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شركة عبداللطيف للاستثمار الصناعي
Al Abdullatif Industrial Investment Co.

شركة مساهمة سعودية
س.ت: ١٠١٠٠٧٣٦٨٥
ص.ب ٨٥٩ الرياض ١١٤٢١
المملكة العربية السعودية
هاتف: ٢٦٥٨٨٨٨ (+٩٦٦١١)
فاكس: ٢٦٥٩٩٩٩ (+٩٦٦١١)

Passing Decision of the Remuneration and Nomination Committee

Resolution No.: 1 RN 2023

Date of decision: Thursday 28/10/1444 corresponding to 18/05/2023AD

Subject matter: Recommendation for the disbursement of the Board of directors and committees members' remunerations

According to the articles of association of the company and the remuneration regulations of the members of the board of directors, committees and senior executives, and after reviewing the performance of the board of committees, the Remuneration and Nominations Committee recommends the payment of remuneration to the members of the committees and the board as follows:

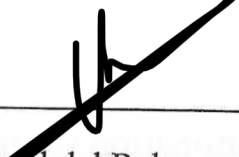
Committees/ Board	Number of beneficiary members	Total Amount
Board of Directors	4	400,000
Audit Committee	4	70,000
Executive Committee	1	15,000
Remuneration & Nomination Committee	2	30,000
Risk Management, Governance and Compliance Committee	3	45,000



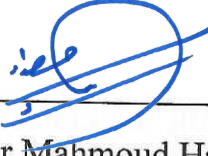
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Hisham Abdel Rahman Al Askar


Chairman of the Remuneration and
Nomination Committee
Committee


Samir Mahmoud Haddad

Member of the Remuneration and
and Nomination


Saad bin Mohammed Al-Qarni

Secretary of the Remuneration and
Nomination Committee


Suleiman bin Omar Al-Abdullatif

Member of the Remuneration and
Nomination Committee

Bonus and Allowances Policies for Board and Committees Attendance

First: This policy aims to establish clear criteria for remuneration of board members, committees, and senior executives in the light of the corporate system, regulations and procedures, the company's basic law system and the Corporate Governance Regulation.

Second: General criteria for rewards

The Rewards and Nomination Committee is responsible for recommending to the Board of Directors the remuneration of the members of the Board, committees, and senior executives of the company in accordance with the following criteria:

- The rewards be consistent with the company's strategy and objectives.
- The remunerations are for the purpose of urging the members of the Board and the executive management to make the company a long-term success.
- To determine the rewards based on educational qualifications, practical experience, and the level of performance (considering the practices of other companies in determining the rewards, while avoiding the unjustified rise in rewards and compensation that may arise).
- Considering the sector in which the company operates, its size and the experience of the board members.
- To aim at attracting, maintaining, and motivating professional competencies, without exaggerating them.
- Board members' remunerations may be of varying amounts to reflect the member's experience, competencies and tasks entrusted to him.

Third: Directors, percentage on profits

- The remuneration of the members of the Board consists of a certain amount, or an allowance for attending sessions, or an allowance for expenses or benefits in kind, and two or more of these benefits may be combined, provided they do not exceed what is stipulated in the Companies Law.
- The annual report of the board of directors to the general assembly of shareholders must include a comprehensive statement of all that the board members received during the fiscal year in terms of remuneration, expense allowances and other benefits, as well as a statement of what the board members received in their capacity as workers, administrators or in return for technical work, or administrative or consulting, if any.
- In all cases, the sum of the remunerations and financial and in-kind benefits that a member of the Board of Directors received annually should not exceed what is stated in the Companies Law, considering the number of sessions attended.

Fourth: Remuneration of members of committees

- The Board of Directors approves an attendance allowance for members of the committees derived from it, based on the recommendation of the Rewards and Nominations Committee.
- Bonuses may be paid to members of the committees derived from the Board of Directors at the end of the year with the approval of the General Assembly.

Fifth: Remuneration of executive management

The Rewards and Nomination Committee reviews the annual remuneration for senior executives according to the performance measurement indicators approved by the Board of Directors. The remuneration and compensation for the executive management includes the following:

Basic salary to be paid at the end of each calendar month.

- Allowances include housing allowance and transportation allowance.
- Medical insurance for him and his family according to the human resources policy.
- Insurance for work injuries, total or partial disability, and death at work.
- An annual bonus linked to performance indicators according to the annual evaluation.
- Other benefits include annual leave, annual travel tickets, and end-of-service benefits according to the work system and human resources policy approved by the company.
- The CEO implements the remuneration policy for the executive management according to the recommendations of the Rewards and Nominations Committee and the approval of the Board.

Sixth. General provisions

Board members may not vote on the board remuneration provision at the shareholders' general assembly meeting.

The company discloses the remuneration of board members, committees, and senior executives in the annual report of the board of directors in accordance with the controls issued under the Companies Law and the Capital Market Authority Regulations.

The procedures for disbursing the annual bonuses for members of the Board and committees are prepared in coordination with the Secretary of the Board with the Financial Department, provided that their disbursement is approved by the CEO.

The allowance for attending the meetings of the council and committees may be disbursed after the end of the sessions. As for the annual remuneration for the council or committees, it is paid after it is approved in the annual general assembly meeting.

Seventh: Details of the remuneration of members of the Board of Directors and its committees

A-Members of the Board of Directors:

- Payment of an attendance allowance of 3000 riyals for attending one session.
- Securing hotel reservations for members coming from outside the city of Riyadh to attend the meeting.
- Securing business class tickets for members coming from outside the city of Riyadh to attend the meeting.
- Granting an annual bonus to each member of the Board of 100,000 riyals after the approval of the General Assembly.

B-Number of Committee Members:

An attendance allowance of 2,000 riyals is paid for attending one session, and a wage is paid to the members of the committees as follows:

- 15,000 riyals annually for each member from within the Board.
- 20,000 riyals annually for each member from outside the Board members
- This policy shall be implemented from the date of its approval by the General Shareholders' Assembly, and any proposed amendments shall be submitted to the Governing Council in the future, which shall in turn review and recommend such amendments to the General Assembly for adoption.