(864,721)**	(864,721)
	149,370,040	94,856,259

Movement in the impairment loss provision on trade and other receivables for the year is as follows:

	2025	2024
Balance at beginning of the year	**1,300,074**	5,139,052
Written off during the year	**-**	(392,978)
Impairment / (reversal) during the year	**984,283**	(3,446,000)
Balance at end of the year	**2,284,357**	1,300,074

The Group measures the impairment loss for trade receivables at an amount equal to lifetime expected credit losses ("ECL"). The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, for example when the debtor has been placed under liquidation or has entered into bankruptcy proceedings.

The following table details the risk profile of trade receivables based on the Group's provision matrix. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the allowances for doubtful debts based on past due status is not further distinguished between the Group's different customer types.

	Trade receivables – days past due					
31 December 2025	**Not past due**	**<30**	**31-60**	**61-90**	**>90**	**Total**
ECL %	**0.6%**	**1%**	**2%**	**-**	**8%**	
Gross carrying amount	**44,691,675**	**2,194,940**	**4,198,992**	**-**	**13,051,691**	**64,137,298**
Lifetime ECL	**251,840**	**13,986**	**77,960**	**-**	**1,075,850**	**1,419,636**
31 December 2024	Not past due	<30	31-60	61-90	>90	Total
ECL %	0.8%	4%	-	-	98%	
Gross carrying amount	41,581,620	1,453,931	-	-	32,438	43,067,989
Lifetime ECL	341,157	62,401	-	-	31,795	435,353

13. CASH AND CASH EQUIVALENTS

	2025	2024
Cash at bank – current account	**36,458,635**	22,782,923
Cash in hand	**2,473,901**	2,074,037
Murabaha contracts*	**-**	71,439,235
	38,932,536	96,296,195

Maturity dates are up to 3 months and average return of 5.48% per annum.

14. SHARE CAPITAL

	2025	2024
25,500,000 shares of ⃁10 each	**255,000,000**	255,000,000
198,500 (2024: 198,500) treasury shares of ⃁10 each	**1,985,000**	1,985,000

The authorized share capital of the Company is ⃁ 255,000,000 (2024: ⃁ 255,000,000) and the number of shares are 25,500,000 (2024: 25,500,000).

Holders of these shares are entitled to dividends from time to time and are entitled to one vote per share at general meetings of the Company.

15. TREASURY SHARES

Following a resolution of the Board of Directors on 8 September 2021 (corresponding to 1 Safar 1443H), the shareholders in an extraordinary general assembly meeting on 28 October 2021 (corresponding to 29 Rabi Awwal 1443H) approved the purchase of 300,000 shares of the Company at rate of ⃁ 10 per share (par value) for allocation in the employee share option scheme. This purchase was achieved through transfer to "Treasury Shares" account by a total amount of ⃁ 3,000,000 with corresponding credit to shareholder's account i.e., "Due from related parties" in accordance with confirmation received from shareholders.

The following is the number of shares outstanding as at 31 December 2025:	
The number of shares outstanding as at 1 January 2025	**25,301,500**
The number of shares vested during the year	-
The number of shares outstanding as at 31 December 2025	**25,301,500**

The following is the number of treasury shares as at 31 December 2025:	
The number of shares outstanding as at 1 January 2025	**198,500**
Employees stock plan vested shares	-
The number of shares outstanding as at 31 December 2025	**198,500**

16. OTHER RESERVE

Other reserve consists of following balances;

	2025	2024
Employee share option reserve (i)	**12,661,000**	12,661,000
Statuary reserve (ii)	**4,108,479**	4,108,479
	16,769,479	16,769,479

i) Amounts are transferred to this reserve from the employee stock plan reserve in respect of shares issued to the participants of the share based payment plan.

ii) In accordance with the Company's and Subsidiaries previous By-laws, the Company set aside 10% of its net income each year as statutory reserve until such reserve equals to 30% of the share capital. This reserve was not available for dividend distribution. Further to the changes in the Companies Law effective January 2023, the Company in its extra ordinary general assembly meeting held on 28 December 2023 has amended article 49 related to profit distribution and accordingly no further transfer is made to statutory reserve.

On 8 Dhu al-Qi'dah 1445H corresponding to 16 May 2024, pursuant to a resolution approved by the Board of Directors, the Company transferred an amount of ⃁ 21.66 million from the statutory reserve to its retained earnings. The remaining reserve appropriated from overseas subsidiaries' profit have been reclassified as part of other reserves.

17. EMPLOYEE SHARE OPTION SCHEME

On 23 May 2023, the Board resolved to amend the Company's employee stock ownership plan by issuing 300,000 treasury shares which shall be granted by the Company as shares to the employees in accordance with the Plan.

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

The fair values of awards granted were be determined by reference to the market values of the Company's ordinary shares on the grant dates for equity-settled awards and at the Balance Sheet date for cash-settled awards. The fair value of the employee services received in exchange for the grant of shares are recognized as an expense in profit or loss, together with a corresponding increase in ESP reserves, in equity, over the period during which the vesting conditions are fulfilled.

Accordingly, the ESP reserves are transferred to Other Reserve account to recognize issuance of new shares.

The Group recognized the following share-based compensation expense / (reversal):

	2025	2024
Equity-settled	**-**	958,056
Cash-settled	**(476,900)**	(247,806)
	(476,900)	710,250

Other reserve

At 31 December 2025, the total carrying amount of the liabilities in respect of the cash settlement elements of the respective awards was ⃁ Nil (2024: ⃁ 3.9 million). The total carrying amount of the employee share plan reserve in respect of the equity settlement elements of the respective awards was Nil (2024: Nil). The total carrying amount of other reserve which pertains to the vested portion of equity settled share based payment awards is ⃁ 12.7 million (2024: ⃁ 12.7 million).

The reconciliation of shared-based payment awards is as follows:

	2025	2024
Outstanding as at 1 January	**-**	68,000
Vested during the year – cash settled	**-**	(20,000)
Vested during the year – equity settled	**-**	(34,000)
Cancelled during the year	**-**	(14,000)
Outstanding as at 31 December	**-**	-

18. LEASE LIABILITIES

	2025	2024
Balance at the beginning of the year	**177,266,058**	194,470,404
Additions	**67,070,941**	69,091,852
Finance cost (note 28)	**11,002,119**	9,815,621
Payments made during the year	**(89,146,984)**	(82,324,982)
Termination	**(5,705,379)**	(2,001,590)
Exchange rate movements	**3,399,030**	(11,785,247)
Balance at the end of the year	**163,885,785**	177,266,058

	2025	2024
Lease liabilities – non-current portion	**104,488,539**	117,962,565
Lease liabilities – current portion	**59,397,246**	59,303,493
	163,885,785	177,266,058

The Group leased certain of its vehicles and its stores. The average lease term is 5 years (2024: 5years).

Extension options

Some of the leases held by the Group contain extension options exercisable by the Group before the end of non-cancellable contract period. Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at the commencement date whether it is reasonably certain to exercise extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

19. EMPLOYEE BENEFITS

	2025	2024
Non-current liabilities:		
Defined benefit liability (Note A)	**33,376,194**	33,523,440
Others	**124,859**	423,536
	33,501,053	33,946,976

A. Defined Benefit Liability

The Group is committed to the following un-funded post-employment defined benefit plans.

The Group provides end-of-service benefits to its employees in accordance with the labour laws and regulatory requirements of each jurisdiction in which it operates.

In the Kingdom of Saudi Arabia, employees are entitled to a benefit calculated at one-third of their last half-month salary for each completed year of service between two and five years, 50% of last monthly salary for each completed year up to five years, two-thirds of last monthly salary for each completed year between five and ten years, and one month's salary for each completed year thereafter.

In Qatar, the benefit is based on three weeks of salary for each completed year of service for employees with less than five years of service, three weeks for the first five years and four weeks for each year thereafter up to ten years, and for service beyond ten years, three weeks for the first five years, four weeks for the next five years, and five weeks for each completed year thereafter, with the same five-week rate continuing for service exceeding twenty years.

In the United Arab Emirates, employees receive twenty-one days of basic salary for each completed year of service for the first five years and thirty days of basic salary for each additional year, subject to a maximum of two years' salary.

In the Kingdom of Bahrain, employees are entitled to one-half of their final monthly salary for each completed year of service for the first three years and one full month's salary for each completed year thereafter.

The Group recognises a provision for these end-of-service benefits based on the above formulas in line with the respective local labour regulations

The most recent actuarial valuation of the present value of the end of service benefit obligation was carried out as at 31December 2025. During the financial year, there were no material fluctuations or events affecting the actuarial assumptions used to calculate the liability.

Movement in net defined benefit liability

The following table shows reconciliation from the opening balances to the closing balances for net defined benefit liability and its components:

	2025	2024
Balance at the beginning of the year	**33,523,440**	35,154,446
Current service cost	**6,017,573**	8,137,196
Past service cost	**-**	(945,867)
Interest cost	**1,545,134**	1,471,350
	7,562,707	8,662,679
Paid during the year	**(3,827,440)**	(5,026,897)
Actuarial gain during the year	**(3,831,460)**	(5,265,155)
Exchange rate movements	**(51,053)**	(1,633)
Balance at the end of the year	**33,376,194**	33,523,440

The Company makes contributions for a defined contribution retirement benefit plan to the General Organization for Social Insurance in respect of its Saudi employees. The total amount expensed during the year in respect of this plan was ⃁ 3.6 million (2024: ⃁ 4.2 million).

Actuarial assumptions on defined benefit liability

Actuarial valuations were performed by an independent qualified actuary. Following were the principal actuarial assumptions at the reporting date (expressed as weighted averages):

	2025	2024
Discount rate	**4.38%**	5.40%
Rate of salary increases	**4.47%**	4.54%

19. EMPLOYEE BENEFITS (CONTINUED)

Sensitivity analysis

The sensitivity analysis presented below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. A positive amount represents an increase in the liability whilst a negative amount represents a decrease in the liability.

	2025	2024
Discount rate – 1% increase	**(3,534,969)**	(1,969,315)
Discount rate – 1% decrease	**376,766**	2,248,751
Salary rate – 1% increase	**446,089**	2,409,533
Salary rate – 1% decrease	**(3,619,057)**	(2,151,389)

20. TRADE AND OTHER PAYABLES

	2025	2024
Non-current liabilities:		
Others long-term liabilities	**4,430,199**	1,847,310
Current liabilities:		
Trade payables	**77,948,008**	65,932,266
Accrued expenses	**43,074,614**	38,878,794
Deferred consideration (note 9)	**21,088,526**	-
Accruals for employee benefits	**9,500,710**	12,922,861
Supplier incentive	**-**	4,472,181
Due to related parties (note 22)	**917,901**	1,411,775
Other payables	**9,949,345**	9,993,515
	162,479,104	133,611,392

21. ZAKAT AND TAXATION

	2025	2024
Zakat and income tax payable *(refer note 21.1)*	**5,858,026**	6,212,460
Deferred tax assets *(refer note 21.2)*	**565,041**	624,432
Deferred tax liabilities *(refer note 21.2)*	**1,179,511**	1,107,678

21.1 Zakat and income tax expense presented in the consolidated statement of profit or loss and other comprehensive income consists of the following:

	2025	2024
Zakat and income tax charge for the current year	**7,340,987**	6,212,456
Prior years expenses	**(111,460)**	(1,204,692)
Deferred tax charge	**112,755**	73,815
	7,342,282	5,081,579

2025	**Zakat**	**Income tax**	**Total**
Opening balance	**5,267,780**	**944,680**	**6,212,460**
Charge for the year	**5,231,869**	**2,109,118**	**7,340,987**
Charge for prior years/ Accrual reversals	**-**	**(111,460)**	**(111,460)**
Payments during the year	**(5,267,776)**	**(2,316,185)**	**(7,583,961)**
Closing balance	**5,231,873**	**626,153**	**5,858,026**

2024	Zakat	Income tax	Total
Opening balance	9,334,765	-	9,334,765
Charge for the year	5,267,776	944,680	6,212,456
Charge for the prior years	(1,204,692)	-	(1,204,692)
Payments during the year	(8,130,069)	-	(8,130,069)
Closing balance	5,267,780	944,680	6,212,460

21. ZAKAT AND TAXATION (CONTINUED)

21.2 Deferred tax

The movement in the net deferred tax assets account during the year was as follows:

	2025	2024
Opening balance	**624,432**	565,451
Charge to profit or loss (refer i)	**(111,460)**	71,789
Exchange differences	**52,069**	(12,808)
	565,041	624,432

(i) The income tax expense presented in the statement of profit or loss as follows:

Deferred tax asset	**2025**	2024
Origination of temporary differences	**565,041**	624,432

Deferred tax assets comprise of below:

	2025	2024
Property and equipment	**565,041**	624,432
	565,041	624,432

Deferred tax liability

The movement in the net deferred tax liability account during the year was as follows:

	2025	2024
Opening balance	**1,107,678**	1,580,999
Charge to profit or loss (refer ii)	**1,295**	145,605
Exchange differences	**70,538**	(618,926)
	1,179,511	1,107,678

Zakat and income tax declarations up to and including the year ended 31 December 2024 have been submitted to theZATCA.

The Company has received the final assessment up to 2018, and finalized its zakat and tax computation for the year 2021 through 2024.

All subsidiaries are filing income tax return regularly as per their country laws and there is no open assessment difference that recognises any additional provision.

22. RELATED PARTIES TRANSACTIONS AND BALANCES

The Group’s immediate and ultimate controlling party is Abdul Aziz Ibrahim Al Jammaz and Brothers Company, which is incorporated in the Kingdom of Saudi Arabia.

a) Balances with related parties:

Name of related party	**Nature of relationship**	**2025**	2024
Due from related parties:			
Alamar Foods Company, Oman	Associate company	**12,188,303**	6,332,168
Yasmine Flower Company	Shareholder of subsidiary	**1,200,303**	1,200,303
Abdul Aziz Ibrahim Al Jammaz and Brothers Company	Parent	**1,191,947**	1,191,947
Kasual + Limited Liability Company	Joint venture investment	**1,175,933**	1,130,779
Alamar Foods For Restaurants Management WLL	Associate company	**10,894**	10,893
Osama Halaseh		**14,438**	-
		15,781,818	9,866,090

Name of related party	**Nature of relationship**	**2025**	2024
Due to related parties:			
Hakam El Abbes	Shareholder of subsidiary	**754,291**	247,940
Sovana Inc. USA	Shareholder of subsidiary	**91,923**	91,923
Intermob	Shareholder of subsidiary	**71,687**	58,614
Al Jammaz Agriculture	Under common control	**-**	12,674
Al Jammaz for Travel & Tourism Company	Under common control	**-**	38,373
Abdulaziz Al Jammaz Heirs	Under common control	**-**	962,251
		917,901	1,411,775

In 2024, the Group provided a loan of ⃁ 3 million to key managerial personnel, which was recorded under Advances to Employees within trade and other receivables.

The amounts outstanding with related parties are unsecured and will be settled in cash. No amounts have been expensed in respect of due from other related parties during the year. The payables by related parties are payable on demand and accordingly impact of expected credit losses is not considered material as the counter parties have sufficient liquid assets available at reporting date to repay the amounts.

22. RELATED PARTIES TRANSACTIONS AND BALANCES (CONTINUED)

b) Transactions with related parties:

The related party transactions were made on terms agreed at group level. During the year, the Group entered into the following transactions with related parties:

	2025	2024
Transactions with the Parent		
Dividends	**31,380,429**	27,676,555
Expenses related to previous owner recharged	**-**	1,191,947
Transactions with associates		
Sales of goods and other assets	**3,938,149**	1,813,000
Royalty, Opening Fees and Technology Fees	**2,123,808**	1,527,725
Collections and payments	**188,466**	867,554
Expenses	**130,432**	154,220
Other revenue	**131,437**	187,226
Other charges	**26,794**	16,864
Purchases	**-**	34,668
Advances provided	**-**	2,624,993
Capital contribution	**-**	1,809,388
Transactions with entities under common control		
Collections and payments	**61,547**	1,560,940
Expenses	**10,500**	1,207,331
Other charges	**-**	144,925
Transactions with other related parties		
Expenses	**2,366,762**	3,800,414
Collections and payments	**3,399,201**	3,072,046
Other charges	**411,555**	1,052,363
Capital contribution	**-**	2,090,214

Compensation paid to key management personnel during the year is as follows:

	2025	2024
Short-term benefits	**7,850,834**	12,508,436
Employee stock plan	**(476,900)**	710,250
Post-employment benefits	**205,100**	423,533

23. REVENUE

Revenue streams

The Group generates revenue primarily from the sale of food and beverages:

Sale of products:	**2025**	2024
- Domino's Pizza	**868,472,266**	832,540,799
- Dunkin Donuts	**56,283,458**	43,955,612
- Other	**21,135,867**	15,068,855
	945,891,591	891,565,266

Disaggregation of revenue

In the following table, revenue from contracts with customers is disaggregated by primary geographical market and timing of revenue recognition.

Primary geographical markets:	**2025**	2024
Kingdom of Saudi Arabia	**620,227,519**	605,683,632
Other GCC and Levant	**218,540,973**	196,243,776
North Africa	**107,123,099**	89,637,858
Net revenue as reported in note 23	**945,891,591**	891,565,266
Timing of revenue recognition		
Products transferred at a point in time	**945,891,591**	891,565,266

24. COST OF REVENUE

	2025	2024
Direct materials	**269,073,887**	250,070,633
Salaries and other benefits	**150,337,621**	156,350,790
Depreciation of right-of-use assets (note 7)	**62,503,270**	57,207,749
Royalties	**38,425,990**	37,402,823
Utilities	**35,117,977**	32,520,726
Depreciation of property and equipment (note 6)	**32,808,489**	33,454,700
Rent expense	**13,353,722**	10,997,451
Cleaning material	**9,519,358**	10,827,262
Maintenance	**8,066,153**	7,959,783
Amortization of intangibles (note 8)	**1,277,719**	2,043,362
Other expenses	**47,861,144**	34,769,350
	668,345,330	633,604,629

25. SELLING AND DISTRIBUTION EXPENSES

	2025	2024
Aggregator costs	**59,589,444**	43,564,506
Advertising	**45,621,095**	64,000,808
Depreciation of right-of-use assets (note 7)	**9,107,801**	8,455,545
Storage expenses	**5,953,751**	5,398,420
Salaries and other benefits	**4,749,087**	5,142,737
Delivery	**3,287,823**	5,998,570
Depreciation of property and equipment (note 6)	**71,285**	72,689
Amortization of intangibles (note 8)	**236,250**	52,500
Rent expense	**1,164**	370,767
Other expenses	**1,142,177**	986,981
	129,759,877	134,043,523

26. ADMINISTRATIVE EXPENSES

	2025	2024
Salaries and other benefits	**61,094,743**	51,967,912
Legal and professional fees	**14,205,185**	15,298,850
Depreciation of right-of-use assets (note 7)	**4,890,711**	4,292,336
Maintenance	**4,108,195**	1,532,355
Amortization of intangible assets (note 8)	**2,808,102**	2,223,248
Travelling expenses	**1,988,333**	2,146,190
Depreciation of property and equipment (note 6)	**1,873,594**	1,910,497
Utilities	**1,734,183**	1,757,010
Rent expense	**178,215**	128,380
Other expenses	**8,700,155**	9,336,775
	101,581,416	90,593,553

27. OTHER INCOME

	2025	2024
Royalty and advertising	**6,589,855**	10,697,820
Gain on disposal of property and equipment	**99,166**	317,107
Development and store opening	**67,481**	63,291
Others	**12,202,615**	5,294,139
	18,959,117	16,372,357

28. FINANCE COSTS AND BANK CHARGES

	2025	2024
Bank charges and finance cost on loans and borrowings	**4,665,793**	4,785,732
Finance cost on lease liabilities (note 18)	**11,002,119**	9,815,621
	15,667,912	14,601,353

29. BASIC AND DILUTED EARNINGS PER SHARE

	2025	2024
Basic earnings per share:		
Profit attributable to owners of Company	**47,572,833**	38,335,348
Weighted-average number of ordinary shares	**25,301,500**	25,280,933
Basic earnings per share	**1.88**	1.52
Reconciliation of weighted average number of shares		
Outstanding number of ordinary shares at beginning of year	**25,500,000**	25,500,000
Weighted average number of treasury shares outstanding	**(198,500)**	(219,067)
	25,301,500	25,280,933
Diluted earnings per share:		
Profit attributable to owners of Company	**47,572,833**	38,335,348
Weighted-average number of ordinary shares	**25,301,500**	25,372,500
Diluted earnings per share	**1.88**	1.51
Reconciliation of weighted average number of shares		
Weighted average number of ordinary shares	**25,301,500**	25,280,933
Effect of employee share awards vested	**-**	91,567
	25,301,500	25,372,500

30. REPORT SEGMENTS

The Group has the following three strategic divisions, which are its reportable segments. These divisions offer products and services in different geographical regions and are managed separately.

The following summary describes the operations of each reportable segment.

Reportable segments	Operations
Kingdom of Saudi Arabia	Establishing, operating and managing of fast-food restaurants
Other GCC and Levant	Establishing, operating and managing of fast-food restaurants
North Africa	Establishing, operating and managing of fast-food restaurants

The Group's Board of Directors reviews the internal management reports of each segment at least quarterly. The operational decisions of the segments are collectively taken by the Chief Executive Officer, Chief Financial Officer, and Chief Operating Officer (collectively the Chief Operating Decision Maker (CODM).

Information about reportable segments:

2025	**Reporting Segments**			**Total reportable segments**
	Kingdom of Saudi Arabia	**Other GCC and Levant**	**North Africa**	
External revenue as reported in note 23	**618,748,474**	**220,471,500**	**106,671,617**	**945,891,591**
Inter-segment revenue	**1,479,143**	**20,477,912**	**2,581,716**	**24,538,771**
Segment revenue	**620,227,617**	**240,949,412**	**109,253,333**	**970,430,362**
Major products:				
Domino's Pizza	**610,629,099**	**208,168,145**	**50,502,422**	**869,299,666**
Dunkin Donuts	**-**	**-**	**56,169,195**	**56,169,195**
Other	**8,119,375**	**12,303,355**	**-**	**20,422,730**
	618,748,474	**220,471,500**	**106,671,617**	**945,891,591**
Segment profit / (loss) before zakat and income tax	**58,683,782**	**(1,389,389)**	**(4,406,614)**	**52,887,779**
Zakat and income tax	**(5,231,869)**	**(1,603,860)**	**(506,553)**	**(7,342,282)**
Net profit / (loss) for the year	**53,451,913**	**(2,993,249)**	**(4,913,167)**	**45,545,497**
31 December 2025				
Segment total assets	**511,716,175**	**377,787,345**	**88,235,470**	**977,738,990**
Segment total liabilities	**205,136,431**	**301,529,139**	**107,470,792**	**614,136,362**

30. REPORT SEGMENTS (CONTINUED)

Information about reportable segments (continued)

2024	Reporting Segments			Total
	Kingdom of Saudi Arabia	Other GCC and Levant	North Africa	Total reportable segments
External revenue as reported in note 23	605,683,632	196,243,776	89,637,858	891,565,266
Inter-segment revenue	4,249,719	18,530,865	1,092,955	23,873,539
Segment revenue	609,933,351	214,774,641	90,730,813	915,438,805
Major products:				
Domino's Pizza	595,370,132	191,488,007	45,682,660	832,540,799
Dunkin Donuts	-	-	43,955,612	43,955,612
Other	13,012,864	2,055,991	-	15,068,855
	608,382,996	193,543,998	89,638,272	891,565,266
Segment profit / (loss) before zakat and income tax	44,920,643	3,965,318	(8,784,407)	40,101,554
Zakat and income tax	(4,063,084)	(944,680)	(73,815)	(5,081,579)
Net profit / (loss) for the year	40,857,559	3,020,638	-8,858,222	35,019,975
31 December 2024				
Segment total assets	496,700,476	356,819,330	85,376,010	938,895,816
Segment total liabilities	192,631,661	277,321,928	98,963,815	568,917,404

Reconciliations of information on reportable segments to the amounts reported in the consolidated financial statements:

i. Assets

	2025	2024
Total assets for reportable segments	**977,738,990**	938,895,816
	(310,805,048)	(284,619,946)
	666,933,942	654,275,870

ii. Liabilities

	2025	2024
Total liabilities for reportable segments	**614,136,362**	568,917,404
Elimination of inter-segment balances	**(239,638,219)**	(211,732,990)
Consolidated total liabilities	**374,498,143**	357,184,414

31. NON-CONTROLLING INTERESTS

As at December 31, 2025 and 2024, Non-Controlling Interests include 51% shareholding in HEA Trade Services Company, Morocco, 25% shareholding in Alamar Foods Company, Amman Jordan, 5% shareholding in Alamar Foods Company, Lebanon, 1% shareholding each in Alamar foods Company, Qatar, UAE and Bahrain and 0.01% shareholding in Alamar Foods Company, Egypt.

The movement in Non-controlling Interests is as follows:

	2025	2024
Opening Balance	**(2,750,203)**	(2,711,020)
Share of loss for the year	**(2,027,336)**	(3,315,373
Share of loss other comprehensive income (exchange loss)	**(497,443)**	(173,412)
Additional capital contributed	**-**	2,448,170
Acquisition of additional shares in Alamar Foods Company, Egypt	**-**	1,001,432
	(5,274,982)	(2,750,203)

32. FINANCIAL INSTRUMENTS –FAIR VALUE AND RISK MANAGEMENT

Capital management

The Group manages its capital to ensure it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the equity balance. The Group's overall strategy remains unchanged from the previous year.

The capital structure of the Group consists of equity comprising share capital, treasury shares, other reserve and retained earnings.

Categories of financial instruments

Financial assets	**2025**	2024
Amortized cost		
Cash and cash equivalents	**38,932,536**	96,296,195
Trade and other receivables	**82,582,091**	57,977,025
Due from related parties	**15,781,818**	9,866,090
Note receivable	**4,101,849**	4,101,849
	141,398,294	168,241,159

Financial liabilities	**2025**	2024
Amortized cost		
Trade and other payables	**130,971,967**	114,804,575
Loan and borrowings	**3,164,465**	3,192,540
Lease liabilities	**163,885,785**	177,266,058
Employees payable	**9,500,710**	12,922,861
Due to related parties	**917,901**	1,411,775
	308,440,828	309,597,809

Financial liabilities	**2025**	2024
Fair value – level 2		
Employees stock plan liability	**-**	**3,924,100**
	-	**3,924,100**

Financial risk management objectives and policies

The Group's activities expose it to a variety of financial risks which mainly include market risk, credit risk and liquidity risk. The Board of Directors of the Group has the overall responsibility for the establishment and oversight of the Group's risk management framework. The Board is also responsible for developing and monitoring the Group's risk management policies.

Market risk

Market risk is the risk that the fair value or the future cash flows of a financial instruments may fluctuate as a result of changes in market prices. Market risk comprises three types of risks: currency risk, yield / interest rate risk and other price risk. The Group was exposed to market risk, in the form of interest rate risk as described below, during the year under review. There were no changes in these circumstances from the previous year.

32. FINANCIAL INSTRUMENTS –FAIR VALUE AND RISK MANAGEMENT (CONTINUED)

Foreign currency risk management

The Group didn't engage in any hedging activities to mitigate the currency fluctuation risk, which are as per the following according to par value:

2025 (In ⃁)	**AED**	**EURO**	**USD**	**GBP**	**MAD**	**QAR**	**LBP**	**EGP**	**JOR**	**BHD**	**TOTAL**
Cash and bank balances	**3,157,911**	**76,797**	**3,803,028**	**4,429**	**1,077,760**	**1,646,269**	**350,085**	**1,449,003**	**211,669**	**2,156,852**	**13,933,803**
Trade and other receivables	**50,836,442**	**2,904,888**	**22,958,010**	**6,177**	**5,054,868**	**1,555,331**	**91,063**	**8,303,397**	**594,689**	**1,011,101**	**93,315,966**
Note receivables	**-**	**-**	**4,101,849**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4,101,849**
Due from related parties	**(66,119,625)**	**-**	**(15,396,906)**	**-**	**-**	**34,096**	**-**	**-**	**-**	**14,438**	**(81,467,997)**
Trade and other payables	**(34,233,388)**	**(1,149,865)**	**(16,101,348)**	**-**	**(19,587,466)**	**(1,414,087)**	**-**	**(12,194,055)**	**(996,254)**	**(1,227,965)**	**(86,904,428)**
Due to related parties	**2,153,593**	**-**	**(20,602,444)**	**-**	**(2,039,271)**	**34,168**	**-**	**-**	**-**	**-**	**(20,453,954)**
Loan and borrowings	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total	**(44,205,067)**	**1,831,820**	**(21,237,811)**	**10,606**	**(15,494,109)**	**1,855,777**	**441,148**	**(2,441,655)**	**(189,896)**	**1,954,426**	**(77,474,761)**

2024 (In ⃁)	AED	EURO	USD	GBP	MAD	QAR	LBP	EGP	JOR	BHD	TOTAL
Cash and bank balances	4,007,360	29,985	2,773,816	4,268	246,201	852,888	523,652	4,984,287	506,195	1,524,682	15,453,334
Trade and other receivables	19,526,791	2,359,862	30,998,126	195,861	8,738,062	1,155,231	87,069	4,068,094	548,213	658,446	68,335,755
Note receivables	-	-	4,101,849	-	-	-	-	-	-	-	4,101,849
Due from related parties	964,302	-	2,944,892	-	-	1,530	-	-	-	-	3,910,724
Trade and other payables	(16,084,479)	(598,463)	(28,792,909)	(82,921)	(7,890,833)	(1,871,520)	(409,727)	(7,395,527)	(1,300,079)	(1,126,800)	(65,553,258)
Due to related parties	(1,153,359)	-	(243,526)	-	-	-	-	-	-	-	(1,396,885)
Loan and borrowings	-	-	-	-	(3,192,536)	-	-	-	-	-	(3,192,536)
Total	7,260,615	1,791,384	11,782,248	117,208	(2,099,106)	138,129	200,994	1,656,854	(245,671)	1,056,328	21,658,983

32. FINANCIAL INSTRUMENTS –FAIR VALUE AND RISK MANAGEMENT (CONTINUED)

Foreign currency risk management (continued)

The increase in the exchange rate of ⃁ by 10% against AED, EUR, USD, GBP, MAD, QAR, LBP, EGP, JOR and BHD will lead to (decrease)/increase in the profit or loss as follows:

	2025	2024
AED	**(4,420,507)**	726,062
EUR	**183,182**	179,138
USD	**(2,123,781)**	1,178,225
GBP	**1,061**	11,721
MAD	**(1,549,411)**	(209,911)
QAT	**185,578**	13,813
LBP	**44,115**	20,099
EGP	**(244,166)**	165,685
JOD	**(18,990)**	(24,567)
BHD	**195,443**	105,633
	(7,747,476)	2,165,898

The decrease in the exchange rate of ⃁ by 10% against AED, EUR, USD and GBP will lead to (decrease)/increase in the profit or in the same amount mentioned above.

The following significant exchange rates have been applied:

	2025	2024
AED	**1.02**	1.02
EUR	**4.39**	4.06
USD	**3.75**	3.75
GBP	**5.04**	4.79
MAD	**0.40**	0.37
QAT	**1.03**	1.03
LBP	**0.000042**	0.000042
EGP	**0.08**	0.07
JOD	**5.29**	5.29
BHD	**9.97**	9.97

Interest rate and liquidity risks management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. There were no changes in these circumstances from the previous year.

The Group did not have any significant exposure to movements in interest rates at the current or prior reporting date. Consequently, no interest rate sensitivity analysis has been presented.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows:

31 December 2025	Interest rate %	Carrying amount	Total	1 - 12 months	1 – 5 Years	More than 5 years
Trade and other payables	**Interest free**	**130,971,967**	**130,971,967**	**130,971,967**	**-**	**-**
Due to related parties	**Interest free**	**917,901**	**917,901**	**917,901**	**-**	**-**
Employee benefits	**Interest free**	**43,001,763**	**43,001,763**	**9,500,710**	**33,501,053**	**-**
Lease liabilities	**5%-8%**	**163,885,785**	**199,303,347**	**59,896,758**	**114,887,782**	**24,518,807**
Loans and borrowings	**3% - 6%**	**3,164,465**	**3,385,973**	**3,168,805**	**217,168**	**-**
		341,941,881	**377,580,951**	**204,456,141**	**148,606,003**	**24,518,807**
31 December 2024						
Trade and other payables	Interest free	114,804,575	114,804,575	114,804,575	-	-
Due to related parties	Interest free	1,411,775	1,411,775	1,411,775	-	-
Employee benefits	Interest free	46,869,837	46,869,837	12,922,861	33,946,976	-
Lease liabilities	5%-8%	177,266,058	215,575,248	64,786,962	124,267,668	26,520,618
Loans and borrowings	3% - 6%	3,192,540	3,416,013	3,196,918	219,095	-
		343,544,785	382,077,448	197,123,091	158,433,739	26,520,618

32. FINANCIAL INSTRUMENTS –FAIR VALUE AND RISK MANAGEMENT (CONTINUED)

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As at reporting date, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties, arises from the carrying amount of the respective recognized financial assets as stated in the consolidated statement of financial position. The Group performs credit-vetting procedures which are reviewed and updated on an ongoing basis before granting credit to its customers. Note 12 details the Group's maximum exposure to credit risk for financial assets that are not cash and cash equivalents.

The Group does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

Credit approvals and other monitoring procedures are also in place to ensure that follow-up action is taken to recover overdue debts. Furthermore, the Group reviews the recoverable amount of each trade receivable on an individual basis at the end of the reporting period to ensure that adequate loss allowance is made for irrecoverable amounts. In this regard, the directors of the Group consider that if the Group's credit risk is significantly reduced.

The Group is exposed to credit risk primarily from trade receivables, other receivables, due from related parties, note receivable, and cash balances held with banks. The carrying amounts of financial assets represent the maximum credit exposure as at the reporting date.

	2025	2024
Cash and cash equivalents (note 13)	**38,932,536**	96,296,195
Trade and other receivables	**82,582,091**	57,977,025
Due from related parties (note 22)	**15,781,818**	9,866,090
Note receivable	**4,101,849**	4,101,849
	141,398,294	168,241,159

The Group is primarily engaged in cash business and trade receivables mainly consists receivables on account of sub franchise fees and receivable aggregators. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated. Ongoing credit evaluation is performed on the financial condition of accounts receivable. The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings ranges from BB+ and above. Management believes that the credit risk associated with the Group's financial assets is appropriately managed and monitored.

33. RECLASSIFICATION

	Note	**31 December 2024 (As previously classified)**	Adjustment	**31 December 2024 (Reclassified)**
Statement of financial position				
Notes receivable – non-current assets	A	**4,101,849**	(4,101,849)	**-**
Notes receivable – current assets	A	**-**	4,101,849	**4,101,849**
Statutory reserves	B	**4,108,479**	(4,108,479)	**-**
Other reserves	B	**12,661,000**	4,108,479	**16,769,479**

A. Note receivable has been reclassified from non-current assets to current assets for correct presentation.

B. The Board of Directors decided to transfer the entire statutory reserve of the Group to retained earnings and amend the by law accordingly, the remaining reserve appropriated from overseas subsidiaries' profit have been reclassified as part of other reserves.

34. CAPITAL COMMITMENTS AND CONTINGENCIES

Commitments

The Group had capital commitments of ⃁ 11.5 million at the reporting date relating to property and equipment (31 December 2024: ⃁ 6.83 million).

As at 31 December 2025, the Group has utilized balances of irrevocable letter of guarantees from local commercial bank amounting to ⃁ 4.03 million (31 December 2024: ⃁ 4 million).

Contingencies

There were no contingencies as at 31 December 2025.

No material contingencies and commitments relate to equity accounted investees.

35. SUBSEQUENT EVENTS

Acquisition of Cravia Arabia Company (Five Guys Saudi Arabia Franchise Operator)

On 12 Rajab 1447H (corresponding to 01 January 2026), the Group entered into a Sale Purchase Agreement ("SPA") to acquire 100% of the shares in Al-Shaghaf Arabia Limited Liability Company (also known as Cravia Arabia Company), a Saudi Limited Liability Company that holds the exclusive franchise rights for the Five Guys brand in the Kingdom of Saudi Arabia and operates 13 restaurants across the Kingdom.

The agreed transaction value is ⃁ 85 million, subject to downward adjustment based on certain conditions specified in the SPA. Completion of the transaction is contingent upon obtaining the required regulatory approvals, securing necessary franchisor and third-party consents, and fulfilling the conditions precedent outlined in the SPA, in addition to customary closing adjustments. The transaction is expected to be financed through a combination of internal resources and Sharia-compliant bank facilities.

The acquisition aligns with the Group's strategy to expand into the burger category, the largest segment within the Kingdom's quick service restaurant market, and to broaden its multi-brand platform while strengthening its presence in one of its core markets in line with its long-term growth strategy.

As at the reporting date, the transaction had not yet been completed, materialized and accordingly, no adjustments have been made to the consolidated financial statements for the year ended 31 December 2025.

Geo Political development in the Gulf Region

Subsequent to the date of the consolidated financial statements, the Gulf region witnessed escalating geopolitical tensions, leading to a significant increase in global oil prices and volatility in regional and global financial markets, as well as disruptions to transportation, shipping, and supply chains in the region.

As of the date of approval of the consolidated financial statements, the geopolitical situation remains evolving and unstable, and these developments may have a potential impact on the Group's operations, supply chains, or operating costs in future periods. Management continues to monitor these developments on an ongoing basis and take appropriate action when necessary, however, the financial impact of these developments cannot currently be reliably estimated.

Management has assessed these developments and considered them to be non-adjusting subsequent events to the consolidated financial statements, as these circumstances arose after the financial reporting date.

Dividend declared post year-end

On 26 March 2026 (07 Ramadan 1447), the Board of Directors approved a cash dividend for the fourth quarter of 2025 amounting to ⃁ 15.18 million (⃁ 0.60 per share) to shareholders registered on 14 April 2026, with distribution scheduled for 28April 2026.

There have been no other significant subsequent events since the year-end that require adjustment of, or disclosure in these consolidated financial statements.

36. DIVIDENDS

A. On 12 Jumada Al-Awwal 1447H (corresponding to 3 November 2025), the Board of Directors approved the distribution of cash dividends to shareholders for the third quarter of 2025, amounting to ⃁ 15.18 million, representing 6% of the share capital at ⃁ 0.60 per share (2024: Interim dividend amounting ⃁ 10.1 million at ⃁ 0.4 per share).

B. On 04 Muharram 1447H (corresponding to 29 June 2025), the Ordinary General Assembly approved the Board of Directors' recommendation to distribute cash dividends to shareholders for the first quarter of 2025, amounting to ⃁ 11.3 million (2024: Interim dividend amounting ⃁ 10.1 million at ⃁ 0.4 per share).

C. On 10 Safar 1447H (corresponding to 4 August 2025), the Board of Directors proposed and approved the distribution of cash dividends to shareholders for the second quarter of 2025 of ⃁ 0.5 per share, amounting to ⃁ 12.65 million (2024: Interim dividend amounting ⃁ 12.65 million at ⃁ 0.5 per share).

D. On 24 Ramadan 1446H (corresponding to 24 March 2025), the Board of Directors proposed and approved the distribution of cash dividends to shareholders for the year ended 31 December 2024 of ⃁ 0.60 per share, amounting to ⃁ 15.17 million (2024: Final dividend amounting ⃁ 15.18 million at ⃁ 0.6 per share).

37. APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS

These consolidated financial statements have been approved by the Board of Directors of the Group for issuance on 26 March 2026G, (corresponding to 07 Shawwal 1447H).