

Voting to amend the Rules on
Remuneration and Fees for Attendance at
the Board and Committees.

Updating the Remuneration Policies of the Board of Directors and the members of the committees

Board and Committee Members' Remuneration Policy Prior to Amendment	Board and Committee Remuneration Policy after Amendment
<p>First:</p> <p>This policy aims to define clear criteria for the remuneration of the Board of Directors members and its committees and senior executives in light of the Companies Law, the regulatory controls and procedures, the Company's Articles of Association, and the Corporate Governance Regulations.</p> <p>Second: General criteria for rewards</p> <p>The Remuneration 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:</p> <p>That the rewards be consistent with the company's strategy and objectives.</p> <p>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.</p> <p>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).</p> <p>Considering the sector in which the company operates, its size and the experience of the board members.</p> <p>To aim at attracting, maintaining, and motivating professional competencies, without exaggerating them.</p> <p>Board members' remunerations may be of varying amounts to reflect the member's experience, competencies and tasks entrusted to him.</p> <p>Third: Directors, percentage on profits</p> <p>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.</p> <p>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,</p>	<p>First:</p> <p>This policy aims to define clear criteria for the remuneration of the Board of Directors members and its committees and senior executives in light of the Companies Law, the regulatory controls and procedures, the Company's Articles of Association, and the Corporate Governance Regulations.</p> <p>Second: General criteria for rewards</p> <p>The Remuneration 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:</p> <p>That the rewards be consistent with the company's strategy and objectives.</p> <p>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.</p> <p>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).</p> <p>Considering the sector in which the company operates, its size and the experience of the board members.</p> <p>To aim at attracting, maintaining, and motivating professional competencies, without exaggerating them.</p> <p>Board members' remunerations may be of varying amounts to reflect the member's experience, competencies and tasks entrusted to him.</p> <p>Third: Directors, percentage on profits</p> <p>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.</p> <p>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,</p>

<p>administrators or in return for technical work. Or administrative or consulting, if any.</p> <p>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.</p> <p>Fourth: Remuneration of members of committees</p> <p>The Board of Directors approves an attendance allowance for members of the committees emanating from it, based on the recommendation of the Remuneration and Nominations Committee.</p> <p>Bonuses may be paid to members of the committees emanating from the Board of Directors at the end of the year with the approval of the General Assembly.</p> <p>Fifth: Remuneration of executive management</p> <p>The Remuneration 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:</p> <p>Basic salary to be paid at the end of each calendar month.</p> <p>Allowances include housing allowance and transportation allowance.</p> <p>Medical insurance for him and his family according to the human resources policy.</p> <p>Insurance for work injuries, total or partial disability, and death at work.</p> <p>An annual bonus linked to performance indicators according to the annual evaluation.</p> <p>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.</p> <p>The CEO implements the remuneration policy for the executive management according to the recommendations of the Remuneration and Nominations Committee and the approval of the Board.</p> <p>Sixth. General provisions</p> <p>Board members may not vote on the board remuneration clause at the shareholders' general assembly meeting.</p> <p>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.</p> <p>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.</p>	<p>administrators or in return for technical work. Or administrative or consulting, if any.</p> <p>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.</p> <p>Fourth: Remuneration of members of committees</p> <p>The Board of Directors approves an attendance allowance for members of the committees emanating from it, based on the recommendation of the Remuneration and Nominations Committee.</p> <p>Bonuses may be paid to members of the committees emanating from the Board of Directors at the end of the year with the approval of the General Assembly.</p> <p>Fifth: Remuneration of executive management</p> <p>The Remuneration 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:</p> <p>Basic salary to be paid at the end of each calendar month.</p> <p>Allowances include housing allowance and transportation allowance.</p> <p>Medical insurance for him and his family according to the human resources policy.</p> <p>Insurance for work injuries, total or partial disability, and death at work.</p> <p>An annual bonus linked to performance indicators according to the annual evaluation.</p> <p>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.</p> <p>The CEO implements the remuneration policy for the executive management according to the recommendations of the Remuneration and Nominations Committee and the approval of the Board.</p> <p>Sixth. General provisions</p> <p>Board members may not vote on the board remuneration clause at the shareholders' general assembly meeting.</p> <p>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.</p> <p>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.</p>
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<p>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.</p> <p>Seventh: Details of the remuneration of members of the Council and its committees</p> <p>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 amounted 100,000 riyals after the approval of the General Assembly.</p> <p>B- Committee Members An attendance allowance of SR 3,000 shall be paid for attending one session. The provisions of this policy shall be effective from the date of its adoption by the General Assembly of Shareholders. Any proposed amendments shall be submitted to the Board of Directors in the future, which in turn shall review those amendments and recommend them to the General Assembly for adoption.</p>	<p>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.</p> <p>Seventh: Details of the remuneration of members of the Council and its committees</p> <p>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 not exceeding 100,000 riyals after the approval of the General Assembly.</p> <p>B- Committee Members An attendance allowance of 2,000 riyals is paid for attending one session, and a reward 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.</p> <p>The provisions of this policy shall be effective from the date of its adoption by the General Assembly of Shareholders. Any proposed amendments shall be submitted to the Board of Directors in the future, which in turn shall review those amendments and recommend them to the General Assembly for adoption.</p>
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Saudi Joint Stock Co.
C.R. 1010073685
P.O. Box 859 Riyadh 11421
Kingdom of Saudi Arabia
Tel. (+966 11) 2658888
Fax. (+966 11) 2659999



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Al Abdullatif Industrial Investment Co.

شركة مساهمة سعودية
س.ت. : ١٠١٠٧٣٦٨٥
ص.ب. ٨٥٩ الرياض ١١٤٢١
المملكة العربية السعودية
هاتف: ٢٦٥٨٨٨٨ (+٩٦٦١١)
فاكس: ٢٦٥٩٩٩٩ (+٩٦٦١١)

Pass-through Resolution

- Decision No.: 01/202
- Resolution Date: Monday 20/09/1443 AH. 21/04/2022AD
- Subject of the resolution: Approval of updating the list of bonuses and allowances for attending the committees and assemblies

The Chairman of the Board of Directors recommends approving the amendment of the regulations of the remuneration policy and attendance allowances of the Board and the committees to be in the following text:

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.

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هاتف: ٢٦٥٨٨٨٨ (٩٦٦١١)
فاكس: ٢٦٥٩٩٩٩ (٩٦٦١١)

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.

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-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.

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فاكس: ٢٦٥٩٩٩٩ (٩٦٦١١)

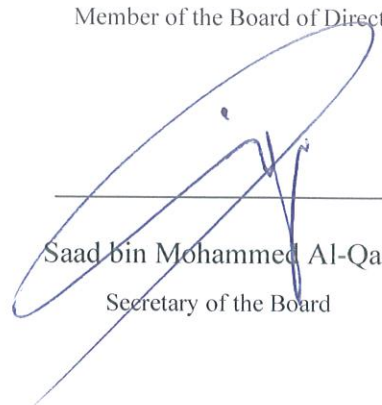
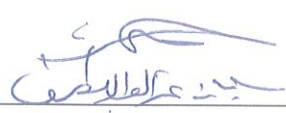

Abdul Latif Omar Al-Abdullatif
Managing Director
Fahd Omar Al-Abdullatif
Board of Director Member


Majid Abdulrahman Al-Osailan
Vice Chairman

Hisham Abdulrahman Al-Askar
Member of the Board of Directors

Mohammed Hamdan Al-Safi
Member of the Board of Directors

Samir Mahmoud Haddad
Member of the Board of Directors


Saad bin Mohammed Al-Qarni
Secretary of the Board
Suleiman Omar Al-Abdullatif
Chairman of the Board of Directors



Modify article (22)
of the Basic Law of the Company.



وزارة التجارة
Ministry of Commerce

سلمهم الله

السادة شركة العبد اللطيف للاستثمار الصناعي

السلام عليكم ورحمة الله وبركاته...

إشارة إلى طلبكم على البريد الإلكتروني الوارد لنا بتاريخ ١٤٤٣/٠٩/٢٣هـ، بشأن طلب إدراج مقترح تعديل بعض مواد النظام الأساسي للشركة وفقاً للمرفق بهذا الخطاب رقم ١١١١١٥٨ بجدول أعمال الجمعية العامة غير العادية للشركة لموافقة مساهميها وفقاً لقرار مجلس الإدارة.

أود الإفادة بعدم ممانعة الوزارة عرض التعديلات المقترحة للنظام الأساس على الجمعية العامة غير العادية حال انعقادها، على أن يتم لاحقاً تزويد الوزارة بنسخة من وثائق وقرارات الجمعية لإكمال اللازم نظاماً وإشهار القرارات على موقع الوزارة على الرابط (pd.mci.gov.sa) وفقاً لنص الفقرة الخامسة من المادة الرابعة والتسعون من نظام

الشركات.

وتقبلوا أطيب تحياتي وتقديري، ، ،

مدير عام

التجارة بمنطقة الرياض

حمد بن محمد العريفي

No-Objection Letter

As per the ministry of commerce approval to the modification of the article (22) from the Basic Law of Al-Abdul Latif Industrial Company, customers and shareholders kindly read the following:

Article Before Amendment (22): Powers of the Chairman, Vice Chairman, Managing Director, and Secretary	Article after amendment (22): Powers of the Chairman, Vice Chairman, Managing Director, and Secretary
<p>The Board of Directors shall appoint from among its members a Chairman or a Deputy Chairman. A Managing Director of the Company may also be appointed. The Chairman or Deputy Chairman shall have the authority to call the Board of Directors to meet and chair the meetings of the Board as well as the chairing of the General Assemblies. The chairman of the board is competent to represent the company in its relationship with others, government and private bodies, before the Sharia courts, judicial bodies, the Board of Grievances, labor and labor offices, high and primary committees, commercial paper committees, all judicial committees, arbitration bodies, claim, defence, litigation and clearance, civil rights, the emirate, police departments, traffic, civil defence, passports, deportation, ministries, municipalities, airports, embassies, customs, ports, chambers of commerce and industry, private bodies, companies and institutions of various kinds, entering into tenders, arrest and payment. They have the right to approve, deny, plead, plead and settle on accounting, division, sorting, attending hearings, filing, reconciliation, acquittance, accepting judgments, denying them, appealing, discrimination, arbitration from the company, requesting oath of oaths, taking out the judgments of all properties, requesting the amendment of the instruments by their borders, survey, deletion, hosting, receiving the instruments and requesting the issuance of a lost allowance for them. He has the right to sign all types of contracts, documents and documents, including without limitation the contracts of incorporation of companies and their branches in which the company participates, transforms and merges them with all their amendments, annexes, classification, amendment decisions, decisions to change capital, extract commercial records, renewal, addition, amendment, cancellation, signing agreements and instruments in front of the notary public and the toxic entities, as well as agreements of non-routine loans, guarantees and guarantees, issuance of legitimate agencies on behalf of the company, and he has the right to sell, buy, empty, accept, receive, deliver, rent, lease, receive, pay, mortgage and release mortgages, as well as he may lend and contract loans with government, local and foreign financing funds and institutions, regardless of their duration, and non-routine commercial and local loans</p>	<p>The Board of Directors shall appoint from among its members a Chairman or a Deputy Chairman. A Managing Director of the Company may also be appointed. The Chairman or Deputy Chairman shall have the authority to call the Board of Directors to meet and chair the meetings of the Board as well as the chairing of the General Assemblies. The chairman of the board is competent to represent the company in its relationship with others, government and private bodies, before the Sharia courts, judicial bodies, the Board of Grievances, labor and labor offices, high and primary committees, commercial paper committees, all judicial committees, arbitration bodies, claim, defence, litigation and clearance, civil rights, the emirate, police departments, traffic, civil defence, passports, deportation, ministries, municipalities, airports, embassies, customs, ports, chambers of commerce and industry, private bodies, companies and institutions of various kinds, entering into tenders, arrest and payment. They have the right to approve, deny, plead, plead and settle on accounting, division, sorting, attending hearings, filing, reconciliation, acquittance, accepting judgments, denying them, appealing, discrimination, arbitration from the company, requesting oath of oaths, taking out the judgments of all properties, requesting the amendment of the instruments by their borders, survey, deletion, hosting, receiving the instruments and requesting the issuance of a lost allowance for them. He has the right to sign all types of contracts, documents and documents, including without limitation the contracts of incorporation of companies and their branches in which the company participates, transforms and merges them with all their amendments, annexes, classification, amendment decisions, decisions to change capital, extract commercial records, renewal, addition, amendment, cancellation and signature of agreements and instruments in front of the notary public and the toxic entities, as well as agreements of non-proprietary loans, guarantees and guarantees, issuance of legitimate agencies on behalf of the company, and he has the right to sell, buy, unload, accept, receive, deliver, rent, lease, receive, pay, mortgage and release mortgages, as well as he may lend</p>

and the State, and he has the right to reconcile, assign, contract, commit and link in the name of the company and on its behalf, and he has the right to dispose of the company's assets, property and real estate, open, close, liquidate, modernize and activate current and investment accounts, credits, withdraw, deposit and transfer to and from the company's accounts with banks, make exchange cards, enter secret numbers, issue bank guarantees, sign all papers, documents and checks in local and foreign currency, release, exchange, lease and all banking transactions, and he has the right to invest and operate funds in local and international markets, as well as the right to appoint employees and workers, dismiss them, request visas, bring in and contract with them, determine their salaries and rewards, extract residency, exit and return visas, final and transfer of guarantees and waive them He has the right to delegate to others all or some of his powers. He may also appoint agents and lawyers for the company and authorize one or more of its members or others to carry out a certain work or works.

The Managing Director shall derive his powers by virtue of a power of attorney from the Chairman or Deputy Chairman of the Board of Directors with all or some of their powers.

The Board of Directors shall determine at its discretion the special remuneration to be received by the Chairman of the Board, the Deputy Chairman of the Board and the Managing Director, in addition to the remuneration prescribed for the members of the Board of Directors under Article 51 (d) of this Law.

The Board may appoint a General Chairman of the Company from among its members or from others. The position of the Managing Director and the General Manager of the Company may be combined. In the resolution appointing him, the Board of Directors shall determine the powers, powers, functions and remuneration of the Director-General and the term of office of the Director-General.

The Chairman of the Board of Directors shall appoint a secretary to the Board, whether among its members or others, and they shall be rewarded with 3,000 riyals for each session of the Board or the meetings of the committees. He shall be competent to record the minutes of the meetings of the Board of Directors, record and keep the decisions issued by these meetings, in addition to exercising the other powers entrusted to him by the Board of Directors.

The term of office of the Chairman, the Deputy Chairman, the Managing Director, the Secretary and the Director shall not exceed the term of office of each of them on the Board specified by these Articles, and they may always be reappointed.

and contract loans with government, local and foreign financing funds and institutions, regardless of their duration, and commercial, local and foreign non-profit loans He has the right to reconcile, assign, contract, commit, and link in the name of the company and on its behalf. He has the right to dispose of the company's assets, property, real estate, open, close, liquidate, update, and activate current and investment accounts. He has the right to invest funds and operate them in local and international markets. He also has the right to appoint employees and workers, dismiss them, isolate them, request visas, bring in and contract them, determine their salaries and equivalents, extract residency, exit and return visas, finalize the transfer of guarantees and waive them. The right to delegate to others all or some of his powers, as well as the right to appoint agents and lawyers for the company and to delegate one or more of its members or others to carry out a certain work or works.

The Managing Director shall derive his powers by virtue of a power of attorney from the Chairman or Deputy Chairman of the Board of Directors with all or some of their powers.

The Board of Directors shall determine at its discretion the special remuneration to be received by the Chairman of the Board, the Deputy Chairman of the Board and the Managing Director, in addition to the remuneration prescribed for the members of the Board of Directors under Article 51 (d) of this Law.

The Board may appoint a General Chairman of the Company from among its members or from others. The position of the Managing Director and the General Manager of the Company may be combined. In the resolution appointing him, the Board of Directors shall determine the powers, powers, functions and remuneration of the Director-General and the term of office of the Director-General.

The Chairman of the Board of Directors shall appoint a secretary to the Board, whether among its members or others, and they shall be rewarded with an amount of 2000 thousand riyals for each meeting of the Board or the meetings of the committees. He shall be competent to record the minutes of the meetings of the Board of Directors, record and keep the decisions issued by these meetings, in addition to exercising the other powers entrusted to him by the Board of Directors.

The term of office of the Chairman, the Deputy Chairman, the Managing Director, the Secretary and the Director shall not exceed the term of office of each of them on the Board specified by these Articles, and they may always be reappointed.