

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
Chapter One - Establishing the company Article (1): Establishment It was established in accordance with the provisions of the Companies Law and its regulations and the provisions of this Bylaws, as a Saudi joint stock company.	Article (1) Establishment It was established in accordance with the provisions of the Companies Law and its regulations and the provisions of this Bylaws as a Saudi joint stock company.	No modification
Article (2) Name of the company Saudi Fisheries Company (a listed Saudi joint stock company).	Article (2) Name of the company Saudi Fisheries Company (a listed Saudi joint stock company).	No modification
Article (3) Company Purposes The company's activities include investing in and raising live aquatic wealth and catching marine life of all kinds, such as fish, shrimp, and others, whether in the waters of the Kingdom of Saudi Arabia or other regional and international waters, cultivating aquatic life, fish, and shrimp in the seas, salt waters, or fresh waters, and operating, raising, and producing fish and shrimp in Earthen ponds, floating cages and other aquatic organisms, hatching fish larvae, shrimp and aquatic organisms, wholesale and retail sale of aquatic organisms, larvae, fish and shrimp and their products, activities related to ornamental fish and others, providing fresh, cooked and grilled seafood, and carrying out all related work such as selling, buying, marketing, manufacturing, production, packaging, canning and storage. Preservation by cooling or freezing, and all works related to import, export, wholesale and retail trade, land transport of goods and logistical supplies, import, export, manufacture, sale and marketing of feed and its derivatives, import, manufacture, maintenance, operation and rental of ships, boats, canoes and other means of marine fishing.	Article (3) Company Purposes The company's activities include investing in and raising live aquatic wealth, catching marine life of all kinds, such as fish, shrimp, and others, whether in the waters of the Kingdom of Saudi Arabia or other regional and international waters, cultivating aquatic life, fish, and shrimp in the seas, salt water, or fresh water, and operating, raising, and producing fish and shrimp in ponds. Earthen, floating cages and other aquaculture, hatching of fish larvae, shrimp and aquaculture, and wholesale and retail sale of aquaculture, larvae and fish. Shrimp and their products and activities related to ornamental fish and others, <b>Restaurants with service</b> and provision of fresh, cooked and grilled seafood and carrying out all related work such as selling, buying, marketing, manufacturing, production, packing, canning, storage, preservation by refrigeration or freezing, and all works related to import, export and trading in it wholesale and retail, land transport of goods and logistical tasks, importing, exporting, manufacturing, selling and marketing of feed and its derivatives and warehouses. <b>Food and animal feed</b> ,	Add what is marked in green

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And creating, building, owning, selling, buying, renting, developing, investing and managing real estate and lands of all kinds. The company carries out its activities in accordance with applicable regulations and laws and after obtaining the necessary licenses from the competent authorities (if any).	and importing, manufacturing, maintaining, operating and renting ships, boats, canoes and other marine fishing means. Establishing, building, owning, selling, buying, renting, developing, investing and managing real estate and lands of all kinds. The company carries out its activities in accordance with applicable regulations and laws and after obtaining the necessary licenses from the competent authorities (if any).	
Article (4) Participation and ownership in companies The company may establish companies on its own <b>(with limited liability or closed joint stock)</b> inside or outside the Kingdom of Saudi Arabia. It may also own shares and stakes in other existing companies or merge with them, and it has the right to participate with others in <b>establishing joint stock or limited liability companies</b> after fulfilling what Required by the regulations and instructions followed in this regard. The company may also dispose of these shares or shares, provided that this does not include mediation in their trading.	Article (4) Participation and ownership in companies The company may establish companies on its own inside or outside the Kingdom of Saudi Arabia. It may also own shares and stakes in other existing companies or merge with them, and it has the right to participate with others in establishing companies after fulfilling the requirements of the regulations and instructions followed in this regard. The company may also dispose of these shares or shares, provided that this does not include mediation in their trading.	Delete what is marked in red
Article (5): The company's main office The company's head office is located in the city of Riyadh and it may not be moved outside Riyadh except by a decision of the extraordinary general assembly based on a proposal from the Board of Directors. The Board of Directors may, by a decision issued by it, establish branches, offices or agencies inside or outside the Kingdom of Saudi Arabia.	Article (5) The company's head office The company's head office is located in the city of Riyadh and it may not be moved outside Riyadh except by a decision of the extraordinary general assembly based on a proposal from the Board of Directors. The Board of Directors may, by a decision issued by it, establish branches, offices or agencies inside or outside the Kingdom of Saudi Arabia.	
Article (6) Duration of the Company The term of the company is (99) ninety-nine Hijri years, starting from the date of issuance of the Minister of	Article (6) Duration of the Company The duration of the company is indefinite	Amending the term of the company

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Commerce's decision announcing its establishment. The term may be extended more than once by a decision issued by the extraordinary general assembly of the company at least one year before the end of the specified period.		
Chapter Two - Capital and Shares Article (7) The company's capital the company's capital is (400,000,000) four hundred million Saudi riyals, divided into (40,000,000) forty million shares of equal value, each of which is worth (10) ten Saudi riyals, and has been fully subscribed and paid for.	Article (7) The company's capital The company's capital is (400,000,000) four hundred million Saudi riyals, divided into (40,000,000) forty million shares of equal value, each of which is worth (10) ten Saudi riyals, and has been fully subscribed and paid for.	No modification
Article (8) Preferred shares The extraordinary general assembly of the company may, in accordance with the provisions of Islamic Sharia and in accordance with the principles established by the competent authority, issue preferred shares not exceeding 10% in accordance with the controls issued by the Capital Market Authority, or decide to purchase them, convert ordinary shares to preferred shares, or convert preferred shares to ordinary shares. Preferred shares give the right to vote in general shareholders' assemblies and these shares give their owners the right to receive a greater percentage than the holders of ordinary shares of the company's net profits after setting aside the statutory reserve.	Article (8): The issuance of shares and the company's purchase, sale, mortgage or transfer of its shares 1 - The company's shares shall be nominal and indivisible in relation to the company. If the share is owned by multiple persons, they must choose one of them to act on their behalf in using the rights related to it. These persons shall be jointly responsible for the obligations arising from ownership of the share. Shares may be issued at less than their nominal value, or they may be issued at a higher value than this value. In this case, the value difference is placed in a separate item within shareholders' equity and is used in accordance with what is determined by the relevant rules and regulations. 3- The company may divide the shares into shares with a lower nominal value, or merge them so that they represent shares with a higher nominal value in accordance with the relevant laws and regulations.	Modified

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	<p>4 - The company may issue preferred or ordinary shares or redeemable shares or decide to buy, sell or mortgage them. The shares purchased by the company do not have votes in the shareholders' assemblies. The company may purchase its shares for the purpose of allocating them to its employees within the employee stock program. It may sell shares Treasury in one or several stages in accordance with the relevant laws and regulations.</p> <p>In cases where the company has shares of different types or categories, the company may convert one type or category to another type or category in accordance with the relevant laws and regulations.</p>	
<p>Article (9) Selling shares of incomplete value</p> <p>The shareholder is obligated to pay the value of the share on the dates specified for that, and if he fails to pay on the due date, the Board of Directors may, after notifying him by registered mail at his address or informing him by registered letter, sell the share at a public auction or stock market, as the case may be, in accordance with the controls determined by the competent authority.</p> <p>The company collects from the proceeds of the sale the amounts due to it and returns the remainder to the shareholder. If the proceeds of the sale are not sufficient to meet these amounts, the company may collect the remainder from all the shareholder's funds.</p>	<p>Article (9) Selling shares of incomplete value</p> <p>1. The shareholder is obligated to pay the value of the share on the dates specified for that, and if he fails to pay on the specified date, the Board of Directors may, after informing him by a registered letter or notifying him by any means of modern technology, sell the share at a public auction or the financial market, as the case may be, in accordance with the controls it determines. The competent authority.</p> <p>2 The company collects from the proceeds of the sale the amounts due to it and returns the remainder to the shareholder. If the proceeds of the sale are not sufficient to meet these amounts, the company may collect the remainder from all of the shareholder's funds.</p> <p>3 .The effectiveness of the rights related to the defaulted shares shall be suspended upon the expiry of the specified date for them</p>	<p>The text of the article has been amended in accordance with the new corporate system</p>

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<p>However, the shareholder who fails to pay until the day of the sale may pay the value due from him in addition to the expenses that the company spent in this regard.</p> <p>The company cancels the share that was sold in accordance with the provisions of this article, gives the buyer a new share bearing the number of the canceled share, and marks in the share registry the occurrence of the sale, indicating the name of the new owner.</p>	<p>until they are sold or the due payment is made in accordance with the provisions of Paragraph (1) of this Article. They include the right to obtain a share of the net profits to be distributed and the right to attend assemblies and vote on their decisions and with Therefore, the shareholder who fails to pay until the day of the sale may pay the value due from him in addition to the expenses that the company spent in this regard. In this case, the shareholder has the right to request receipt of the profits that have been decided to be distributed. .4</p> <p>The company cancels the sold share in accordance with the provisions of this Article, and gives the buyer a new share bearing the number of the canceled share, and marks the sale in the shareholder registry with a statement of the name of the new owner.</p>	
<p>Article (10) Issuing shares</p> <p>The shares shall be nominative and may not be issued for less than their nominal value. Rather, they may be issued at a higher value. In this case, the difference in value shall be added in a separate item within shareholders' equity and may not be distributed as dividends. The share is indivisible in the face of the company. If multiple people own it, they must They choose someone to act on their behalf in using the rights related to the share, and these people are jointly responsible for the obligations arising from ownership of the share.</p>	Deleted and merged with Article 8	
Article (11) Trading in Shares	Article (10): Trading in Shares	Modify the article number only

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The company's shares are traded in accordance with the provisions of the Financial Market Law and its regulations and any other relevant laws and regulations.	The company's shares are traded in accordance with the provisions of the Financial Market Law and its regulations and any other relevant laws and regulations.	
Article (12) The company purchases, sells and mortgages its shares in accordance with the principles and controls set by the competent authority. The company may do the following: 1- Purchasing its ordinary and preferred shares with the approval of the extraordinary general assembly. The shares purchased by the company do not have votes in the shareholders' assemblies. -Purchasing its shares to be used as treasury shares in accordance with the purposes specified by the competent authority. -3- Purchasing its shares for the purpose of allocating them within the employee stock program. 4-Selling treasury shares in one or several stages. -5 Pledge of its shares as security for a debt.	Deleted and merged with Article 8	
Article (13) Capital increase (1)By decision of the extraordinary general assembly, the capital may be increased (after the approval of the competent authorities) provided that the capital has been paid in full. If the unpaid part of the capital is due to shares issued in exchange for converting debt instruments or financing instruments into shares and has not expired. After the specified period for converting them into shares. (2)The extraordinary general assembly may, in all cases, allocate the shares issued upon increasing the capital, or part	Article (11): Capital increase 1 -The extraordinary general assembly may increase the company's issued capital on the condition that the issued capital has been paid in full, and it is not required that the capital has been paid in full if the unpaid part of it is due to shares issued in exchange for converting debt instruments or financing instruments into shares and not It expires after the specified period for converting it into shares. - 2 The Extraordinary General Assembly may, in all cases, allocate all or part of the shares issued upon increasing the	The article number and text have been amended in accordance with the new corporate system

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<p>of them, to the employees of the company and the subsidiaries, or some of them, or any of that. Shareholders may not exercise their priority right when the company issues shares allocated to employees.</p> <p>(3) The shareholder who owns the share at the time of issuance of the extraordinary general assembly's decision approving the capital increase has priority in subscribing to the new shares issued in exchange for cash shares. They are informed of their priority - if any - by publishing in a daily newspaper or by informing them by registered mail of the decision to increase the capital and the subscription conditions. Its duration, start and end dates.</p> <p>4 The Extraordinary General Assembly has the right to suspend the priority right of shareholders to subscribe for a capital increase in exchange for cash shares, or to give priority to non-shareholders in cases it deems appropriate for the interest of the company.</p> <p>(5) The shareholder has the right to sell or waive the priority right during the period from the time of issuance of the General Assembly's decision approving the capital increase until the last day of subscription for the new shares associated with these rights, in accordance with the controls set by the Capital Market Authority.</p> <p>(6) Taking into account what was stated in Paragraph (4) above, the new shares will be distributed to the priority rights holders who requested to subscribe in proportion to the priority rights they own and the total priority rights resulting from the</p>	<p>capital to the employees of the company and all or some of its subsidiaries. Shareholders do not have the right to exercise priority rights when the company issues shares allocated to employees. The competent authority may establish controls and procedures for allocating shares to employees in the company or in subsidiaries or some of them, or any of that.</p> <p>3-In all cases, the nominal value of the increase shares must be equal to the nominal value of the original shares of the same type or class.</p> <p>-4- The shareholder who owns the share at the time of the issuance of the extraordinary general assembly's decision to approve the capital increase has priority in subscribing to the new shares issued in exchange for cash shares, and he is informed of his priority, if any, by a registered letter to his address listed in the shareholder registry or by means of modern technology, and by the decision to increase The capital, terms and conditions of subscription, and the start and end dates, taking into account the type and class of shares he owns.</p> <p>-5-The Extraordinary General Assembly has the right to suspend the priority right of shareholders to subscribe for a capital increase in exchange for cash shares, or grant the priority right to non-shareholders in cases it deems to be in the interest of the company.</p> <p>6 -The shareholder has the right to sell or waive the priority right during the period from the time of issuance of the General Assembly's decision approving the capital increase until the last day of subscription for the new shares associated with these</p>	



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capital increase, provided that what they receive does not exceed what they requested of the new shares. The remainder of the new shares will be distributed to priority rights holders who requested more than their share in proportion to the priority rights they own out of the total priority rights resulting from the capital increase, provided that what they get does not exceed what they requested of the new shares, and the remainder of the shares will be offered to others. Unless the extraordinary general assembly decides or the regulations of the Capital Market Authority and the controls established by the Capital Market Authority stipulate otherwise.	rights, in accordance with the controls established by the competent authority. 7- Taking into account what was stated in Paragraph (5) above, the new shares will be distributed to the priority rights holders who requested to subscribe in proportion to the priority rights they have out of the total of these rights resulting from the capital increase, provided that what they get does not exceed what they requested of the new shares and taking into account For the type and class of share they own, the remainder of the new shares are distributed to the holders of priority rights who requested more than their share in proportion to the priority rights they have out of the total of these rights resulting from the capital increase, provided that what they get does not exceed what they requested of the new shares, and the remainder is subtracted. of shares over others unless the extraordinary general assembly decides or the financial market system stipulates otherwise.	
Article (14) Reducing capital By decision of the extraordinary general assembly, the company's capital may be reduced if it exceeds its need or if the company suffers losses - after the approval of the competent authority - and in the latter case alone, the capital may be reduced to below the limit stipulated in Article 54 of the Companies Law. The decision shall not be issued except after reading a special report prepared by the auditor on the reasons necessitating it, the obligations owed by the company, and the effect of reducing these obligations. If the capital	Article (12) Capital reduction The extraordinary general assembly may decide to reduce the capital if it exceeds the company's needs or if the company suffers losses. In the latter case alone, the capital may be reduced to below the limit stated in Article Fifty-Nine of the Companies Law. The reduction decision shall not be issued except after a statement is read in the assembly. The general statement shall be prepared by the Board of Directors about the reasons necessitating the reduction, the company's obligations, and the	The article number and text have been amended in accordance with the new corporate system



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reduction is a result of its increase in excess of the company's need, the creditors must be invited to express their objections to it within sixty (60) days from the date of publishing the reduction decision in a daily newspaper distributed in the region in which the company's head office is located. If one of the creditors objects and submits his documents to the company in the aforementioned deadline must be paid by the company to him if it is due, or it must provide sufficient guarantee to meet it if the amendments to the company's bylaws are in line with the deadline.	effect of the reduction on fulfilling them. A report from the company's auditor shall be attached to this statement. If the capital reduction is a result of it exceeding the company's needs, the creditors must be invited to express their objections, if any, to the reduction at least forty-five days before the date set for holding the extraordinary general assembly meeting to take the reduction decision, provided that a statement showing the amount of capital before the reduction is attached to the invitation. After that, the date of holding the meeting and the effective date of the reduction, if any of the creditors objects to the reduction and submits his documents to the company on the aforementioned date, the company must pay him his debt if it is immediate and provide him with sufficient guarantee to fulfill it if it is later.	
Chapter Three - Board of Directors Article (15) Board of Directors The company is managed by a board of directors consisting of nine members, elected by the ordinary general assembly of shareholders by cumulative voting for a period not exceeding three years. Board members may be re-elected more than once.	Article (13) Board of Directors The company is managed by a board of directors composed of <b>seven natural members</b> , elected by the ordinary general assembly of shareholders by cumulative voting for a period not exceeding three years. Board members may be re-elected more than once.	The article number and number of council members have been modified
Article (16): Termination of Council membership Board membership shall end at the end of its term or at the expiration of the member's authority in accordance with any system or instructions in effect in the Kingdom. However, the Ordinary General Assembly may at any time dismiss all or some of the members of the Board of Directors, without prejudice to the right of the dismissed member towards the	Article (14): Termination of Council membership -1-Council membership ends with the expiration of his term, his retirement, or the expiration of the member's authority in accordance with any system or instructions in force in the Kingdom, or the absence of the conditions and criteria for membership approved by any General Assembly.	The article number and text have been amended in accordance with the new corporate system

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<p>company to demand compensation if the dismissal occurred for a reason other than Acceptable or at an inappropriate time. A member of the Board of Directors may resign, provided that this is at an appropriate time, otherwise he will be liable to the company for any damages resulting from his resignation. The General Assembly may, based on a recommendation from the Council, terminate the membership of any member who fails to attend three consecutive Council meetings without a legitimate excuse</p>	<p>2 - The Ordinary General Assembly may, at any time, dismiss all or some of the members of the Board of Directors, taking into account the controls established by the Financial Market Authority.</p> <p>-3-The General Assembly may, upon the recommendation of the Council, terminate the membership of any member who fails to attend three consecutive meetings or five separate meetings of the Council during the term of his membership without a legitimate excuse accepted by the Council.</p> <p>-4- A member of the Board of Directors may retire from membership of the Board by written notification addressed to the Chairman of the Board. If the Chairman of the Board retires, notification must be directed to the remaining members of the Board and the Secretary of the Board. Retirement shall be effective in both cases from the date specified in the notification. The Board of Directors must convene the Ordinary General Assembly sufficiently before the end of its session to elect a Board of Directors for a new session. If it is not possible to hold the election and the term of the current Board has ended, its members will continue to perform their duties until a Board of Directors is elected for a new term, provided that the term of the Board members whose term has ended does not exceed (ninety) days from the date of the end of the Board's term, and the Board of Directors must take the necessary measures to elect a Board of Directors. He shall be replaced before the expiration of the continuity period specified in this paragraph.</p>	



الشركة السعودية للأسماك  
SAUDI FISHERIES COMPANY

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	<p>-6-If the Chairman and members of the Board of Directors retire, they must convene the Ordinary General Assembly to convene to elect a new Board of Directors. The retirement shall not take effect until the election of the new Board, provided that the duration of the retiring Board shall not exceed (one hundred and twenty days from the date of that retirement, and the Board of Directors shall Take the necessary measures to elect a board of directors to replace him before the expiry of the continuity period specified in this paragraph</p> <p>7 .If the necessary conditions are not met for the Board of Directors to convene due to the number of its members being less than the minimum stipulated in the system or the company's bylaws, the remaining members must invite the Ordinary General Assembly to convene within (sixty) days; To elect the necessary number of members.</p> <p>-8-In the event that a Board of Directors is not elected for a new session or the necessary number of Board of Directors members is not completed, in accordance with Paragraphs (6), (7) and (8) of this Article, any interested party may request the competent judicial authority to appoint persons with disabilities. Experience, specialization, and in the number you deem appropriate, whoever supervises the management of the company and calls the General Assembly to convene within (ninety) days to elect a new board of directors or complete the necessary number of board members, as the case may be, or to request the dissolution of the company.</p>	

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	9- When a member's membership in the Board of Directors expires through one of the membership termination methods, the company must notify the Capital Market Authority and the Saudi Stock Exchange immediately, stating the reasons for this.	
<p>Article (17) Vacant position in the Council</p> <p>If the position of one of the members of the Board of Directors is felt, the Council may appoint a temporary member to the poet position according to what the Council deems appropriate - without the condition of ranking in obtaining votes - provided that he is among those who have experience and competence, and the competent authorities must be informed of this within the statutory period from the date of appointment. The appointment shall be presented to the Ordinary General Assembly at its first meeting, and the new member shall complete the term of his predecessor. If the necessary conditions are not met for the Board of Directors to convene due to the number of its members being less than the minimum stipulated in the Companies Law or this Law, the remaining members must invite the Ordinary General Assembly to convene within sixty days. One day to elect the necessary number of members.</p>	<p>Article (15) The Poet's Position in the Council</p> <p>If the position of a member of the Board of Directors becomes vacant due to his death, retirement, or termination of his membership through one of the other means of termination of membership, and this vacancy does not result in a violation of the conditions necessary for the validity of the Board's meeting due to a decrease in the number of its members below the minimum stipulated in the Companies Law, the Board may temporarily fill the vacant position with whomever is available. He has experience and competence, provided that he informs the Commercial Register as well as the Capital Market Authority within fifteen days from the date of appointment, and that the appointment is presented to the Ordinary General Assembly at its first meeting, and the appointed member completes the term of his predecessor.</p>	The article number and text have been amended in accordance with the new corporate system
<p>Article (18) Jurisdiction of the Board of Directors</p> <p>Taking into account the powers assigned to the General Assembly, the Board of Directors shall have the broadest powers to manage the company, formulate its policies, determine its investments, supervise its work, manage its affairs, and carry out all actions and actions inside and outside</p>	<p>Article (16) Jurisdiction of the Board of Directors</p> <p>Taking into account the powers assigned to the General Assembly, the Board of Directors shall have the broadest powers to manage the company, formulate its policies, determine its investments, supervise its work, manage its affairs, and carry out all actions and actions inside and outside the Kingdom that</p>	The article number and text have been amended in accordance with the new corporate system

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<p>the Kingdom that would achieve its purposes. The powers and authorities of the Board of Directors include, but are not limited to, the following:</p> <p>1 Dispose of the company's assets, properties, and real estate. He has the right to accept the gift, the right to mortgage, release the mortgage, sell, buy, empty, and collect and deliver the price and the appraiser, provided that the minutes of the council and the rationale for its decision to dispose of and sell include the reasons and justifications for that, taking into account the following conditions:</p> <p>A- The sale must be close to the equivalent price in accordance with generally accepted accounting principles.</p> <p>B. The sale must be present except in cases of necessity and with sufficient guarantees.</p> <p>That this behavior does not result in harm to the company and the cessation of some of its activities or burdening it with other obligations due to the conditions of that behavior.</p> <p>2 Opening, managing and closing all types of accounts, including investment accounts, signing credits, transfers and financial documents, withdrawing and depositing with banks, issuing checks and commercial papers and leasing them to others. He has the right to carry out all banking transactions, appoint authorized signatories, determine their powers and cancel them, and request the issuance and cancellation of automated teller cards and PINs.</p> <p>-3- Issuing guarantees, guarantees, promissory notes, and providing guarantees of all kinds to banks, funds, financial</p>	<p>would achieve its purposes. The powers and authorities of the Board of Directors include, but are not limited to, the following:</p> <p>1 - Dispose of the company's assets, properties, and real estate. He has the right to accept the gift, the right to mortgage, release the mortgage, sell, buy, empty, and pay and deliver the price and the appraiser, provided that the minutes of the council and the rationale for its decision to dispose of and sell include the reasons and justifications for that, taking into account the following conditions:</p> <p>A- The sale must be close to the equivalent price in accordance with generally accepted accounting principles.</p> <p>B. The sale must be present except in cases of necessity and with sufficient guarantees.</p> <p>C- That this behavior does not result in harm to the company and the cessation of some of its activities or burdening it with other obligations due to the conditions of that behavior.</p> <p><b>D- The Ordinary General Assembly's approval of a decision to sell more than (50%) of the company's assets, whether the sale was made through one deal or several deals. If the sale was made through several deals, the deal that leads to exceeding (50%) of the sale of assets is considered the deal. The approval of the General Assembly is required. This percentage is calculated from the date of the first transaction that took place during the past twelve months.</b></p> <p>2- Opening, managing and closing all types of accounts, including investment accounts, signing credits, transfers and financial documents, withdrawing and depositing with banks,</p>	

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<p>institutions, government financing institutions, and the company's creditors, and signing all papers and documents related to that.</p> <p>4 -Concluding loans with any entity, such as government financing funds and institutions, and commercial loans with banks and financial institutions, regardless of their duration and for any limits determined by the Council.</p> <p>5 -The Board of Directors, in the cases it deems appropriate, has the right to discharge the company's debtors from their obligations in accordance with what is in its interest and according to the generally accepted accounting procedures for making allowances for doubtful debts, provided that a period of time has passed since the debt and the Board finds it futile to continue claiming it, provided that it includes a report. The Council and the rationale for its decision to discharge the company's debtors, the reasons and justifications for that, and discharge is a right of the Council that may not be delegated.</p> <p>- 6 Establishing companies or participating with others in establishing them, or owning shares and stakes in other existing companies, or acquiring them or merging with them, and investing in all kinds, deposits, instruments, bonds, shares, and funds, and disposing of these shares or shares, and he has the right to offer some of the company's assets, properties, and real estate as a share. In-kind in the capital of any company in which it participates or establishes, amending its articles of incorporation and signing on behalf of the company the articles of incorporation of the companies in which the</p>	<p>issuing checks and commercial papers and leasing them to others. He has the right to carry out all banking transactions, appoint authorized signatories, determine their powers and cancel them, and request the issuance and cancellation of automated teller cards and PINs.</p> <p>-3-Issuing guarantees, guarantees, promissory notes, and providing guarantees of all kinds to banks, funds, financial institutions, government financing institutions, and the company's creditors, and signing all papers and documents related to that.</p> <p>4 - Concluding loans with any entity, such as government financing funds and institutions, and commercial loans with banks and financial institutions, regardless of their duration and for any limits determined by the Council.</p> <p>5 -The Board of Directors, in cases it deems appropriate, has the right to discharge the company's debtors from their obligations in accordance with what is in its interest and according to the generally accepted accounting procedures for making allowances for doubtful debts, provided that a period of time has passed since the debt and the Board finds it futile to continue claiming it, provided that it includes a report. The Council and the rationale for its decision to discharge the company's debtors, the reasons and justifications for that, and that discharge is a right of the Council, and it is not permissible to delegate it.</p> <p>6 - Establishing companies or participating with others in establishing them, owning shares and stakes in other existing</p>	

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<p>company participates and the annexes to their amendments, whatever the type of these companies and whatever the content of these amendments, including amendments related to increasing or decreasing the capital or waiving Quotas and shares and selling them in accordance with the relevant regulations or accepting the shares and shares assigned to the company or transferring or merging companies and buying and selling shares and shares in companies, whether all or some of the shares and shares. The Council may request, accept and negotiate offering the shares and shares that the company owns for public or private subscription within the Kingdom of Saudi Arabia. Or outside it, taking into account regulatory requirements. The Board may appoint representatives of the company in the management of any other company to which it is affiliated or a shareholder, attend meetings of associations of partners or shareholders, boards of directors and boards of directors, vote on behalf of the company, sign decisions and minutes of meetings of associations of partners and shareholders, managers and boards of directors therein, and sign agreements. The instruments are presented before notaries and official authorities.</p> <p>-7-Appointing and dismissing the company's CEO and executive vice presidents.</p> <p>- 8 Determine the powers, duties and financial rights of the CEO and Executive Vice Presidents</p>	<p>companies, or acquiring them or merging with them, investing in all kinds, deposits, instruments, bonds, shares and funds, and disposing of these shares or shares, and he has the right to offer some of the company's assets, properties and real estate as an in-kind share. In the capital of any company in which it participates or establishes, amending its articles of incorporation, and signing on behalf of the company the articles of incorporation of the companies in which the company participates and the annexes to their amendments, whatever the type of these companies and whatever the content of these amendments, including amendments related to increasing or decreasing capital or waiving shares and shares. And selling them in accordance with the relevant regulations, or accepting the shares and shares assigned to the company, or transferring or merging companies, and buying and selling shares, and now they are in the companies, whether all or some of the shares and shares. The Council has the right to request, accept, and negotiate the offering of the shares and shares that the company owns for public or private subscription within the Kingdom of Saudi Arabia or Outside of it, taking into account regulatory requirements, the Board may appoint representatives of the company to manage any other company to which it is affiliated or a shareholder, attend meetings of associations of partners or shareholders, boards of directors, and boards of directors, vote on behalf of the company, and sign decisions and minutes of meetings of associations of partners, shareholders, directors, and</p>	



## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>9 .Approval of the company's financial position, financial statements, and annual budget.</p> <p>Within the limits of its powers, the Council has the right to authorize or authorize one or more of its members, a committee of the Council's committees, one of the company's employees, or a third party to carry out certain tasks, and it has the right to revoke the authorization or authorization, partially or completely.</p>	<p>boards of directors therein. And signing agreements and instruments before notaries and official authorities.</p> <p>7 -Appointing and dismissing the company's CEO and executive vice presidents.</p> <p>8 - Determine the powers, duties and financial rights of the CEO and Executive Vice Presidents.</p> <p>-9 Approval of the company's financial position, financial statements, and annual budget.</p> <p>10-Approval of the company's internal regulations and policies, and governance regulations and policies, unless the regulations and regulations of the competent authorities stipulate powers for the association in this regard.</p> <p>The Council has the right, within the limits of its powers, to authorize or authorize one or more of its members, a committee of the Council, one of the company's employees, or a third party to undertake a specific business, and it has the right to revoke the authorization or authorization, partially or completely.</p>	
<p>Article (19) Remuneration for members of the Board of Directors</p> <p>The remuneration for members of the Board of Directors consists of a certain amount as an attendance allowance for sessions, in-kind benefits, or a certain percentage of net profits. If it is a certain percentage of net profits, the provisions of Paragraph (5) of Article (45) of this system must be taken into account, and it is permissible to combine the two. Two or more of these benefits, within the limits of what is stipulated in the Companies Law or any other complementary regulations</p>	<p>Article (17): Remuneration for members of the Board of Directors</p> <p>The remuneration for members of the Board of Directors shall be a specific amount, an attendance allowance for sessions, in-kind benefits, or a specific percentage of net profits. It is permissible to combine two or more of the above, in addition to travel, accommodation, and lodging expenses. The Ordinary General Assembly shall determine the amount of these remunerations, taking into account The rewards must be fair, motivating, and commensurate with the member's performance</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
thereto, in addition to what the Board of Directors decides of travel, accommodation and lodging expenses for each session for non-resident members in accordance with the applicable regulations, decisions and instructions in the Kingdom issued by the competent authorities, and must The Board of Directors' report to the Ordinary General Assembly includes a comprehensive statement of all the bonuses, expense allowances, and other benefits that the members of the Board of Directors received during the financial year. It should also include a statement of what members of the Council received in their capacity as workers or administrators, or what they received in exchange for technical or administrative work or consultations. It should also include a statement of the number of Council sessions and the number of sessions attended by each member from the date of the last meeting of the General Assembly.	and the company's performance, taking into account the controls issued by the competent authority in this regard. The Board of Directors' report to the Ordinary General Assembly at its annual meeting must include a comprehensive statement of all that each member of the Board of Directors received or was entitled to receive during the fiscal year in terms of bonuses, allowance for attending sessions, allowance for expenses, and other benefits. It should also include a statement of what council members received in their capacity as workers or administrators or what they received in exchange for technical, administrative or consulting work, and it should also include a statement of the number of council sessions and the number of sessions attended by each member.	
Article (20) Powers of the President, Deputy, Managing Director and Secretary 1 - The Board of Directors shall appoint from among its members a Chairman and Vice-Chairman, and may appoint a Managing Director. It is not permissible to combine the position of Chairman of the Board of Directors with any executive position in the company. 2 .Taking into account the powers and powers of the Board of Directors, the Chairman of the Board of Directors is responsible for calling the Board to meet, chairing its meetings and the meetings of the General Assembly of Shareholders,	Article (18) Powers of the President, Vice President, and Member The Managing Director and the Secretary: The Board of Directors shall appoint, <b>at its first meeting</b> , a Chairman and a Vice-Chairman from among its members. <b>It may also appoint a Managing Director from among its members,</b> and it may also appoint from among its members or from others a CEO of the company. It is not permissible to combine the position of Chairman of the Board of Directors with any executive position. With the company.	The article number and text have been amended in accordance with the new corporate system

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
representing the company and signing on its behalf before all governmental, semi-governmental and non-governmental bodies, the Royal Court, ministries, public and private bodies and institutions, the Emirates and all government departments, for example but not limited to. (Traffic, Passports and Recruitment Administration, Labor Office, Expatriates Administration, Civil Defense, Trademark Registration Administration, commercial agencies, companies, banks, individuals, etc., and the right to represent the company and sign on its behalf before all judicial and quasi-judicial bodies with their various names, types, and degrees. He has the right to dispute, demand, plead, defend, file a lawsuit, and hear lawsuits. And responding to it - acknowledgment - denial - reconciliation - waiver - release - requesting an oath, rejecting it, and abstaining from it - bringing witnesses and evidence and challenging it - answering, discrediting and amending - challenging forgery - denying letters, seals and signatures - requesting a travel ban and lifting it - reviewing the seizure and execution departments - requesting seizure and execution - Requesting arbitration - appointing experts and arbitrators - appealing the reports of experts and arbitrators and their rejection and replacement - demanding the implementation of rulings - accepting and denying rulings - objecting to rulings and requesting appeal - requesting reconsideration - marginalization of ruling instruments - requesting rehabilitation - requesting pre-emption. Requesting to overturn the ruling at the Supreme Court - completing the requirements	-2 Taking into account the terms of reference and powers of the Board of Directors, the Chairman of the Board of Directors is responsible for calling the Board to meet, chairing its meetings and the meetings of the General Assembly of Shareholders, representing the company and signing on its behalf before all governmental, semi-governmental and non-governmental bodies, the Royal Court, ministries, public and private bodies and institutions, the Emirates and all government departments, for example but not limited to. Traffic, Passports and Recruitment Administration, Labor Office, Expatriates Administration, Civil Defense, Trademark Registration Administration, commercial agencies, companies, banks, individuals, etc., and the right to represent the company and sign on its behalf before all judicial and quasi-judicial bodies with their various names, types, and degrees. He has the right to dispute, demand, plead, defend, file a lawsuit, hear claims, and respond. It must - acknowledgment - denial - reconciliation - waiver - release - requesting an oath, rejecting it, and abstaining from it - bringing witnesses and evidence and challenging it - answering, challenging, and amending - challenging forgery - denying lines, seals, and signatures - requesting a travel ban and lifting it - reviewing the seizure and execution departments requesting seizure and execution - Requesting arbitration - appointing experts and arbitrators - appealing the reports of experts and arbitrators, and their rejection and replacement - demanding the implementation of rulings - accepting and denying rulings - objecting to rulings and requesting appeal -	

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
to attend sessions in all cases before all courts - submitting memorandums and documents - receiving memos and documents - receiving amounts by check in the name of the company - receiving judgment instruments - requesting the judge's recusal - requesting intervention and intervention - requesting referral of the case - and at Administrative courts (Board of Grievances), the Committee for Reviewing Violations of the Competition Law, Sharia Medical Committees, Labor Committees, Financial Dispute Resolution Committees, Banking Dispute Settlement Committees, Securities Dispute Settlement Committees, Commercial Securities Dispute Settlement Offices, Commercial Dispute Resolution Committees, and Customs Committees. The commercial fraud committees, the committees for resolving insurance disputes and violations, the Public Prosecution, the Supreme Court, the committee for resolving tax violations and disputes, the appeals committee for tax violations and disputes, and others. He has the right to deliver and receive all papers, transactions, and judgments, and complete what is necessary in all courts, committees, and with regard to real estate, he has the right to representation. The company and signing on its behalf with regard to receiving the deeds, merging, dividing and sorting them, updating them and entering them into the comprehensive system, extracting a set of deeds to replace a missing one, authenticating copies of real estate deeds, reviewing notary letters to inquire about real estate properties, amending boundaries, lengths, surveying, lot	requesting reconsideration - marginalization of judgment instruments - requesting rehabilitation - requesting pre-emption - and requesting annulment of the ruling before the Supreme Court - Completing the necessary attendance at sessions in all cases before all courts - Submitting memorandums and documents - Receiving memorandums and documents - Receiving amounts by check in the name of the company - Receiving judgment instruments - Requesting the judge's recusal. Request for entry and interference - request to refer the case. The administrative courts have the Board of Grievances, the Committee for Reviewing Violations of the Competition Law, the Sharia Medical Committees, the Labor Committees, the Financial Dispute Resolution Committees, the Banking Dispute Settlement Committees, the Securities Dispute Settlement Committees, the Commercial Securities Dispute Settlement Offices, the Commercial Dispute Settlement Committees, the Customs Committees, and the Administrative Courts. Commercial fraud, the committees for resolving insurance disputes and violations, the Public Prosecution, the Supreme Court, the Committee for Resolving Tax Violations and Disputes, the Appeals Committee for Tax Violations and Disputes, and others. He has the right to deliver and receive all papers, transactions, and judgments, and complete what is necessary in all courts and committees. With regard to real estate, he has the right to representation. The company and signing on its behalf with regard to receiving the deeds, merging, dividing and sorting them, updating them and entering them into	

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>numbers, plans, deeds and their dates, names of neighborhoods, leasing and leasing, and receiving the rent and investment returns by check. In the name of the company and he has the right to represent the company and sign on its behalf in this regard. The Chairman of the Board of Directors' authority is a sole authority to represent the company or sign on its behalf in everything mentioned above, and he has the right to delegate or delegate to others any or all of his powers or powers.</p> <p>3 The Deputy Chairman of the Council assumes the duties of the Chairman of the Council in his absence.</p> <p>4 - The Managing Director, if appointed, shall have the powers determined by the Board of Directors and implement all instructions issued by the Council. The Board shall determine, in accordance with its discretion and based on a decision issued by it, the remuneration that the Managing Director receives for all additional work for which he makes amendments to the company's statute that are consistent with its provisions. In his capacity as an executive and not as a member of the Council.</p> <p>-5 The Board of Directors appoints a secretary whom he chooses from among its members or from others.</p> <p>6- The term of the Chairman of the Council, his deputy, the Managing Director, and the Secretary and member of the Board of Directors shall not exceed the term of each of them in the Council. They may be re-elected and the Council may at any time dismiss them or any of them without prejudice to the</p>	<p>the comprehensive system, extracting a set of deeds to replace a missing one, authenticating copies of the real estate deeds, reviewing notary letters to inquire about real estate properties, amending boundaries, lengths, area, lot numbers, plans, deeds and their dates, neighborhood names, leasing and leasing, and receiving the rent and investment returns by check. In the name of the company and he has the right to represent the company and sign on its behalf in this regard.</p> <p>The Chairman of the Board of Directors has the sole authority to represent the company or sign on its behalf in everything mentioned above, and he has the right to delegate or delegate to others any or all of his powers or powers.</p> <p>3 - The Vice President of the Council assumes the duties of the President of the Council in his absence.</p> <p>4 -The Managing Director, if appointed, shall have the powers determined by the Board of Directors and implement all instructions issued by the Board. The Board shall determine, in accordance with its discretion and based on a decision issued by it, the remuneration that the Managing Director receives for all additional work that he performs in his executive capacity and not in his capacity as a member of the Board.</p> <p>-5 The Board of Directors appoints a secretary whom it chooses from among its members or from others.</p> <p>6- The term of the Chairman of the Board, his deputy, the Managing Director, and the Secretary, who is a member of the Board of Directors, shall not exceed the term of each of them in the Board of Directors. They may be re-elected and the Board</p>	

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
right of the dismissed person to compensation if the dismissal occurred for an unlawful reason or in Inappropriate time.	may at any time remove them or any of them from those positions, and this does not entail relieving them from their membership in the Board of Directors.	
Article (21) Council meetings The Board of Directors meets at least (4) times a year at the invitation of its Chairman. The invitation shall be in writing and may be sent by regular or electronic mail or through other modern technological means. The Chairman of the Board or his representative in the event of his absence must call the Board to the meeting whenever Two members asked him to do so. The Board of Directors may, according to circumstances, hold its meetings through modern technological means	Article (19) Council meetings The Board of Directors meets at least four times a year at the invitation of its Chairman. The invitation must be in writing and sent via regular mail, electronic mail, or through other modern technological means. The Chairman of the Board, or his representative in the event of his absence, must invite the Board to the meeting whenever he is requested to do so. Write to any member of the Council to discuss any topic or more. The Board of Directors determines the place for holding its meetings, and its meetings may be held using modern technological means. It also has the right to invite any of the company's employees, advisors, or others to attend its sessions, provided that they do not have the right to vote.	The article number and text have been amended in accordance with the new corporate system
Article (22) Quorum for Council meetings The Council meeting shall not be valid unless it is attended by at least <b>five</b> members, provided that the number of those <b>actually present is not less than four members</b> . With the approval of the chairman of the meeting, a member of the Board of Directors may attend the Board of Directors meeting via modern technological means. He may also delegate other members to attend Council meetings and vote on his behalf on the decisions taken during the meeting, in accordance with the following controls- :	Article (20) Quorum for Council meetings The meeting of the Board of Directors of a joint-stock company shall not be valid unless <b>at least half of the members attend in person or on behalf of it, and provided that the number of attendees in person is not less than three members</b> . A member of the Board of Directors, with the approval of the Chairman of the meeting, may attend the Board of Directors meeting via modern technological means. A member of the Council may also represent other members on his behalf in attending Council meetings and voting on his behalf on the	The article number and quorum have been modified

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>1 -A member of the Board of Directors may not represent more than one member in attending the same meeting.</p> <p>-2-The delegation must be confirmed in writing - it can be through modern technological means - and regarding a specific meeting.</p> <p>3- The representative may not vote on decisions on which the system prohibits the delegate from voting. The Board has the right to invite to its sessions whomever it sees fit among the company's employees, consultants, or others, provided that they do not have the right to vote</p>	<p>decisions taken during the meeting, in accordance with the following controls- :</p> <p>1 -A member of the Board of Directors may not represent more than one member in attending the same meeting.</p> <p>-2-The delegation must be confirmed in writing - and it may be done by means of modern technology and in connection with a specific meeting.</p> <p>3 - The representative may not vote on decisions on which the system prohibits the delegate from voting.</p>	
<p>Article 23: Council decisions and deliberations</p> <p>The Council's decisions are issued by a majority of the opinions of the members present or represented therein, and when the opinions are equal, the side with which the Chairman of the session voted prevails. The deliberations and decisions of the Board of Directors are recorded in minutes signed by the chairman of the session, the attending members of the Board of Directors, and the secretary. These minutes are recorded in a special register signed by the Chairman of the Board of Directors and the Secretary. Amendments to the company's articles of association to make it compatible with Nazad</p> <p>The Council may issue decisions on urgent matters by presenting them to members separately, unless one of the members requests - in writing - a Council meeting to deliberate</p>	<p>Article (21) Council decisions and deliberations</p> <p>Council decisions shall be issued by a majority of the votes of the members present in person or on behalf. When the votes are equal, the side with which the Chairman of the meeting voted shall prevail. The decision shall be effective from the date of its issuance unless it stipulates that it shall take effect at another time or when certain conditions are met.</p> <p>The Board of Directors may issue its decisions on urgent matters by presenting them to all members by circulation, unless one of the members requests in writing - a meeting of the Board to deliberate on them. These decisions shall be issued with the approval of the majority of the votes of its members and these decisions shall be presented to the Board at its first subsequent meeting to be recorded in the minutes of that meeting.</p> <p>The deliberations and decisions of the Board of Directors shall be recorded in minutes prepared by the Secretary and signed by the Chairman of the meeting, the members of the Board of</p>	<p>The article number has been modified and some paragraphs have been added in accordance with the company's latest system</p>



## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
on them. These decisions are presented to the Council at its first subsequent meeting.	Directors present, and the Secretary. These minutes are recorded in a special register signed by the Chairman of the Board of Directors and the Secretary. Modern technological means may be used to sign, record deliberations and decisions, and record the minutes.	
<p>Chapter Four - Shareholders' Assemblies</p> <p>Article (24) Attending Assemblies</p> <p>Every shareholder has the right to attend the general assemblies of shareholders, and in doing so he may delegate someone other than members of the Board of Directors or employees of the company to attend the general assembly.</p> <p>It is permissible to hold meetings of the general assemblies of shareholders and the shareholder to participate in their deliberations and vote on their decisions by means of modern technology, in accordance with the controls set by the competent authority.</p>	<p>Chapter Four - Shareholders' Assemblies</p> <p>Article 22: Attendance of assemblies</p> <p>1 - Every shareholder has the right to attend the general shareholders' assemblies, and the shareholder has the right, by written power of attorney, to appoint another natural person among the shareholders or others who are not members of the company's board of directors to attend the assembly meeting and vote on the items of its agenda on his behalf in accordance with the relevant laws and regulations.</p> <p>2 Shareholders who wish to attend the general or special assembly register their names at the company's main office or at the headquarters where the assembly is held before the time specified for the assembly to be held.</p> <p>General assembly meetings of shareholders may be held and the shareholder may participate in its deliberations and vote on its decisions using modern technological means in accordance with the controls set by the competent authority.</p> <p>-4- The attendance and votes of the participating shareholders are counted through modern technological means, and the shareholders who vote do not fall within the quorum necessary for the validity of the assembly meeting and the issuance of decisions.</p>	The article number and text have been amended in accordance with the new corporate system

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
Article (25) Powers of the Ordinary General Assembly With the exception of matters within the jurisdiction of the Extraordinary General Assembly, the Ordinary General Assembly shall have jurisdiction over all matters related to the company, and shall be held at least once a year during the six months following the end of the company's fiscal year. Other Ordinary General Assemblies may be invited to meet whenever necessary. The need for that.	Article (23) Powers of the Ordinary General Assembly Except for matters within the jurisdiction of the Extraordinary General Assembly, the Ordinary General Assembly shall have jurisdiction over all matters related to the company, and shall be held at least once a year during the six months following the end of the company's fiscal year. Other ordinary general assemblies may be invited to meet whenever necessary.	Only the Article number has been modified
Article (26) Powers of the Extraordinary General Assembly The Extraordinary General Assembly has the authority to amend the company's bylaws, with the exception of matters prohibited by law from being amended, and it may issue decisions on matters that originally fall within the powers of the Ordinary General Assembly, under the same terms and conditions established for the Ordinary General Assembly.	Article (24) Powers of the Extraordinary General Assembly The Extraordinary General Assembly is authorized to amend the company's bylaws, with the exception of matters prohibited by law from being amended. It is also authorized to decide on the continuation or dissolution of the company, and to approve the company's purchase of its shares. It may also issue decisions on matters that originally fall within the jurisdiction of the Ordinary General Assembly, under the same terms and conditions established for the Ordinary General Assembly.	Only the Article number has been modified
Article 27: Invitation to associations General or private assemblies of shareholders shall be held at the invitation of the Board of Directors in accordance with the conditions stipulated in this system, the companies' system, and the controls set by the Capital Market Authority in this regard. The board must invite the ordinary general assembly to convene if so requested by the auditor, the audit committee, or a number of shareholders representing 5%. At least % of the capital. The auditor may invite the assembly to meet if the	Article 25: Invitation to associations General or private assemblies of shareholders shall be held at the invitation of the Board of Directors in accordance with the conditions stipulated in this system, the companies' system, and the controls established by the competent authorities in this regard. The Board of Directors must invite the ordinary general assembly to convene if requested by the auditor, the audit committee, or a number of shareholders. Their ownership represents 10% of the company's shares that have at least voting rights.	The article number, text and new company regulations have been modified

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>council does not invite the assembly within (30) thirty days from the date of the auditor's request.</p> <p>The invitation to convene the General Assembly and the agenda shall be published in a newspaper distributed in the region in which the company's head office is located at least twenty-one days before the date specified for the meeting. However, it may be sufficient to address the invitation on the aforementioned date to all shareholders by registered letters, and a copy of the invitation and the agenda shall be sent to the competent authorities., within the period specified for publication.</p>	<p>The auditor may invite the assembly to meet if the council does not invite the assembly within thirty days from the date of the auditor's request. The date, place, and agenda of the assembly must be announced at least twenty-one days in advance, and the invitation shall be published on the financial market's website and the company's website. In addition, the company may send the invitation through modern technological means, and a copy of the invitation and agenda shall be sent to the Commercial Registry and the Market Authority. Finance on the date of announcement of the invitation.</p>	
<p>Article (28) Assemblies' attendance record</p> <p>Shareholders who wish to attend the general or special assembly register their names at the company's main office or at the headquarters where the assembly is held before the time specified for the assembly to be held.</p>	<p>Deleted and merged with Article 22</p>	
<p>Article (29) Quorum for the Ordinary General Assembly meeting</p> <p>The Ordinary General Assembly meeting shall not be valid unless it is attended by shareholders representing at least a quarter of the capital. If the quorum necessary for holding this meeting is not available, the second meeting shall be held one hour after the end of the period specified for holding the first meeting, provided that the invitation to hold the first meeting includes something indicating the announcement. About the possibility of holding this meeting, and in all cases the second</p>	<p>Article (26): Quorum for the Ordinary General Assembly meeting</p> <p>The Ordinary General Assembly meeting shall not be held valid unless it is attended by shareholders representing at least a quarter of the company's shares that have voting rights. If the quorum necessary for holding this meeting is not available, the second meeting shall be held one hour after the end of the period specified for the first meeting. Provided that the invitation to hold the first meeting includes an announcement of the possibility of holding this meeting. If the first invitation does not include the possibility of holding a second meeting, an invitation</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
meeting will be valid regardless of the number of shares represented in it.	is sent to a second meeting to be held within the thirty days following the previous meeting, and this invitation is published in the manner stipulated in these regulations. In all cases, the second meeting is valid regardless of the number of shares with voting rights represented in it.	
<p>Article (30) Quorum for the extraordinary general assembly meeting</p> <p>The extraordinary general assembly meeting shall not be valid unless it is attended by shareholders representing half of the capital. If this quorum is not present at the first meeting, the second meeting shall be held one hour after the end of the period specified for holding the first meeting, provided that the invitation to hold the first meeting includes something indicating the announcement of the possibility of holding it. This meeting and the second meeting will be valid if it is attended by a number of shareholders representing at least a quarter of the capital.</p> <p>If the necessary quorum is not met in the second meeting, an invitation shall be sent to a third meeting to be held in the same conditions stipulated in Article (27) of this law. The third meeting shall be valid as long as the number of shares represented is after the approval of the competent authority.</p>	<p>Article (27) Quorum for the extraordinary general assembly meeting</p> <p>The extraordinary general assembly meeting shall not be valid unless it is attended by shareholders representing at least half of the company's shares that have voting rights. If this quorum is not present at the first meeting, the second meeting shall be held one hour after the end of the period specified for holding the first meeting, provided that the invitation to hold the first meeting includes: What is the meaning of announcing the possibility of holding this meeting? If the first invitation does not include the possibility of holding a second meeting, an invitation is sent for a second meeting   It shall be held in the same conditions stipulated in Article (27) of this law.</p> <p>In all cases, the second meeting will be valid if it is attended by a number of shareholders representing at least a quarter of the company's shares that have voting rights. If the necessary quorum is not present in the second meeting, a call will be made for a third meeting to be held in the same conditions stipulated in these regulations, and the third meeting will be valid regardless of its nature. The number of shares with voting rights represented in it</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>Article (31) Voting by assemblies</p> <p>Every shareholder has one vote for each share in shareholder assemblies, and cumulative voting must be used to elect the Board of Directors. Members of the Board of Directors may not participate in voting on assembly decisions that relate to discharging them from responsibility for managing the company or that relate to a direct or indirect interest of theirs.</p>	<p>Article 28: Voting by assemblies</p> <p>Each shareholder has one vote for each share in shareholder assemblies. Cumulative voting must be used to elect the Board of Directors. Members of the Board of Directors may not participate in voting on assembly decisions that relate to business and contracts in which they have a direct or indirect interest or that involve a conflict of interest.</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>
<p>Article (32): Associations' decisions</p> <p>The decisions of the Ordinary General Assembly are issued by an absolute majority of the shares represented at the meeting, and the decisions of the Extraordinary General Assembly are issued by a two-thirds majority of the shares represented at the meeting, unless it is a decision related to increasing or reducing capital, extending the duration of the company, dissolving it before the expiry of the period specified in its bylaws, or merging it. With another company, it will not be valid unless it is issued by a three-quarters majority of the shares represented at the meeting. The Board of Directors must publish - in accordance with the provisions of the Companies Law - the decisions of the extraordinary general assembly if they include amending the company's bylaws.</p>	<p>Article (29) Decisions of Associations</p> <p>1 - The decisions of the Ordinary General Assembly are issued with the approval of the majority of voting rights represented at the meeting.</p> <p>- 2 The decisions of the Extraordinary General Assembly are issued with the approval of (two-thirds) of the voting rights represented at the meeting, unless the decision is related to increasing or reducing the capital, extending the duration of the company, dissolving it before the expiry of the period specified in its bylaws, merging it with another company, or dividing it into two companies. or more, it will not be valid unless it is issued with the approval of three-quarters of the voting rights represented at the meeting.</p> <p>- 3 The Board of Directors must register with the Commercial Register the decisions of the extraordinary general assembly determined by the relevant rules and regulations within fifteen days from the date of their issuance.</p> <p>4 - The decision of the General Assembly of a joint-stock company shall be effective from the date of its issuance, except in cases where the companies' statute, the company's bylaws, or</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
	the issued resolution stipulates that it will take effect at another time or when certain conditions are met.	
<p>Article 33: Discussion in assemblies</p> <p>Every shareholder has the right to discuss the topics included in the General Assembly's agenda and direct questions about them to the members of the Board of Directors and the auditor. The Board of Directors or the auditor must respond to the shareholders' questions to the extent that does not expose the company's interest to harm. If the shareholder finds that the response to his question is not convincing, he may resort to the Assembly. The public's decision in this regard shall be effective.</p>	<p>Article 30: Discussion in assemblies</p> <p>Every shareholder has the right to discuss the topics listed on the agenda of the General Assembly and direct questions about them to members of the Board of Directors and the auditor. The Board of Directors or the auditor must respond to shareholders' questions to the extent that does not expose the company's interest to harm, and if the shareholder finds that the response to his question is not convincing. Refer to the General Assembly and its decision in this regard will be effective.</p>	Modify the article number only
<p>Article (34) Presiding over the assemblies and preparing the minutes. The general assemblies of shareholders shall be chaired by the Chairman of the Board of Directors or his deputy in his absence, or whomever the Board of Directors delegates from among its members to do so in the event of the absence of the Chairman of the Board of Directors and his deputy. The Chairman of the session shall appoint a secretary for the meeting and a vote collector whose appointment shall be approved by the Assembly.</p> <p>At the assembly meeting, the shareholders present or represented, the number of shares in their possession in person or by proxy, the number of votes assigned to them, the decisions taken, the number of votes that approved or disagreed with them, and a comprehensive summary of the discussions that took place at the meeting, and the minutes are</p>	<p>Article (31): Presidency of associations and preparation of minutes</p> <p>The General Assembly meeting of shareholders shall be chaired by the Chairman of the Board of Directors or his deputy in his absence, or whomever the Board of Directors delegates from among its members in their absence. <b>In the event that this is not possible, the General Assembly shall be chaired by whomever the shareholders delegate from among the Board members or others through voting.</b> The Chairman of the meeting shall appoint a secretary for the meeting and collectors. The votes approve the Assembly's appointment.</p> <p>At the assembly meeting, minutes shall be drawn up that include the number of shareholders present, in person or on behalf, the number of shares in their possession, in person or on behalf, the number of votes assigned to them, the decisions taken, the</p>	The article number and text have been amended in accordance with the new corporate system

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
recorded regularly after each meeting in a special register signed by the association's president and secretary. And vote collector.	number of votes that approved or opposed them, and a comprehensive summary of the discussions that took place at the meeting. Minutes are recorded on a regular basis after each meeting in a special register signed by the association's president, secretary, and vote collectors.	
Chapter Five - Committees emanating from the Board of Directors - Audit Committee Article (35) Board of Directors Committees Without prejudice to what is stipulated in the relevant laws and regulations, the Board of Directors shall form specialized committees according to the company's need, circumstances, and conditions, in a way that enables it to perform its duties effectively, and it has the authority to determine the tasks of the committees, controls their work, and remunerate their members in accordance with the controls and instructions set by the competent authorities.	Article (32): Board of Directors Committees Without prejudice to what is stipulated in the relevant laws and regulations, the Board of Directors shall form specialized committees according to the company's need, circumstances, and situation, in a way that enables it to perform its tasks effectively, and it has the authority to determine the tasks of the committees, the controls of their work, and the remuneration of their members in accordance with the controls and instructions set by the competent authorities.	
Article (36) Formation of the Audit Committee By decision of the Ordinary General Assembly, an audit committee shall be formed from members other than the executive members of the Board of Directors, whether shareholders or others, provided that the number of its members shall not be less than three and not more than five, and the decision shall specify the tasks of the committee, the controls of its work, and the remuneration of its members. If the status of one of the members of the committee is satisfied, the Council may appoint a temporary member in the poet's position, provided that he is one of those who has	The article has been deleted	



## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
experience and competence, and the competent authority must be notified of this within the statutory period from the date of appointment, and the appointment must be presented to the ordinary general assembly at its first meeting, and the new member must complete his term. Advance payment.		
Article (37) Quorum for the committee meeting The validity of a meeting of the Audit Committee requires the presence of a majority of its members, and its decisions are issued by a majority of the votes of those present, and in the event of a tie, the side with which the Chairman of the meeting voted shall prevail.	The article has been deleted	
Article (38): Powers of the Committee The Audit Committee is responsible for monitoring the company's work and, for this purpose, it has the right to review its records and documents and request any clarification or statement from members of the Board of Directors or Executive Management. It may request the Board of Directors to invite the company's General Assembly to convene if the Board of Directors obstructs its work or the company is exposed to damages. Or serious losses.	The article has been deleted	
Article (39) Committee reports The Audit Committee must review the company's financial statements, reports and notes submitted by the auditor and express its views thereon, if any. It must also prepare a report on its opinion regarding the adequacy of the company's internal control system and the other work it has undertaken that falls within the scope of its jurisdiction. The Board of	The article has been deleted	

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
Directors must deposit sufficient copies of this report at the company's main office at least twenty-one days before the General Assembly is held to provide each of the shareholders who wish with a copy of it. The report must be read during the Assembly.		
Chapter Six - Auditors Article (40) Appointment of the Auditor The company must have one or more auditors from among the auditors authorized to work in the Kingdom. He shall be appointed by the Ordinary General Assembly and determine his remuneration and the duration of his work. It may reappoint him, provided that the total period of his appointment does not exceed five consecutive years. Anyone who has exhausted this period may be reappointed after two years have passed. From the date of its expiry, the association may also change it at any time without prejudice to its right to compensation if the change occurs at an inappropriate time or for an illegal reason.	Article (33) Appointment of the Auditor The company must have one or more auditors from among the auditors licensed to work in the Kingdom. He shall be appointed by the Ordinary General Assembly and determine his remuneration, the duration and scope of his work. It may reappoint him in accordance with the relevant laws and regulations. The Assembly may dismiss the auditor without prejudice to his right to compensation for the damage caused. He attaches it if he has a need. The Chairman of the Board of Directors must inform the competent authority of the dismissal decision and its reasons, within a period not exceeding (five) days from the date of issuance of the decision.	The article number and text have been amended in accordance with the new corporate system
Article (41): Powers of the auditor The auditor has the right at any time to review the company's books, records, and other documents. He also has the right to request the data and clarifications that he deems necessary to obtain in order to verify the company's assets, liabilities, and other matters that fall within the scope of his work. The Chairman of the Board of Directors must Ensure that he can perform his duty, and if the auditor encounters difficulty in this regard, he must prove that in a	Article 34: Powers of the auditor The auditor may, at any time, review the company's documents, accounting records, and supporting documents, and may request the data and clarifications that he deems necessary to obtain in order to verify the company's assets and obligations, and other matters that fall within the scope of his work. The Board of Directors must enable him to perform his duty. If the auditor encounters difficulty in this regard, he shall state this in a report submitted to the Board of Directors. If the Board of Directors	The article number and text have been amended in accordance with the new corporate system

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
report submitted to the Board of Directors. If the Board does not facilitate the work of the auditor, he must request the Board of Directors to invite the Ordinary General Assembly to consider the matter.	does not facilitate the work of the auditor, it must ask them to invite the General Assembly to convene to consider the matter. The auditor may send this invitation if the Board of Directors does not send it within (thirty days from the date of the auditor's request.	
Article 42: Auditor's report The auditor must submit to the annual general assembly a report prepared in accordance with generally accepted auditing standards, including the position of the company's management in enabling him to obtain the data and clarifications he requested, the violations he may have uncovered of the relevant laws, regulations and instructions, and his opinion on the fairness of the company's financial statements. The auditor submits his report to the General Assembly. If the Assembly decides to ratify the Board of Directors' report and the financial statements without listening to the auditor's report, its decision will be invalid.	Article (35): Auditor's report The auditor must submit to the General Assembly at its annual meeting a report on the company's financial statements prepared in accordance with the auditing standards approved in the Kingdom and included in the position of the company's management to enable him to obtain the data and clarifications he requested and any violations of the provisions of the system or the company's articles of incorporation or Its bylaws within the limits of his jurisdiction, and his opinion on the fairness of the company's financial statements. The auditor must read his report or review a summary of it at the annual general assembly meeting.	The article number and text have been amended in accordance with the new corporate system
Chapter Seven - Company accounts and distribution of profits Article (43) Fiscal Year The company's fiscal year begins at the beginning of January and ends at the end of December of each calendar year.	Article (36): Fiscal Year The company's fiscal year begins on the first of January. It ends on the thirty-first of December of each calendar year.	Modify the article number
Article (44) Financial documents 1 The Board of Directors must, at the end of each fiscal year of the company, prepare the company's financial statements and a report on its activity and financial position for the past fiscal year. This report includes the proposed method for distributing profits. The Council shall place these documents	Article (37) Financial documents 1-The Board of Directors must, at the end of each fiscal year of the company, prepare the company's financial statements and a report on its activity and financial position for the past fiscal year. This report includes the proposed method for distributing profits. The Council shall place these documents at the disposal	The article number and text have been amended in accordance with the new corporate system

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>at the disposal of the auditor at least forty-five days before the date set for the General Assembly to be held.</p> <p>(2) The company's Chairman of the Board of Directors, its Chief Executive Officer, and its Financial Director must sign the documents referred to in Paragraph (1) of this Article, and copies thereof shall be deposited at the company's main office at the disposal of the shareholders before the date specified for the General Assembly to be held, with one of the amendments to the company's bylaws in accordance with the twenty-first century law. At least a day.</p> <p>(1) The Chairman of the Board of Directors must provide shareholders with the company's financial statements, the Board of Directors' report, and the auditor's report, unless they are published in a daily newspaper distributed at the company's main office. He must also send a copy of these documents to the competent authorities, five days before the date of the General Assembly. At least ten days.</p>	<p>of the auditor at least forty-five days before the date set for the annual ordinary general assembly.</p> <p>2-The company's Chairman of the Board of Directors, its Chief Executive Officer, and its Financial Director must sign the documents referred to in Paragraph (1) of this Article, and copies thereof shall be deposited at the company's main office at the disposal of the shareholders.</p> <p>3 - The Chairman of the Board of Directors must provide the shareholders with the company's financial statements and the Board of Directors' report, after signing them and the auditor's report, unless published in any modern technological means, at least twenty-one days before the date set for the annual ordinary general assembly, and he must also deposit these documents. Documents in accordance with the relevant laws and regulations.</p>	
<p>Article (45) Distribution of profits</p> <p>The company's annual net profits are distributed as follows:</p> <p>(10) 1- of the net profits shall be set aside to form the company's statutory reserve. The Ordinary General Assembly may decide to stop this set aside when the aforementioned reserve reaches (30%) of the paid-up capital.</p> <p>2 The Ordinary General Assembly, based on the proposal of the Board of Directors, may set aside a percentage of the net profits to form a contractual reserve to confront important urgent cases.</p>	<p>Article (38): Distribution of profits</p> <p>- 1-When determining the share of shares in the net profits, the Ordinary General Assembly may decide to form reserves, to the extent that serves the interest of the company or ensures the distribution of fixed profits as much as possible to the shareholders. The aforementioned assembly may also deduct amounts from the net profits to achieve social purposes for the company's employees.</p> <p>-2-The General Assembly determines the percentage that must be distributed to shareholders from the net profits after</p>	<p>Amended and the requirement to form a statutory reserve has been deleted</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>3 - The Ordinary General Assembly may decide to form other reserves, to the extent that serves the interest of the company or ensures the distribution of fixed profits as much as possible to shareholders. The aforementioned assembly may also deduct amounts from the net net profits to establish social institutions for the company's employees or to assist existing ones.</p> <p>4 -The remainder will then be distributed to shareholders at a rate of no less than (5%), five percent of the paid-up capital.</p> <p>5 - The Ordinary General Assembly, after taking into account the provisions stipulated in the Articles of Association and Article (76) and Seventy-Six of the Companies Law, may allocate, after the above, a percentage (10) of the remainder to reward the Board of Directors, provided that the entitlement to this reward is in accordance with the regulations and controls issued by the competent authority.</p> <p>6 The Ordinary General Assembly, based on the proposal of the Board of Directors, may take the appropriate decision regarding the remainder of the profits in a manner that does not conflict with the decisions and instructions issued by the competent authorities in this regard. After fulfilling the controls set by the competent authorities, the Board of Directors may distribute semi-annual and quarterly profits during the fiscal year.</p>	<p>deducting reserves, if any. - Taking into account the provisions stipulated in Article (17) of this system and the provisions of the relevant laws and regulations, the General Assembly determines the percentage of profits that are allocated to reward the Board of Directors.</p> <p>- 4 The Ordinary General Assembly, based on the proposal of the Board of Directors, may take the appropriate decision regarding the remainder of the profits in a manner that does not conflict with the provisions of the relevant laws and regulations .</p> <p>5- After fulfilling the controls set by the competent authorities, the Board of Directors may distribute semi-annual and quarterly profits during the financial year.</p>	
<p>Article (46): Entitlement to profits</p> <p>The shareholder is entitled to his share in the profits in accordance with the General Assembly's decision issued in</p>	<p>Article (39): Entitlement to profits</p> <p>The shareholder is entitled to his share in the profits in accordance with the decision of the General Assembly issued in</p>	<p>The number and text of the article have been modified</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
this regard. The decision indicates the entitlement date and the date of distribution, and the entitlement to the dividends is to the share owners registered in the shareholders' records at the end of the day specified for entitlement.	this regard, or in accordance with the decision of the Board of Directors regarding the distribution of interim dividends. The decision indicates the entitlement date and the date of distribution, and the entitlement to the dividends is for the owners of the shares registered in the shareholders' records at the end of the day specified for entitlement.	
Article (47) Distribution of dividends for preferred shares If no dividends are distributed for any financial year, it is not permissible to distribute dividends for the following years except after paying the percentage specified in accordance with the provisions of Article (114) 114 of the Companies Law to the owners of preferred shares for this year. If the company fails to pay the percentage of profits specified in accordance with the provisions of Article 114 of the Companies Law for a period of (3) three consecutive years, the special assembly of the owners of these shares, held in accordance with the provisions of Article (89) eighty-ninth of the Companies Law, may decide whether to attend The company's general assembly meetings and participation in voting or appointing their representatives on the board of directors in proportion to the value of their shares in the capital, until the company is able to pay all priority dividends allocated to the owners of these shares for previous years.	Deleted	
New Article	Article (40): Debt instruments and financing instruments: The company may, with the approval of the extraordinary general assembly, issue negotiable debt instruments or financing instruments, or convert debt instruments or financing	New Article

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
	instruments into shares in accordance with the financial market system and the provisions of the relevant laws and regulations.	
<p>Article (48): Company losses</p> <p>(1) If the losses of the joint-stock company reach half of the paid-up capital, at any time during the fiscal year, any official of the company or the auditor must immediately inform the Chairman of the Board of Directors of this, and the Chairman of the Board of Directors must immediately inform the members of the Board of this, and the Board of Directors must Within fifteen days from his knowledge of that, he shall invite the Extraordinary General Assembly to meet within (45) forty-five days from the date of his learning of the losses, to decide whether to increase or reduce the company's capital in accordance with the provisions of the Companies Law, to the extent that the percentage of losses decreases to less than half of the capital. The money paid, or the dissolution of the company before the period specified in these regulations, and the assembly's decision shall be published in all cases on the website of the Ministry of Commerce and Investment.</p> <p>(2) (1) The company shall be considered dissolved by force of the Companies Law if the General Assembly does not meet within the period specified in Paragraph (1) of this Article, or if it meets and is unable to issue a decision on the matter, or if it decides to increase the capital in accordance with the conditions stipulated in this Article. Not every capital increase was subscribed within (90) ninety days from the issuance of the association's decision to increase.</p>	<p>Article (41): Company Losses If the company's losses amount to (half) of the issued capital, the Board of Directors must disclose that and the recommendations it has reached regarding those losses within (sixty) days from the date it learns that they have reached this amount, and convene the Extraordinary General Assembly To meet within one hundred and eighty days from the date of knowledge of this to consider the continuation of the company and take any necessary measures to address or resolve those losses.</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>



## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
<p>Chapter Eight - Disputes</p> <p>Article (49): Liability claim</p> <p>Every shareholder has the right to file a lawsuit against the company's prescribed liability against the members of the Board of Directors if the error committed by them resulted in personal damage to him. The shareholder may not file the aforementioned lawsuit unless the company's right to file it still exists. The shareholder must notify the company of his intention to file the lawsuit. Limiting his right to claiming compensation for the specific damage he suffered.</p> <p>It is permissible to charge the expenses incurred by the shareholder in filing a lawsuit against the company, regardless of its outcome, under the following conditions:</p> <p>A) If he files the lawsuit in good faith.</p> <p>B) If he submits to the company the reason for which he filed the lawsuit and does not obtain a response within (30) thirty days.</p> <p>T) If it is in the company's interest to file this lawsuit based on the provisions of Article Seventy-Nine of the Law.</p> <p>A) The claim must be based on a valid basis.</p>	Deleted	
<p>Article (50) Termination of the company</p> <p>Once the company has passed, it enters the liquidation period and maintains its legal personality to the extent necessary for liquidation. The voluntary liquidation decision is issued by the extraordinary general assembly and after the approval of the Capital Market Authority. The liquidation decision must include the appointment of the liquidator, determine his</p>	<p>Article (42): Termination of the company</p> <p>The company shall be terminated due to one of the reasons for termination mentioned in Article 243 of the Companies Law, and with its expiration, it shall enter the stage of liquidation in accordance with the provisions of Chapter Twelve of the Companies Law. If the company shall expire and its assets were insufficient to pay its debts or were in default in accordance with</p>	<p>The article number and text have been amended in accordance with the new corporate system</p>

## Amendments to the company's bylaws to be compatible with the new corporate system

Current Regulation	Modified Regulation	Remarks
powers and fees, the restrictions imposed on his powers, and the time period necessary for liquidation, and the liquidation period must not exceed Optional (5) five years, which may not be extended for more than that except by judicial order. The authority of the company's board of directors ends with its dissolution. However, they remain in charge of the company's management and are considered in relation to third parties to be the liquidators until the liquidator. During the liquidation period, the company's organs remain with their powers that do not conflict with Liquidator's powers.	the Bankruptcy Law, it must apply to the authority. The competent judicial authority to initiate any liquidation procedures under the bankruptcy system.	
Chapter Ten - Final Provisions Article (51) The Companies Law and the Capital Market Authority Law and their regulations shall be applied in everything not stipulated in this Law	Article: (43) Final provisions 1- The company is subject to the regulations in force in the Kingdom of Saudi Arabia. - 2 Any text in this Bylaw that contravenes the provisions of the Companies Law shall not be taken into account and the provisions contained in the Companies Law shall be applied to it. Everything not contained in this Bylaw shall be subject to the Companies Law and its Executive Regulations and the Financial Market System and its Executive Regulations. 3 - This regulation shall be filed and published in accordance with the provisions of the Companies Law and its regulations.	
Article (52) This statute shall be filed and published in accordance with the provisions of the Companies Law and its regulations.	Deleted and merged with the previous article	

## Audit Committee Regulations of Labor

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## The Audit Committee regulation of labor

**Version (4.0) - on 00 00, 1445 AH, corresponding to 00 00, 2023 AD**

***In the Name of Allah, the Most Merciful, the Especially  
Merciful***

# Audit Committee Regulations of Labor

## Regulation Information

### 1. Version Amendment and Control

Date	Version	Amendment Nature	Made By
14.04.2019 AD	2.0	Developing the amended copy of the regulation	Executive department / Consultant
10.03.2021 AD	3.0	Developing the amended copy of the regulation	Executive department

### 2. Revision and Approval

Revised By	Date	Approved By	Date
Board of Directors	00.00.2023 AD	General Assembly	00 00 2023 AD

### 3. Distribution of the list

No.	Entity
1	Board of Directors
2	Members of the Audit Committee
3	Internal Audit Department
4	Shareholders and Other Stakeholders - Electronic posting on the Company's website

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<b>Board of Directors' Secretary</b>	<b>Chairman of the Board of Directors</b>

This regulation has been developed by the company's board of directors, and the information contained in this regulation may include confidential data related to the Saudi Fisheries Company (Asmak). Consequently, this information and data may not be disclosed, partially or completely, or used or copied for any purpose. Without the written consent of the fish, and in the event that any party obtained this regulation by mistake and was not authorized to see its contents, he Shall return it immediately to manage the company or destroy it.

# Audit Committee Regulations of Labor

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# Audit Committee Regulations of Labor

## General Terminology

The words and terms mentioned in this regulation have the meanings set forth below, unless the context requires otherwise:

<b>The Company</b>	Saudi Fisheries Company (Asmak).
<b>The Kingdom</b>	Kingdom of Saudi Arabia
<b>Companies Law</b>	The companies system in force in the Kingdom, its amendments, and its implementing regulations.
<b>Regulation</b>	The company's Audit Committee regulation of labor.
<b>Articles of Association</b>	The Company's Articles of Association
<b>Subsidiaries</b>	Any other company that the company controls.
<b>Governance</b>	A list of corporate governance rules and policies.
<b>Financial market system</b>	The financial market system in effect in the Kingdom, its amendments, and its implementing regulations.
<b>Commission</b>	The Financial Market Authority in the Kingdom.
<b>Ministry</b>	The Ministry of Commerce in the Kingdom.
<b>Market</b>	The financial market in the Kingdom.
<b>the Council</b>	Board of Directors in the company
<b>President</b>	Chairman of the Board of Directors o
<b>Committees</b>	The permanent and / or temporary committees emanating from the council or formed by it or by the association
<b>Executive Management</b>	Any natural person who manages and is responsible for developing and implementing the strategic decisions of the company, including the CEO of the company, his deputies and the CFO
<b>Member</b>	Member of the Board of Directors or the committees emanating from it.
<b>Independent Member</b>	A member of the board of directors or committees who enjoys complete independence from ownership and management
<b>Non-executive member</b>	A part-time member of the board of directors to manage the company, and he does not receive a monthly or annual salary from it.
<b>Day</b>	A business day in the Kingdom according to the official working days in the company.
<b>Calendar day</b>	Any day, whether it is a business day or not.

All terms that are not defined at the top of these regulations will have the same meaning as those mentioned in the list of terms used in the regulations and rules of the Capital Market Authority, unless the context requires otherwise.



# Audit Committee Regulations of Labor

## First: The Audit Committee regulation of labor

### 1.1 Purpose

In line with the rules and regulations related to the governance of public joint-stock companies, the company's board of directors issued a work regulation document for the audit committee based on the companies' system, the company's regulation, the financial market system and its implementing regulations, with the aim of clarifying the controls, responsibilities and the methodological framework within which the committee operates in the company and the rules for its formation and selection of its members, their membership period, the committee's work method, and the governance of its work.

### 1.2 Objectives

The regulation aims to achieve the following

- 1- Enhancing performance and effectiveness in accomplishing the various tasks related to the committee and related organizational units.
- 2- Defining the responsibilities, duties and powers of the committee and the scope of its work.
- 3- A statement of the administrative and functional structure of the committee's work.
- 4- Clarifying the rules for forming and selecting the members of the committee, their membership period, and the structure of their remuneration and compensation.
- 5- Clarify the committee's work method.

### 1.3 Approval

The regulation is approved by the Ordinary General Assembly of shareholders based on the recommendation of the Board of Directors.

### 1.4 Amendment to the Regulation

- 1- The amendment to the regulation is made through an amendment request arising from the organizational department (s) requesting the amendment, and based on a proposal from the Remuneration and Nominations Committee, and the Board of Directors submits the recommendation for the amendment to the Ordinary General Assembly for approval.
- 2- All amendments shall be published to the relevant parties referred to in these regulations as soon as these amendments are approved.

### 1.5 Implementation and effectiveness assurance

The provisions of this regulation shall apply from the date of its approval and should be reviewed by the Board of Directors and members of the committee annually, especially when changes occur in the company's policy or the applicable regulations that may require reviewing and amending the regulation. The internal auditor and the review committee Shall inform the Board of any changes that may arise in the company's policy or Any other regulatory changes that require review.

### 1.6 Scope of Regulation and Conflict Management

This regulation determines the standards and rules for forming and organizing the Company's Audit Committee's work. The provisions of the regulation shall be applied in a manner that does not conflict with the articles of association, the articles of association of the company, and the relevant regulations governing the company's business.



## Audit Committee Regulations of Labor

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### 1.7 Distribution and Confidentiality

Because the company is a public shareholding company, and to achieve the principle of transparency and disclosure, the regulation is published on the company's website, and members of the Board, Committees and Senior Executive Management are provided with a copy of the regulation to comply with its requirements.

## Second: Formation, appointment, responsibilities, remuneration and compensation

### 2.1 Committee formation and membership requirements

- 1- By a decision of the Board of Directors, a committee shall be formed called the "Audit Committee" whose members shall not be less than three and not more than five, other than the executive members of the Board of Directors, whether from shareholders or others, at least one independent member must be among them, and one of them must be a specialist in financial and accounting affairs.
- 2- The Chairman of the Board may not be a member of the Audit Committee.
- 3- Anyone who works or has worked during the past two years in the executive or financial management of the company, or with the company's auditor, may not be a member of the audit committee.
- 4- The Committee members must be professionally qualified and possess the experience, knowledge and skill to enable them to carry out the committee's duties efficiently and competently.
- 5- The company must notify the Authority of the names of the members of the committee and their membership positions upon their appointment or any changes that occur during the statutory period specified by the Corporate Governance Regulations issued by the Authority.
- 6- It is required that the member of the audit committee does not hold membership in audit committees in more than five joint stock companies listed on the market at the same time.

### 2.2 Appointment or dismissal of committee members and their term of appointment

- 1- The Members of the Committee shall be appointed for a term not to exceed three years, and the Board may reappoint all or some members of the Committee for another similar term or terms.
- 2- The Membership of the committee shall end at the expiration of its term or at the expiration of the member's authority in accordance with any system or instructions in force in the Kingdom. However, the Board may at any time remove all or some of the committee members.
- 3- Each member of the committee has the right to resign (according to his circumstances) by submitting written notice to the Chairman of the Board and the Chairman of the Committee. The resignation shall become effective from the date of delivery of the notice, unless the notice specifies a later time for the resignation to be implemented.
- 4- If the position of a member of the Committee becomes vacant, the Board shall appoint a member to the vacant position in accordance with the appointment criteria referred to in Paragraph (4) of Article (1-2). The competent authority must be notified of this within the statutory period from the date of appointment, and the new member shall complete the term of his predecessor.

The Board may terminate the membership of a member who is absent from attending three consecutive meetings of the Committee without a legitimate excuse.

# Audit Committee Regulations of Labor

## 2.3 Chairman of the Committee

- 1- If the Board's decision to form the committee does not stipulate the nomination of a chairman, the members may appoint a chairman from among themselves at the first meeting of the committee, and it is preferable for the committee chairman to be an independent member.
- 2- The Chairman of the Committee shall chair the meetings of the Committee. If the Chairman of the Committee is absent from attending the meeting, the members present at the meeting shall elect one of them to chair the meeting and record this in the minutes of the meeting.
- 3- The Chairman of the Committee or any of its members whom he represents must attend the General Assemblies to answer shareholders' questions and inquiries.
- 4- The Chairman of the Committee supervises its work and follows up on the completion of the tasks assigned to it. The Chairman of the Committee is also responsible for calling the Committee to meet and determining the time, date and place of each Committee meeting and the agenda in coordination with the Committee members.

## 2.4 Duties of a Committee Member

- 1- Every member shall abide by the principles of honesty, honesty, loyalty, care and concern for the interests of the company and the shareholders, and present them over his personal interests.
- 2- Attending committee meetings, preparing in advance for them, and actively participating in studying the agenda items, and analyzing information related to the topics considered by the committee before expressing an opinion on them.
- 3- An independent member of the committee Shall be able to carry out his duties, express his opinions and vote on decisions objectively and impartially, in order to help the committee to make sound decisions that contribute to achieving the interests of the company.

## 2.5 Secretary of the Committee

- 1- The committee appoints a secretary from among its members or from others.
- 2- The duties and responsibilities of the committee's secretary are related to documentation and preservation of the entire proceedings of the committee's meetings, coordinating with the chairman of the committee to submit reports on the activities and work of the committee to the board of directors, issuing the results of the meetings and the committee's decisions to the concerned parties and following up on their implementation, in addition to performing all the tasks entrusted to him by the committee. .

## 2.6 Rewards and compensation

- 1- The remuneration of the members of the committee consists of a fixed annual bonus (a lump sum) or an attendance allowance for the sessions, or both, according to the remuneration and compensation policy approved by the General Assembly of shareholders, in addition to what the Board of Directors decides in terms of an allowance for travel and accommodation expenses for each session for non-resident members At the meeting venue, in accordance with the regulations, decisions and instructions in force in the Kingdom issued by the competent authorities.
- 2- The Board of Directors determines the rewards and allowances that the committee secretary will receive.
- 3- The report of the Board of Directors to the Ordinary General Assembly shall include a comprehensive statement of all remunerations, expenses allowances and other benefits that the members of the committee received during the fiscal year. It should also include a statement of the

# Audit Committee Regulations of Labor

number of committee sessions and the number of sessions attended by each member from the date of the last meeting of the General Assembly.

## 2.7 Reference

The committee's reference shall be to the Board of Directors.

## Third: Objective, the scope of work and tasks

### 3.1 Objectives

The aim of forming the committee is to strengthen the control systems over the company's business, verify the integrity and integrity of the reports, financial statements, and internal control systems, and ensure that the work is fair and disciplined, in order to achieve the goals and vision of the company and in line with the relevant regulations and standards.

### 3.2 Scope of work and powers

The scope of the committee's work includes monitoring the company's business, verifying the integrity and integrity of reports, financial statements, and internal control systems independently, and providing the necessary recommendations to the Board of Directors.

- 1- The right to have access to the company's records and documents, and to obtain all the resources and information necessary to perform its duties and responsibilities.
- 2- Requesting any clarification or statement from the members of the Board of Directors or the executive management.
- 3- It may request the board of directors to call the general assembly of the company to convene if the board of directors impedes its work or the company suffers heavy damage or losses.
- 4- Study matters pertaining to it or referred to it by the Board of Directors, and submitting its recommendations to the Board to take a decision regarding them, or to take decisions if the Board has delegated this to it, provided that the mandate issued by the Board is not general or indefinite.
- 5 - The committee may seek the assistance of experts and specialists from inside or outside the company within the limits of its powers, while proving this in the minutes of the committee's meeting, noting the name of the expert and his relationship with the company or the executive management.

### 3.3 Duties and Responsibilities

Without prejudice to the tasks and responsibilities stipulated in the Companies Law, the Company's Articles of Association and the Corporate Governance Regulations, the tasks and responsibilities of the committee include carrying out all actions that enable it to achieve its objectives, including:

#### A- Financial Reports:

- 1- Study the initial and annual financial statements of the company and the announcements related to them before submitting them to the Board of Directors and expressing their opinion and recommendation regarding them. To ensure its integrity, fairness and transparency, and to ensure that it is prepared in accordance with the accounting standards adopted in the Kingdom of Saudi Arabia and the provisions of the Companies Law and the Company's Articles of Association and in line with the instructions issued by the supervisory authorities.
- 2- Expressing a technical opinion - at the request of the Board of Directors - on whether the report of the Board of Directors and the financial statements of the company is fair, balanced and understandable and includes information that allows shareholders and investors to evaluate the financial position of the company, its performance, business model and strategy.
- 3- Study any important or unfamiliar issues included in the financial reports.

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- 4- Carefully researching any issues raised by the company's financial manager; whoever assumes his duties, or the compliance officer in the company, the internal auditor, or the auditor.
- 5- Verifying the accounting estimates in the fundamental issues mentioned in the financial reports.
- 6- Studying the accounting policies applied in the company and expressing opinion and recommendation to the Board of Directors in this regard.

### **B- Internal Audit:**

- 1- Study and review the company's internal and financial control and risk management systems, and make recommendations regarding the proposed amendments to develop them and raise their efficiency
- 2- Considering the efficiency of the company's assessment of the material risks that it may be exposed to and the steps taken by the company to monitor and confront these risks.
- 3- Examining and approving the comprehensive plan for internal audit, and updating it annually. It should include reviewing the main activities and processes, including the activities of risk and compliance management, at least on a level basis.
- 4- Study the internal audit reports and follow up the implementation of corrective measures for the observations contained therein.
- 5- Control and supervise the performance and activities of the internal auditor and the internal audit department in the company to verify the availability of the necessary resources and their effectiveness in performing the work and tasks assigned to it.
- 6- Recommending to the Board of Directors to appoint a director of the internal audit unit or department or the internal auditor and suggesting his remuneration.

### **C- Auditor:**

- 1- Recommending to the Board of Directors to nominate and dismiss auditors, determine their fees and evaluate their performance, after verifying their independence and reviewing the scope of their work and the terms of contracting with them.
- 2- Verifying the auditor's independence, objectivity and fairness, and the effectiveness of the audit work, taking into account the relevant rules and standards
- 3- Reviewing the company's auditor's plan and business, and verifying that he has not submitted technical or administrative works that are outside the scope of the audit work, and expressing its views on that.
- 4- Answer the company's auditor's inquiries.
- 5- Studying the auditor's report and his notes on the financial statements and following up on what has been taken in their regard.

### **D- Commitment Guarantee:**

- 1- Review the results of the reports of the supervisory authorities and verify that the company has taken the necessary actions in this regard.
- 2- Verify the company's compliance with the relevant laws, regulations, policies and instructions.
- 3- Reviewing the contracts and transactions proposed to be conducted by the company with related parties, and submitting their salaries for this to the Board of Directors
- 4- Raise the issues it deems necessary to take action in their regard to the Board of Directors, and make its recommendations for the required actions taken.

### **E- Notes submission arrangements:**

- 1- The audit committee shall set up a mechanism that allows the employees of the company to provide their observations on any infringement in or through the financial reports in confidentiality, and the committee must verify the application of this college by conducting an

independent investigation commensurate with the size of the error or abuse, and establishing diamond follow-up procedures.

- 2- Suggesting to the Board of Directors to set the necessary policies or procedures for stakeholders to follow in submitting their complaints or reporting violating practices.

### **Fourth: Work Plan, Meetings and Reports**

#### **4.1 Commission Action Plan**

The committee prepares at the beginning of each financial year a plan for its meetings during the year to enable it to perform its work and implement the tasks and responsibilities entrusted to it.

#### **4.2 Committee meetings**

- 1- The committee meets periodically, provided that its meetings are not less than four meetings during the financial year of the company, and the meeting is held at the invitation of its chairman, and the invitation is sent one week before the date of the meeting with the agenda and any other documents, and the majority of the committee members may call for a special meeting of the committee.
- 2- The committee meets periodically with the company's auditor, and with the company's internal auditor.
- 3- The internal auditor and the auditor may request a meeting with the audit committee whenever the need arises.
- 4- For the committee's meetings to be valid, attendance by the majority of its members is required, and the committee's decisions are issued by the majority of the votes of the members attending the meeting.
- 5- The committee may hold meetings for it outside the company's headquarters, and it may also hold its meetings using modern technology and in a way that serves the business interest of the company.
- 6- In the event that one of the committee members is unable to attend the meeting in person, he may attend through modern technology with the approval of the committee chairman, and his attendance is tantamount to attending the meeting in person.
- 7- Committee members are obligated to attend all committee meetings and actively participate in its discussions, and in the event that a committee member is unable to attend, he must inform the committee chair or secretary in writing or through modern technology.
- 8- A member of the committee may not delegate another member to attend the committee meeting on his behalf or vote for him in the meetings.
- 9- No member of the board of directors or the executive management other than the members of the committee and its secretary is entitled to attend its meetings, unless the committee requests to hear his opinion or obtain his advice.

#### **4.3 Meeting Minutes**

1- The committee's meetings shall be documented and minutes prepared that include the discussions and deliberations that took place, the recommendations of the committee and the results of the vote be documented, kept in a special and organized record, the names of the members present and the reservations they made - if any - should be documented, and these minutes signed by all the members present and the secretary.

- 2- The minutes of the committee's meetings are documented as follows:



## Audit Committee Regulations of Labor

- A- The meeting minutes Shall include the date and place of the meeting, the names of those present and absentees, a summary of the discussions taking place in the meeting, reservations - if any, and the relevant decisions and recommendations.
- B- The committee secretary submits the draft meeting minutes by e-mail to the committee members within two working days from the end of the meeting, and the committee members submit their comments on the draft within five working days from the date of sending the minutes. However, if no notes are received, the report shall be deemed approved.
- C- Each member has the right to add any comments or amend any decision or recommendation, provided that this is approved by the majority of the members attending the meeting.
- D- Each member of the committee has the right to add the reservation issued by him regarding any item of the minutes.
- E- The secretary amends the record according to the notes and amendments, and it is sent to the chairman and members of the committee for signature.
- F- After the minutes are approved and approved by the members attending the meeting, the secretary sends the minutes to the members who are absent from the meeting and notifies them of any discussions and decisions taken at the meeting.
- G- The secretary issues the decisions or recommendations and signs them by the committee chairman and sends them to the concerned authorities.

### 4.4 Reports issued by the Committee

- 1- The committee shall prepare an annual report that includes details of its performance of its powers and tasks stipulated in these regulations, provided that it includes its recommendations and its opinion regarding the adequacy of the company's internal and financial control and risk management systems. The Board of Directors must deposit sufficient copies of this report at the company's main office and publish it on the company's website and the market's website when the invitation to convene the General Assembly is published, to enable all shareholders who wish to obtain a copy of it. A summary of the report must be read during the General Assembly session.
- 2- The Committee submits periodic reports to the Board of Directors regarding the tasks assigned to it by the Board, along with the recommendations and decisions it has taken.
- 3- The committee prepares an annual report to the Board that includes a summary of its meetings during the year, the work it performed, and its most important results.

## Fifth: General and final provisions

### 5.1 Supervisory authorities

The company is subject to the supervision of the Ministry of Commerce and the supervision of the Capital Market Authority, as it is a joint stock company listed in the Saudi market. Therefore, the committee shall:

- 1- Taking into account the requirements and instructions imposed by the supervisory authorities regarding the work of the committee.
- 2- Providing the supervisory authorities with any information or data they require and that fall within their competencies.
- 3- Ensure that the members have sufficient familiarity with the regulations, laws and instructions issued by the supervisory authorities related to the responsibilities of the committee and the scope of its work.

### 5.2 Confidentiality of Information



## Audit Committee Regulations of Labor

The members of the committee and the secretary Shall maintain the privacy and confidentiality of the data, information and documents that they see related to the business of the company by virtue of their membership in the committee, and that no confidential data or information be disclosed to outside parties except after obtaining the approval of the Board of Directors, with the exception of the information and confidential data that are Required by the authorities

The supervisor of the company's business or pursuant to a court order obligated to disclose such data and information.

### 5.3 Conflict Management

If there is a conflict between the recommendations of the audit committee and the decisions of the board of directors, or if the board refuses to take the committee's recommendation regarding the appointment and dismissal of the company's auditor, determining his fees, assessing his performance, or appointing the internal auditor, the board's report must include the committee's recommendation and justifications, and the reasons for not taking it into account.

### 5.4 Approval

1- It was recommended to approve the work regulations of the Audit Committee by the board of directors of the Saudi Fisheries Company

In Minutes No.(.....), dated 26 Rajab 1442 AH, corresponding to March 10, 2021 AD

2- The Audit Committee work regulation was approved by the general assembly of shareholders in its meeting No. ....that was held on ..... corresponding to.....

-----End of the Document-----

## Audit Committee Regulations of Labor

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## The Audit Committee regulation of labor

**Version (3.0) - on Shaaban 09, 1442 AH, corresponding to April 00, 2021 AD**

***In the Name of Allah, the Most Merciful, the Especially  
Merciful***

# Audit Committee Regulations of Labor

## Regulation Information

### 1. Version Amendment and Control

Date	Version	Amendment Nature	Made By
14.04.2019 AD	2.0	Developing the amended copy of the regulation	Executive department / Consultant
10.03.2021 AD	3.0	Developing the amended copy of the regulation	Executive department

### 2. Revision and Approval

Revised By	Date	Approved By	Date
Board of Directors	10.03.2021 AD	General Assembly	00 April 2021 AD

### 3. Distribution of the list

No.	Entity
1	Board of Directors
2	Members of the Audit Committee
3	Internal Audit Department
4	Shareholders and Other Stakeholders - Electronic posting on the Company's website

_____	_____
<b>Board of Directors' Secretary</b>	<b>Chairman of the Board of Directors</b>

This regulation has been developed by the company's board of directors, and the information contained in this regulation may include confidential data related to the Saudi Fisheries Company (Asmak). Consequently, this information and data may not be disclosed, partially or completely, or used or copied for any purpose. Without the written consent of the fish, and in the event that any party obtained this regulation by mistake and was not authorized to see its contents, he Shall return it immediately to manage the company or destroy it.

# Audit Committee Regulations of Labor

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# Audit Committee Regulations of Labor

## General Terminology

The words and terms mentioned in this regulation have the meanings set forth below, unless the context requires otherwise:

<b>The Company</b>	Saudi Fisheries Company (Asmak).
<b>The Kingdom</b>	Kingdom of Saudi Arabia
<b>Companies Law</b>	The companies system in force in the Kingdom, its amendments, and its implementing regulations.
<b>Regulation</b>	The company's Audit Committee regulation of labor.
<b>Articles of Association</b>	The Company's Articles of Association
<b>Subsidiaries</b>	Any other company that the company controls.
<b>Governance</b>	A list of corporate governance rules and policies.
<b>Financial market system</b>	The financial market system in effect in the Kingdom, its amendments, and its implementing regulations.
<b>Commission</b>	The Financial Market Authority in the Kingdom.
<b>Ministry</b>	The Ministry of Commerce in the Kingdom.
<b>Market</b>	The financial market in the Kingdom.
<b>the Council</b>	Board of Directors in the company
<b>President</b>	Chairman of the Board of Directors o
<b>Committees</b>	The permanent and / or temporary committees emanating from the council or formed by it or by the association
<b>Executive Management</b>	Any natural person who manages and is responsible for developing and implementing the strategic decisions of the company, including the CEO of the company, his deputies and the CFO
<b>Member</b>	Member of the Board of Directors or the committees emanating from it.
<b>Independent Member</b>	A member of the board of directors or committees who enjoys complete independence from ownership and management
<b>Non-executive member</b>	A part-time member of the board of directors to manage the company, and he does not receive a monthly or annual salary from it.
<b>Day</b>	A business day in the Kingdom according to the official working days in the company.
<b>Calendar day</b>	Any day, whether it is a business day or not.

All terms that are not defined at the top of these regulations will have the same meaning as those mentioned in the list of terms used in the regulations and rules of the Capital Market Authority, unless the context requires otherwise.

# Audit Committee Regulations of Labor

## First: The Audit Committee regulation of labor

### 1.1 Purpose

In line with the rules and regulations related to the governance of public joint-stock companies, the company's board of directors issued a work regulation document for the audit committee based on the companies' system, the company's regulation, the financial market system and its implementing regulations, with the aim of clarifying the controls, responsibilities and the methodological framework within which the committee operates in the company and the rules for its formation and selection of its members, their membership period, the committee's work method, and the governance of its work.

### 1.2 Objectives

The regulation aims to achieve the following

- 1- Enhancing performance and effectiveness in accomplishing the various tasks related to the committee and related organizational units.
- 2- Defining the responsibilities, duties and powers of the committee and the scope of its work.
- 3- A statement of the administrative and functional structure of the committee's work.
- 4- Clarifying the rules for forming and selecting the members of the committee, their membership period, and the structure of their remuneration and compensation.
- 5- Clarify the committee's work method.

### 1.3 Approval

The regulation is approved by the Ordinary General Assembly of shareholders based on the recommendation of the Board of Directors.

### 1.4 Amendment to the Regulation

- 1- The amendment to the regulation is made through an amendment request arising from the organizational department (s) requesting the amendment, and based on a proposal from the Remuneration and Nominations Committee, and the Board of Directors submits the recommendation for the amendment to the Ordinary General Assembly for approval.
- 2- All amendments shall be published to the relevant parties referred to in these regulations as soon as these amendments are approved.

### 1.5 Implementation and effectiveness assurance

The provisions of this regulation shall apply from the date of its approval and should be reviewed by the Board of Directors and members of the committee annually, especially when changes occur in the company's policy or the applicable regulations that may require reviewing and amending the regulation. The internal auditor and the review committee Shall inform the Board of any changes that may arise in the company's policy or Any other regulatory changes that require review.

### 1.6 Scope of Regulation and Conflict Management

This regulation determines the standards and rules for forming and organizing the Company's Audit Committee's work. The provisions of the regulation shall be applied in a manner that does not conflict with the articles of association, the articles of association of the company, and the relevant regulations governing the company's business.



# Audit Committee Regulations of Labor

## 1.7 Distribution and Confidentiality

Because the company is a public shareholding company, and to achieve the principle of transparency and disclosure, the regulation is published on the company's website, and members of the Board, Committees and Senior Executive Management are provided with a copy of the regulation to comply with its requirements.

## Second: Formation, appointment, responsibilities, remuneration and compensation

### 2.1 Committee formation and membership requirements

- 1- In the form of a decision of the Ordinary General Assembly based on the proposal of the Board of Directors, a committee called the Audit Committee, whose members are not less than three and not more than five, not from the executive board members, whether from the shareholders or their age and that there should be at least an independent member among them, and that among them should be a specialist in financial and accounting affairs
- 2- The Chairman of the Board shall not be a member of the Audit Committee
- 3- It is not permissible for anyone who works or has been working during the past two years in the executive or financial management of the company, or with the company's auditor, to be a member of the audit committee
- 4- The members of the committee Shall be of professional competence and who possess the experience, knowledge and skill to enable them to carry out the tasks of the committee efficiently and competently.
- 5- The company Shall notify the Authority of the names of the members of the committee and their membership characteristics when they are appointed, or any changes that occur to that during the statutory period specified by the Corporate Governance Regulations issued by the Authority

### 2.2 Appointment or dismissal of committee members and their term of appointment

- 1- The members of the committee are appointed for a period not exceeding three years, and the association may, upon a proposal from the board of directors, reappoint all or some of the committee members for another similar period or periods.
- 2- The membership of the committee is forbidden by the termination of its term or the expiration of its membership according to any system or instructions in force in the Kingdom. Nevertheless, the General Assembly may at any time dismiss all or some of the members of the committee.
- 3- Every member of the committee has the right to resign (according to his circumstances) by submitting a written notice to the Chairman of the Council and the Chairman of the Committee. The resignation becomes effective from the date on which the notice is delivered, unless the notice specifies a later time to implement the resignation.
- 4- If the position of one of the members of the committee feels, the council has the right to appoint a temporary member in the poet center according to the appointment criteria referred to in paragraph (4) of Article (2.1). The competent authority Shall be informed of this during the statutory period from the date of appointment, and the appointment Shall be presented to the Ordinary General Assembly at its first meeting, and the new member completes the term of his predecessor.
- 5- The Assembly may - based on the recommendation of the Board - terminate the membership of those who have been absent from attending three consecutive meetings of the committee without a legitimate excuse.

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## 2.3 Chairman of the Committee

- 1- If the assembly's decision to form the committee does not stipulate the nomination of the chairman, the members may appoint a chair from among them at the first meeting of the committee, and it is preferable for the committee chair to be an independent member.
- 2- The committee chairman shall chair the committee's meetings, and in the event that the committee chair is absent from attending the meeting, the members attending the meeting elect one of them to chair the meeting and record this in the meeting's minutes.
- 3- The chairman of the committee or whoever among its members disgraces him shall attend the general assemblies to answer shareholders' questions and inquiries.
- 4- The committee chairman supervises its work and follows up on the completion of the tasks entrusted to it. The head of the committee also calls for the committee to convene and determines the time, date and place of each of the committee's meetings and the agenda in coordination with the members of the committee.

## 2.4 Duties of a Committee Member

- 1- Every member shall abide by the principles of honesty, honesty, loyalty, care and concern for the interests of the company and the shareholders, and present them over his personal interests.
- 2- Attending committee meetings, preparing in advance for them, and actively participating in studying the agenda items, and analyzing information related to the topics considered by the committee before expressing an opinion on them.
- 3- An independent member of the committee Shall be able to carry out his duties, express his opinions and vote on decisions objectively and impartially, in order to help the committee to make sound decisions that contribute to achieving the interests of the company.

## 2.5 Secretary of the Committee

- 1- The committee appoints a secretary from among its members or from others.
- 2- The duties and responsibilities of the committee's secretary are related to documentation and preservation of the entire proceedings of the committee's meetings, coordinating with the chairman of the committee to submit reports on the activities and work of the committee to the board of directors, issuing the results of the meetings and the committee's decisions to the concerned parties and following up on their implementation, in addition to performing all the tasks entrusted to him by the committee. .

## 2.6 Rewards and compensation

- 1- The remuneration of the members of the committee consists of a fixed annual bonus (a lump sum) or an attendance allowance for the sessions, or both, according to the remuneration and compensation policy approved by the General Assembly of shareholders, in addition to what the Board of Directors decides in terms of an allowance for travel and accommodation expenses for each session for non-resident members At the meeting venue, in accordance with the regulations, decisions and instructions in force in the Kingdom issued by the competent authorities.
- 2- The Board of Directors determines the rewards and allowances that the committee secretary will receive.
- 3- The report of the Board of Directors to the Ordinary General Assembly shall include a comprehensive statement of all remunerations, expenses allowances and other benefits that the members of the committee received during the fiscal year. It should also include a statement of the number of committee sessions and the number of sessions attended by each member from the date of the last meeting of the General Assembly.

### 2.7 Reference

The committee's reference is to the General Assembly of shareholders.

## Third: Objective, the scope of work and tasks

### 3.1 Objectives

The aim of forming the committee is to strengthen the control systems over the company's business, verify the integrity and integrity of the reports, financial statements, and internal control systems, and ensure that the work is fair and disciplined, in order to achieve the goals and vision of the company and in line with the relevant regulations and standards.

### 3.2 Scope of work and powers

The scope of the committee's work includes monitoring the company's business, verifying the integrity and integrity of reports, financial statements, and internal control systems independently, and providing the necessary recommendations to the Board of Directors.

- 1- The right to have access to the company's records and documents, and to obtain all the resources and information necessary to perform its duties and responsibilities.
- 2- Requesting any clarification or statement from the members of the Board of Directors or the executive management.
- 3- It may request the board of directors to call the general assembly of the company to convene if the board of directors impedes its work or the company suffers heavy damage or losses.
- 4- Study matters pertaining to it or referred to it by the Board of Directors, and submitting its recommendations to the Board to take a decision regarding them, or to take decisions if the Board has delegated this to it, provided that the mandate issued by the Board is not general or indefinite.
- 5 - The committee may seek the assistance of experts and specialists from inside or outside the company within the limits of its powers, while proving this in the minutes of the committee's meeting, noting the name of the expert and his relationship with the company or the executive management.

### 3.3 Duties and Responsibilities

Without prejudice to the tasks and responsibilities stipulated in the Companies Law, the Company's Articles of Association and the Corporate Governance Regulations, the tasks and responsibilities of the committee include carrying out all actions that enable it to achieve its objectives, including:

#### A- Financial Reports:

- 1- Study the initial and annual financial statements of the company and the announcements related to them before submitting them to the Board of Directors and expressing their opinion and recommendation regarding them. To ensure its integrity, fairness and transparency, and to ensure that it is prepared in accordance with the accounting standards adopted in the Kingdom of Saudi Arabia and the provisions of the Companies Law and the Company's Articles of Association and in line with the instructions issued by the supervisory authorities.
- 2- Expressing a technical opinion - at the request of the Board of Directors - on whether the report of the Board of Directors and the financial statements of the company is fair, balanced and understandable and includes information that allows shareholders and investors to evaluate the financial position of the company, its performance, business model and strategy.
- 3- Study any important or unfamiliar issues included in the financial reports.
- 4- Carefully researching any issues raised by the company's financial manager; whoever assumes his duties, or the compliance officer in the company, the internal auditor, or the auditor.

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- 5- Verifying the accounting estimates in the fundamental issues mentioned in the financial reports.
- 6- Studying the accounting policies applied in the company and expressing opinion and recommendation to the Board of Directors in this regard.

### **B- Internal Audit:**

- 1- Study and review the company's internal and financial control and risk management systems, and make recommendations regarding the proposed amendments to develop them and raise their efficiency
- 2- Considering the efficiency of the company's assessment of the material risks that it may be exposed to and the steps taken by the company to monitor and confront these risks.
- 3- Examining and approving the comprehensive plan for internal audit, and updating it annually. It should include reviewing the main activities and processes, including the activities of risk and compliance management, at least on a level basis.
- 4- Study the internal audit reports and follow up the implementation of corrective measures for the observations contained therein.
- 5- Control and supervise the performance and activities of the internal auditor and the internal audit department in the company to verify the availability of the necessary resources and their effectiveness in performing the work and tasks assigned to it.
- 6- Recommending to the Board of Directors to appoint a director of the internal audit unit or department or the internal auditor and suggesting his remuneration.

### **C- Auditor:**

- 1- Recommending to the Board of Directors to nominate and dismiss auditors, determine their fees and evaluate their performance, after verifying their independence and reviewing the scope of their work and the terms of contracting with them.
- 2- Verifying the auditor's independence, objectivity and fairness, and the effectiveness of the audit work, taking into account the relevant rules and standards
- 3- Reviewing the company's auditor's plan and business, and verifying that he has not submitted technical or administrative works that are outside the scope of the audit work, and expressing its views on that.
- 4- Answer the company's auditor's inquiries.
- 5- Studying the auditor's report and his notes on the financial statements and following up on what has been taken in their regard.

### **D- Commitment Guarantee:**

- 1- Review the results of the reports of the supervisory authorities and verify that the company has taken the necessary actions in this regard.
- 2- Verify the company's compliance with the relevant laws, regulations, policies and instructions.
- 3- Reviewing the contracts and transactions proposed to be conducted by the company with related parties, and submitting their salaries for this to the Board of Directors
- 4- Raise the issues it deems necessary to take action in their regard to the Board of Directors, and make its recommendations for the required actions taken.

### **E- Notes submission arrangements:**

- 1- The audit committee shall set up a mechanism that allows the employees of the company to provide their observations on any infringement in or through the financial reports in confidentiality, and the committee must verify the application of this college by conducting an independent investigation commensurate with the size of the error or abuse, and establishing diamond follow-up procedures.

## Audit Committee Regulations of Labor

- 2- Suggesting to the Board of Directors to set the necessary policies or procedures for stakeholders to follow in submitting their complaints or reporting violating practices.

### Fourth: Work Plan, Meetings and Reports

#### 4.1 Commission Action Plan

The committee prepares at the beginning of each financial year a plan for its meetings during the year to enable it to perform its work and implement the tasks and responsibilities entrusted to it.

#### 4.2 Committee meetings

- 1- The committee meets periodically, provided that its meetings are not less than four meetings during the financial year of the company, and the meeting is held at the invitation of its chairman, and the invitation is sent one week before the date of the meeting with the agenda and any other documents, and the majority of the committee members may call for a special meeting of the committee.
- 2- The committee meets periodically with the company's auditor, and with the company's internal auditor.
- 3- The internal auditor and the auditor may request a meeting with the audit committee whenever the need arises.
- 4- For the committee's meetings to be valid, attendance by the majority of its members is required, and the committee's decisions are issued by the majority of the votes of the members attending the meeting.
- 5- The committee may hold meetings for it outside the company's headquarters, and it may also hold its meetings using modern technology and in a way that serves the business interest of the company.
- 6- In the event that one of the committee members is unable to attend the meeting in person, he may attend through modern technology with the approval of the committee chairman, and his attendance is tantamount to attending the meeting in person.
- 7- Committee members are obligated to attend all committee meetings and actively participate in its discussions, and in the event that a committee member is unable to attend, he must inform the committee chair or secretary in writing or through modern technology.
- 8- A member of the committee may not delegate another member to attend the committee meeting on his behalf or vote for him in the meetings.
- 9- No member of the board of directors or the executive management other than the members of the committee and its secretary is entitled to attend its meetings, unless the committee requests to hear his opinion or obtain his advice.

#### 4.3 Meeting Minutes

- 1- The committee's meetings shall be documented and minutes prepared that include the discussions and deliberations that took place, the recommendations of the committee and the results of the vote be documented, kept in a special and organized record, the names of the members present and the reservations they made - if any - should be documented, and these minutes signed by all the members present and the secretary.
- 2- The minutes of the committee's meetings are documented as follows:
  - A- The meeting minutes Shall include the date and place of the meeting, the names of those present and absentees, a summary of the discussions taking place in the meeting, reservations - if any, and the relevant decisions and recommendations.

## Audit Committee Regulations of Labor

- B- The committee secretary submits the draft meeting minutes by e-mail to the committee members within two working days from the end of the meeting, and the committee members submit their comments on the draft within five working days from the date of sending the minutes. However, if no notes are received, the report shall be deemed approved.
- C- Each member has the right to add any comments or amend any decision or recommendation, provided that this is approved by the majority of the members attending the meeting.
- D- Each member of the committee has the right to add the reservation issued by him regarding any item of the minutes.
- E- The secretary amends the record according to the notes and amendments, and it is sent to the chairman and members of the committee for signature.
- F- After the minutes are approved and approved by the members attending the meeting, the secretary sends the minutes to the members who are absent from the meeting and notifies them of any discussions and decisions taken at the meeting.
- G- The secretary issues the decisions or recommendations and signs them by the committee chairman and sends them to the concerned authorities.

### 4.4 Reports issued by the Committee

- 1- Preparing a report on its opinion regarding the adequacy of the internal control system in the company and on the other activities it has carried out within its jurisdiction. The board of directors must deposit enough copies of this report in the company's head office at least twenty-one days before the date of the general assembly to provide each of the shareholders a copy of it, and the report will be read during the assembly.
- 2- The committee submits periodic reports to the board of directors regarding the tasks assigned to it by the board with recommendations and decisions it has taken.
- 3- The committee prepares an annual report to the council that includes a summary of its meetings during the year, the work it has carried out and the most important results thereof

## Fifth: General and final provisions

### 5.1 Supervisory authorities

The company is subject to the supervision of the Ministry of Commerce and the supervision of the Capital Market Authority, as it is a joint stock company listed in the Saudi market. Therefore, the committee shall:

- 1- Taking into account the requirements and instructions imposed by the supervisory authorities regarding the work of the committee.
- 2- Providing the supervisory authorities with any information or data they require and that fall within their competencies.
- 3- Ensure that the members have sufficient familiarity with the regulations, laws and instructions issued by the supervisory authorities related to the responsibilities of the committee and the scope of its work.

### 5.2 Confidentiality of Information

The members of the committee and the secretary Shall maintain the privacy and confidentiality of the data, information and documents that they see related to the business of the company by virtue of their membership in the committee, and that no confidential data or information be disclosed to outside parties except after obtaining the approval of the Board of Directors, with the exception of the information and confidential data that are Required by the authorities



## Audit Committee Regulations of Labor

The supervisor of the company's business or pursuant to a court order obligated to disclose such data and information.

### 5.3 Conflict Management

If there is a conflict between the recommendations of the audit committee and the decisions of the board of directors, or if the board refuses to take the committee's recommendation regarding the appointment and dismissal of the company's auditor, determining his fees, assessing his performance, or appointing the internal auditor, the board's report must include the committee's recommendation and justifications, and the reasons for not taking it into account.

### 5.4 Approval

1- It was recommended to approve the work regulations of the Audit Committee by the board of directors of the Saudi Fisheries Company

In Minutes No.(.....), dated 26 Rajab 1442 AH, corresponding to March 10, 2021 AD

2- The Audit Committee work regulation was approved by the general assembly of shareholders in its meeting No. ....that was held on ..... corresponding to.....

-----End of the Document-----



a) Personal information of the Nominated Member						
Full name		Dr.Khaled Saleh AL Amoudi				
Nationality		saudi	Date of birth	11/02/1977		
b) Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification		
1.	PhD	Economics	01/08/1444	Um Al-Qurah university		
2.	master	finance	01/02/2011	CBA		
c) Experiences of the Nominated Member						
Period		Experience				
2021-2023		CFO - Wafrah for industry and development (stock market)				
2017-2019		CFO-Minister advisor ministry of Haj and Umrah				
2017		CFO- GULF GENERAL FOR INSURANCE (stock market)				
2015-2017		finance manager-Saudi ground services co(stock market)				
2006-2015		GM finance - Saudi geological survey				
1999-2006		asst.marketing manager-Banque Saudi fransi				
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Memberships of committees	Legal form of the company
1.	Saudi Amad airport services	transportation	independent	nature of the membership	audit committee	closed shareholding

### 1 .Personal data of the nominated member

<b>Name</b>	Qassem Mohammed Yousuf Alsaihati		
<b>Nationality</b>	Saudi	<b>Birth Date</b>	20/04/1984

### 2. Academic qualifications of the nominated member

No	Qualification	Major	Date of Obtaining Qualification	Entity Name
1	Master's	Business Administration	March 2020	University of Technology Bahrain
2	Bachelor's	Business Administration	May 2017	King Faisal University
3	Diploma	Accountancy	August 2008	Institute of Public Administration

### 3. Experiences of Nominated Member

Period	Areas of Expertise
From 2011 to Current	HR and Admin Director
From 2009 to 2011	Banking Works

### 4. Current membership in boards of directors of other joint stock companies (listed or unlisted) or any other company, regardless of its legal form, or the committees emanating from it

No	Company Name	Main Activity	Membership status (Executive, non-executive, independent)	Nature of membership (in his personal capacity, representative of a legal person)	Committee membership	The legal form of the company
1	N/A					

A) Nominee Personal information						
Full Name:		Abdelkhalig Abdulla Babkier Elhassan				
Nationality		Sudanese	Date of Birth		02/03/1972	
B) Nominee Academic Qualifications:						
Degree		Major	Year of Graduation	Academic Institution		
Bachelor of Economics & Administrative Science		Cost & Management Accounting	1997	Omdurman Al-Ahlia University		
Certified Management Accountant – CMA		CMA	2008	Institute of Management Accountants IMA – USA		
C) Nominee Practical Experience						
Period		Field of Experience				
From 2011 - Current		Chief Financial Officer – In Joint Stock Company				
From 2007- 2011		Finance Manager – Insurance Sector				
From 1997- 2007		Accountant and Chief Accountant				
D) Current Memberships of Joint Stock Companies (Listed/Non-Listed) or other companies of any legal status or committees thereof.						
SL.#.	Company	Main Activities	Membership Status (Executive/NonExecutive/Independent	Nature of Membership (Personal /Rep. a legal entity)	Commit tees Membe rship	Business Form
1						



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#### A) Personal information of the Nominated Member

Full name	Abdul Rahman bin Saud Al Owais		
Nationality	Saudi	Date of birth	16/10/1982

#### B) Academic Qualifications of the Nominated Member

#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity
1	Bachelor	English Language	2005	Imam Muhammad ibn Saud Islamic University
2	Diploma	Human Resources	2006	Al-Yamamah University
3	Masters	Business Administration	2021	University of Manchester

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
2021-Present	CEO of Shared Services Group - SALIC
2020-2021	Undersecretary - Ministry of Finance
2017-2020	Executive Vice President - National Water Company
2005-2017	Regional Executive Director - Almarai Company

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	National Grain Company	Handling of agricultural commodities	nonexecutive	representative of legal person		Unlisted
2	Minerva Australia	Production and distribution of consumer goods	nonexecutive	representative of legal person		Unlisted
3	Basic Mills	Production and distribution of consumer goods	independent	in personal capacity		Unlisted
4	Alkharayef Water & Power Technologies	Infrastructure	independent	in personal capacity	Nominations and Remunerations Committee	Listed



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SAUDI FISHERIES COMPANY

A) Personal information of the Nominated Member						
Full name		Abdulelah Mohammed Abdulrahman Alwabel				
Nationality		Saudi				
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications		Name of Awarding Entity	
1	Bachelors	Finance & investment	2023		Imam Mohammed bin Saud	
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
-		-				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	-	-	-	-	-	-

### 1) Personal Information of the Nominated Member

Full Name	ABDULLAH TALEB EIDA ALNAHDI		
Nationality	Saudi	Date of Birth	1404 – 1984

### 2) Academic Qualifications of the Nominated Member

No.	Qualification	Specialization	Date of the awarded degree	The Name of the awarding entity
1	Bachelor's degree	Accounting	2007	King Abdulaziz University
2	Consultant	Zakat and tax	2011	Ministry of Commerce
3	Accounting course		2007	Saudi Organization for Certified Public Accountants (SOCPA)
4	Zakat and tax course		2007	Saudi Organization for Certified Public Accountants (SOCPA)
5	Transactional jurisprudence course		2007	Saudi Organization for Certified Public Accountants (SOCPA)
6	Management leadership course		2023	Institute of Public administration
7	Anti-financial and administrative corruption course		2023	Institute of Public administration

### 3) Experiences of the Nominated Member

From 01/03/2023 Until Now	Chairman of the Board of Directors CHEMISTRY AND SALT Company Closed (joint stock company)- Saudi Arabia
From 2022 Until Now	Chairman of the Board of Directors of HAMAT AL ARAB Trading and Contracting Company (Limited Liability Company) Saudi Arabia
From 2022 Until Now	Chairman of the Board of Directors of HAMAT AL ARAB Company for Wholesale Commodities Trading (Limited Liability Company) United Arab Emirates branch
From 2018 Until Now	Chairman of the Board of Directors of HAMAT AL ARAB to serve Hajj and Umrah performers
From 2013 Until Now	Counselor and founder of AL NAHDI Office for Zakat and Tax Consultations
From 2014 Until Now	Chief Executive EITILAF ALSHARQ Trading
From 2007 Until Now	Associate member of the Saudi Organization for Certified Public Accountants
From 2021 Until Now	Professional member of the Saudi Society of Internal Auditors

### 4) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:

No.	Company Name	Main Activity	Membership Type (Executive, non executive, Independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the Company
1	Chemical and salt company for industry	Materials	Executive	Shareholder	Chairman of the Board	A closed joint-stock company

2	Hamat Al Arab for Trading	retail	Executive	Shareholder	Chairman of the Board	A limited liability company
3	Hamat Al Arab for Trading Emirates branch	retail	Executive	shareholder	Chairman of the Board	A limited liability company



1) Personal Information of the Nominated Member						
Full Name	Abdulwahab Mossab Abdulwahab Abukwaik					
Nationality	Saudi	Date of Birth	25/12/1978			
2) Academic Qualifications of the Nominated Member						
No.	Qualification	Specialization	Date of the awarded degree	The Name of the awarding entity		
1	Bachelor of Engineering	Mechanical Engineering	2001	King Abdulaziz University		
2	Master of Engineering	Industrial Engineering	2007	King Abdulaziz University		
3	PhD of Engineering	Industrial Engineering	2019	National University of Ireland – Galway		
4	Project Management Professional	Project Management	2009	ErouMaTech – PMP		
3) Experiences of the Nominated Member						
Period	Experience					
2002 - 2003	Project Manager and Factory Safety Manager. Afia International Company					
2003 - 2004	Plant occupational health and Safety Manager. Afia International Company					
2005 - 2006	Research & Development Director. Savola Foods					
2007 - 2009	Assistance General Manager, Factories Group (Filling, Tin Can, PET packaging) Afia Int. Co.					
2009 - 2011	Engineering and Technical Services Director – Savola Foods					
2011- 2013	Senior Director full project, International Food Industry JV- Project (Savola, Almarai and PNP)					
2013 – 2016	Senior Director, Projects and Engineering Savola Foods					
2018 - 2019	Research supervisor and Engineering collage lecturer – National University of Ireland					
2019 - 2022	Vice Dean – Deanship of Scientific Research – Director of the Research and Economic Center – Engineering Faculty member - UBT					
2022-Until Now	Dean of CBA (Mother collage) University of Business & Technology – Member of executive committees - Engineering Faculty member					
4) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:						
No.	Company Name	Main Activity	Membership Type (Executive, non executive, Independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the Company
1	Gulf General Cooperative Insurance Co. GGI	Insurance	Independent Board member	Personal capacity	-Investment committee member -Risk management committee member	Public Joint Stock Company



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A) Personal information of the Nominated Member						
Full name	Adeeb Saleh A. Almohaimeed					
Nationality	Saudi	Date of birth	1987/10/30			
B) Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification		
1.	Master of Business Administration	Finance	2019	University of Jeddah		
2.	Bachelor of Business Administration	Finance	2014	Taibah University		
3.	Course: Leveraged Buyouts	Finance & investment	2022	Columbia University		
4.	Course: Real Estate Development: Planning and Process	Real Estate Development	2021	MIT University		
5.	Course: Commercial Real Estate Analysis and Investment	Real Estate Investment	2020	MIT University		
6.	Course: Leading Creative Transformation in Critical Times	Leadership	2020	Stanford University		
7.	Course: Value Investing, Investments and Securities	Investment	2019	Columbia University		
8.	Course: Strategic Management	Strategy	2018	Harvard University		
C) Experiences of the Nominated Member						
Period		Experience				
August 2021 - Present		Al Maqar Development Company - Investment Director				
May 2017 - Present		Future Generations Advisors - Investment Manager				
February 2020 - August 2021		Madinah Regional Municipality - Director of investment planning department				
November 2017 -February 2020		Madinah Region Development Authority - Deputy Director of Investment Department				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Membership of committees	Legal form of the company
1.	N/A					
2.						
3.						



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<b>A) Personal information of the Nominated Member</b>						
<b>Full name</b>		<b>Ahmed Rashid Alballaa</b>				
<b>Nationality</b>		<b>Saudi</b>	<b>DOB</b>		<b>1961</b>	
<b>B) Academic Qualifications of the Nominated Member</b>						
<b>#</b>	<b>Qualifications</b>	<b>Specialization</b>	<b>Date of obtaining the qualifications</b>		<b>Name of Awarding Entity</b>	
<b>1</b>	<b>Master of Business Administration</b>	<b>Business Administration</b>	<b>2010</b>		<b>King Abdul Aziz University</b>	
<b>2</b>	<b>Bachelor of Agricultural Science</b>	<b>Agricultural Science</b>	<b>1982</b>		<b>King Saud University</b>	
<b>C) Work Experience of the Nominated Member</b>						
<b>Period</b>			<b>Areas of Experience</b>			
<b>Board member and vice chairman of NAQUA</b>			<b>2021 - present</b>			
<b>MD of Naqua</b>			<b>1996 - 2021</b>			
<b>Board Member of the Saudi Export Development Authority</b>			<b>current</b>			
<b>Board Member of the Board of Directors of the Agricultural Development Fund</b>			<b>current</b>			
<b>Chairman of the Board of Directors of Saudi Aquaculture Society SAS</b>			<b>current</b>			
<b>Board Member of the Board of Directors of National Fisheries Development Program</b>			<b>current</b>			
<b>Member of the Coordination Council of Charitable Entities in Al-Laith Governorate</b>			<b>current</b>			
<b>D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:</b>						
<b>#</b>	<b>Company name</b>	<b>Main activity</b>	<b>Membership type (executive, nonexecutive, independent)</b>	<b>Nature of the membership (in personal capacity, representative of legal person)</b>	<b>Committees Membership</b>	<b>Legal form of the company</b>
<b>1</b>	<b>NTG</b>	<b>IT</b>	<b>Non exc</b>	<b>Personal</b>	<b>The board</b>	<b>JSC</b>
<b>2</b>	<b>NAQUA</b>	<b>Aquaculture</b>	<b>Non exc</b>	<b>personal</b>	<b>The board</b>	<b>JSC</b>



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a) Personal information of the Nominated Member						
Full name		Ahmed Saud Abdulaziz Shahini				
Nationality		Saudi		Date of birth	26/07/1403	
b) Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of the obtaining qualifications	The issuer of the qualification		
1.	BS Degree	Industrial Management	2006	K.F.U.P.M		
2.	Executive MBA	Business Administration	2017	IMD		
c) Experiences of the Nominated Member						
Period		Experience				
2022- Now		CIO - SALIC				
2019-2021		Chief Business Development Officer – Shahini Holding Group				
2016-2020		General Manager – Shahini Distribution				
2007-2015		Several Roles – Shahini Distribution				
2005-2007		Logistic Manager – P&G				
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, non- executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Membership of committees	Legal form of the company
1.	NADEC	Food & Beverages	Non- Executive	Representative	Excom- Audit	Listed
2.	InoChem	Industrial	Non- Executive	Representative	Co-Chairman NRC	Closed Joint Company
3.	Shahini Holding Group	Commercial Investment	Non- Executive	Personal Capacity	-	L.L.C
4.	Naba Al Saha for Medical Services	Medical	Non- Executive	Personal	-	Listed



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A) Personal information of the Nominated Member						
Full name		Dr Ahmed Sirag Abdulrahman Khogeer				
Nationality		Saudi Arab		Date of birth	November 14, 1968	
B) Academic Qualifications of the Nominated Member						
No	Qualifications	Specialization	Date of the awarded degree	Name of Awarding Entity		
1	PhD (Doctorate)	Chemical Engineering	2005	Colorado State University, USA		
2	MBA	Business Administration	2004	Colorado State University, USA		
3	Certificate in Finance	Finance and investment	2005	Colorado State University, USA		
4	MSe Masters of Science in Engineering	Chemical Engineering	1998	University of Tulsa, USA		
5	BSe Bachelor of Science in Engineering	Chemical Engineering	1990	King Abdulaziz University		
C) Experiences of the Nominated Member						
Period		Areas of Experience				
1990 - 2020		positions in Saudi Aramco				
D) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:						
N O	Company name	Main activity	Membershi p type (executive, nonexecutiv e, independen t)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the company
1	Naseej International trading company	Consumer goods	Independent	Personal	Vice Chairmen of board, Past chair, executive committee, Audit Committee member	Publicly listed
2	Gulf General Cooperative Insurance Company	Financials-Insurance	Independent	Personal	Audit Committee NRC committee	Publicly listed
3	Najran Cement	Basic Materials	Independent	Personal	Chair, NRC committee	Publicly listed



a) Personal information of the Nominated Member						
Full Name		Ali Ibrahim Abdulaziz Alsagaby				
Nationality		Saudi		Date Of Birth	17/5/1977	
b) Academic Qualifications of the Nominated Member						
No	Qualification	Specialization	Date of obtaining the qualifications		The issuer of the qualification	
1	MBA	Executive Management	2014		KFUPM - Saudi Arabia	
2	BSc	MIS	2003		Tokyo Joho University - Japan	
3	Accreditation	CIA	2023		The IIA - USA	
c) Experiences of the Nominated Member						
Period		Experience				
2021 - Current		Alrajhi Bank - Senior Audit Director				
2018 - 2021		Channels By STC - Audit Director				
2016 - 2018		Alrajhi Bank - Executive Manager				
2010 - 2015		STC - Audit Director				
2008 - 2010		Alinma Bank - Projects Manager				
1996 - 2008		Multiple roles in multiple Sectors				
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No	Company name	Main activity	Membership type (executive, non-executive)	Nature of the membership (in personal capacity, representative of legal person)	Membership of committees	Legal form of the company
1	-	-	-	-	-	-

A) Personal Information of the Nominee						
Full name:	Almutasembilla Zaki Allam					
Nationality:	Saudi	Date of Birth:	26/07/1986			
B) Qualifications of the Nominee						
#	Degree	Major	Date of the Degree	Name of Awarding Entity		
1	BSc	Business Administration - Financial	2007	King Abdul-Aziz University		
2	MSc	Financial Economics	2011	University of Essex		
3	MSc	Islamic Banking & Finance	2015	Bangor University		
4	PhD	Banking & Finance	2020	Bangor University		
C) Work Experience of the Nominee						
Term	Areas of Experience					
2011-2013	Lecturer in Finance at the College of Business Administration at The University of Business and Technology					
2013-Now	Faculty member of the Islamic Economic Institute					
2020-Now	Financial Consultant at Performance Clinic					
2022-Now	Act as a head of Islamic Economics Department					
D) Current membership in the board and committees of other joint stock companies (listed or unlisted) or any other company, regardless of its legal form						
#	Name of the Company	Main activity	Membership status (Executive, Non-Executive, Independent)	Membership nature (Personal capacity, a Representative of a Legal person)	Committees Membership	Legal Form of the Company
1	TADCO	Food & Beverages	Non - Executive	Personal capacity	Auditing Committee	listed joint stock
2	TAPRCO	Media and Entertainment	Independent	Personal capacity	Head of Auditing Committee	listed joint stock
3	EADACO	Food & Beverages	Non - Executive	Representative Of TADCO		Closed Joint-Stock Company
4	Anan	Investment	Owner	Personal capacity		Limited Liability





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<b>A) Personal information of the Nominated Member</b>						
<b>Full name</b>		<b>Auoob Abdulrahman Dakael Aldakael</b>				
<b>Nationality</b>		<b>Saudi</b>				
<b>B) Academic Qualifications of the Nominated Member</b>						
<b>#</b>	<b>Qualifications</b>	<b>Specialization</b>	<b>Date of obtaining the qualifications</b>	<b>Name of Awarding Entity</b>		
1	Bachelor	Accounting	٢٠٠٥/٥	King Saud University		
2	Diploma	English	2007	University of Colorado Denver		
3	Diploma	English	2010	Indiana University Bloomington		
<b>C) Work Experience of the Nominated Member</b>						
<b>Period</b>		<b>Areas of Experience</b>				
2014- 2007		Banking and Fraud Inspector (Saudi Central Bank)				
2021-2014		Senior Risk & Compliance Specialist (Saudi Central Bank)				
2022/8 – 2021/2		Risk & Business continuity Management Manager (Thiqah Business Services)				
– 2022/9till now		Risk Management Director (Ministry of Human Resource and Social Development)				
<b>D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:</b>						
<b>#</b>	<b>Company name</b>	<b>Main activity</b>	<b>Membership type (executive, nonexecutive, independent)</b>	<b>Nature of the membership (in personal capacity, representative of legal person)</b>	<b>Committees Membership</b>	<b>Legal form of the company</b>
1	Non	Non	Non	Non	Non	Non

A) Personal information of the Nominated Member						
Full name		Ayedh Saleh Hatwah Al-Saleh				
Nationality		Saudi		Date of birth		17 November 1963
B) Academic Qualifications of the Nominated Member						
	Qualifications	Specialization	Date of the awarded degree	Name of Awarding Entity		
	BS Degree	Electrical Engineering (with honor)	1987	KFUPM , Saudi Arabia		
	Executive Program	University Executive Program For Management	2012	Wharton Business School Pennsylvania, USA		
C) Experiences of the Nominated Member						
Period		Areas of Experience				
1987 - 2000		Operations & Maintenance Engineer in Ras Tanura Complex Refinery, Saudi Aramco				
2000 - 2010		Quality Assurance Engineer and Supervision Positions Inspection Department & Consultation Dept, Saudi Aramco				
2010-2013		Department Head of Inspection (Quality), Saudi Aramco				
2014 - 2021		Department Head for Maintenance in Jazan Complex Refinery , Saudi Aramco				
2021 - 2023		Director of Director of Juaymah Gas Fractionation Plants, Saudi Aramco (Largest NGL Plants in the world)				
D) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:						
	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the company



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#### A) Personal information of the Nominated Member

Full name	Bakr bin Abdulrahman Al Muhanna		
Nationality	Saudi	Date of birth	2/1/1984

#### B) Academic Qualifications of the Nominated Member

#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity
1	Bachelor	Management Information Systems	2006	King Fahd University of Petroleum and Minerals

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
2020– Present	Director of the Logistics Portfolio – MENA Investments – Public Investment Fund
2018 – 2020	Vice President of the Logistics, Agriculture and F&B portfolio – Public Investment Fund
2016 – 2018	Associate Director of Investments – Saudi Arabian Industrial Investment Company (Dussur)
2013 – 2016	Head of Investments – King Abdullah City for Atomic and Renewable Energy (KACARE)
2011 – 2013	Senior Associate – Tatweer Holding Company
2007 – 2011	Associate – Duetsche Bank
2005 – 2006	Cooperative Trainee – SAMBA Capital

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Red Sea Gateway Terminal	Industrials	Non-Executive	Representative of legal person		Limited Liability
2	Saudi Coffee Company	Food and Beverage	Non-Executive	Representative of legal person		Closed Joint Stock
3	Almadinah Heritage Company	Retail	Non-Executive	Representative of legal person		Closed Joint Stock
4	Saudi Fisheries Company	Food and Beverage	Non-Executive	Representative of legal person		Listed Joint Stock
5	National Gas & Industrialization Company (GASCO)	Utilities	Non-Executive	Representative of legal person	Investment Committee, Nomination and Remuneration Committee	Listed Joint Stock
6	Tatweer Education Holding	Education	Non-Executive	Representative of legal person		Closed Joint Stock

A) Personal information of the Nominated Member						
Full name	Eng. Abdulmajed Bin Abdulmohsen Bin Ebrahim A. AlShaikh					
Nationality	Saudi	Date of birth				
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Science in Industrial Systems Engineering	2004	King Fahd University of Petroleum and Minerals - Dhahran		
2	Master	Engineering Management	2006	Brunel University - United Kingdom		
3	Master	MBA Business Administration	2010	Queen's University - Canada		
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
From January 2007 until end of 2014	Practical experience in Financing, preparing economic feasibility studies, financial and technical analysis, and studying markets for industrial projects by working for the Saudi Industrial Development Fund in the credit department. (Credit department manager).					
From January 2014 until October 2017	Establishing Efadah Company for Economic and Industrial Consulting (with 50% ownership) and working as a "managing partner" in it, where the company evaluates industrial projects, prepares economic feasibility studies, evaluates industrial investment opportunities, plans, and develops businesses, evaluates the technical and technical feasibility of industrial projects, and restructures the financial and administrative financing for them. Over the past two years, he has worked with several industrial companies, some of which are listed on the Saudi Stock Exchange "Tadawul", working in several different industrial sectors, including building materials, heavy industries, food, manufacturing industries and renewable energy.					
From November 2017 until now	CEO & Member of Board of Mayar Holding Company, in addition to being Vice Chairman of the Board of Egypt Gulf Elevators & Escalators Co. Ltd., CEO of Gulf Elevators & Escalators Co. Ltd, CEO of Fuji Saudi Arabia for Elevators & Escalators Co., CEO of Elevators Solutions for Operation & Maintenance Co., CEO of Creative Performance Co. for Elevators. Mayar Company and its subsidiaries, as well as with its strategic partners, work in the field of manufacturing, installing, & maintaining elevators and escalators, whether inside the Kingdom of Saudi Arabia or in foreign markets, where it has two factories to produce Elevators & Escalators and more than 15 agents for its products in several countries, including the Gulf countries, Arab, African, European and others. In 2021, Mayar expanded its activities by acquiring several companies, and he was appointed Vice Chairman of the Board of Jedaya Agricultural Company, as well as Vice Chairman of the Board of Saudi Drip Irrigation Company, Vice Chairman of the Board of Ajda Trading Company, Chairman of the Board of the Food Developing Company, and Vice Chairman of the Board of Aklna Trading Company.					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Mayar Holding Co.	Investments in several sectors	executive	personally	Member of Investment Committee	Saudi joint stock



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2	Egypt Gulf Elevators & Escalators Co. Ltd.	Manufacture, installation & maintenance of elevators & escalators	Non-executive - Vice Chairman of Board	personally	Non	A closed Egyptian joint stock
3	Jedaya Agricultural Company	Compound animal feed	Non-executive - Vice Chairman of Board	personally	Non	Saudi
4	Saudi Drip Irrigation Company	Manufacture of drip irrigation systems	Non-executive - Vice Chairman of Board	personally	Non	Saudi
5	Ajda Trading Company	Poultry distribution and sale	Non-executive - Vice Chairman of Board	personally	Non	Saudi
6	Food Developing Company	Sale and distribution of fresh and frozen poultry	Non-executive - Chairman of the Board	personally	Non	Saudi
7	Aklina Trading Company	Foods	Non-executive - Vice Chairman of Board	personally	Non	Saudi

A) Personal information of the Nominee						
Full name		Farhan Waleed Esmail Al-Boainain				
Nationality		Saudi	Date of birth		03/06/1954	
B) Academic Qualifications of the Nominee						
#	Qualifications	Major	Date of obtaining the Degree	Name of Awarding Entity		
1	Bachelor Degree	Accounting	1979	East Texas State Univ., USA		
2	Masters of Business Admin	Management	1985	San Diego State Univ., USA		
3	Executive Education Program	Executive Management	1998	Dartmouth College, USA		
4	Certificate in Controls Self-Assessment	Risk Assessment	2013	American Institute of Internal Auditors		
5	Certified Governance, Risk, Compliance Professional	Corporate Governance & Compliance	2021	American Open Compliance & Ethics Group (OCEG)		
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
2018 - Present		Head of Internal Audit				
2014 –2018		Chief Internal Auditor				
2014 - 1995		positions in Saudi Aramco				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company Name	Main activity	Membership type (executive, nonexecutive, independent)	Membership Nature (personal capacity, representative of legal person)	Committees Membership	Legal form of the company
	None	-	-	-	-	-



a) Personal information of the Nominated Member						
Full name		Fawaz Saad Huraybi Alrefaei				
Nationality		Saudi		Date of birth	20/8/1984	
b) Academic Qualifications of the Nominated Member						
No.	Qualification	Specialization	Date of obtaining the qualifications		The issuer of the qualification	
1.	Business Administration	Management	17/5/2020		Tabouk University - KSA	
2.	Mechanical Engineering Technology	Manufacturing Technology	1/7/2008		Yanbu Industrial College - KSA	
c) Experiences of the Nominated Member						
Period		Experience			Start Date	End Date
3 years		Drafting and design department at Yanbu Steel Company			Aug 2008	May2011
12 years		Operation and maintenance department at Yanbu Cement Company			July 2011	July 2023
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, non-executive)	Nature of the membership (in personal capacity, representative of legal person)	Membership of committees	Legal form of the company
-	-	-	-	-	-	-

1) Personal Information of the Nominated Member						
Full Name	Hamad Jarallah Hamad Almahamedh					
Nationality	Saudi	Date of Birth	15/06/1978			
2) Academic Qualifications of the Nominated Member						
No.	Qualification	Specialization	Date of the awarded degree	The Name of the awarding entity		
1	Master	EMBA	2009	King Abdulaziz university		
2	Bachelor	Marketing	2003	King Fahd University of Petroleum & Minerals		
3) Experiences of the Nominated Member						
Period	Experience					
From May2023 till now	CEO- Shawaty Alshaby for Traditional Food					
15 Years from 2007 till 2023	Insurance Sector- Sales & Marketing					
4 Years from 2003 to 2005	Banking Sector- Sales & Marketing					
4) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:						
No.	Company Name	Main Activity	Membership Type (Executive, non executive, Independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the Company
1						





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A) Personal information of the Nominated Member						
Full name		Hathal Safar AlOtaibi				
Nationality		Saudi		Date of birth		
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications		Name of Awarding Entity	
1	EMBA	EMBA	2021		KFUPM	
2	Master	Masters in Telcom Systems	2016		Northeastern University	
3	Bachelors	Electrical Engineering	2007		KFUPM	
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
2022- now		Board and committee's member of publicly listed company				
2021-2022		Country Director - Saferoom				
2018-2021		Director of Eastern Region - CITC				
2009-2017		Communications Engineer				
2008-2009		Field Engineer - Schlumberger				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Filing and Packing Materials Manufacturing Co.	Materials	independent	in personal capacity	NRC Audit	Publicly listed
2	Middle East Specialized Cables Co.	Capital Goods	independent	in personal capacity	Audit	Publicly listed

#### A) Personal information of the Nominee

Full name	Hisham Khalil Alobaidi		
Nationality	Saudi	Date of birth	21/09/1980

#### B) Academic Qualifications of the Nominee

#	Qualifications	Major	Date of obtaining the Degree	Name of Awarding Entity
1	Bachelor of science	IT	2012	Arab open
2	MBA	BUSINESS ADMINISTRATION	2016	University of business and technology

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
2022 – PRESENT	Chief Compliance officer , Nesma co.
2021- 2022	Compliance and risk directors , MEPCO
2012-2021	Head of compliance, Wataniya Insurance company
2001-2012	Retail banking, SABB

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company Name	Main activity	Membership type (executive, nonexecutive, independent)	Membership Nature ( personal capacity, representative of legal person)	Committees Membership	Legal form of the company
-	-	-	-	-	-	-



1) Personal Information of the Member						
Full Name:		Ibrahim Abdulahad Hashim Khan				
Nationality:		Saudi		Date of Birth:	18-May-1978	
2) Qualifications of the Member						
#	Degree	Major	Date of the Degree	Name of Awarding Entity		
1	CIPD- HR Management-L5	Human Recourses Management	2020	CIPD		
2	Strategic Talent Management	Business Management-HR	2020	Laurels		
3	SCP-SHRM	Human Recourses Management	2019	SHRM		
4	Certified Internal Auditor -Part (2)	Internal Auditing	2018	SPE-Sponsors		
5	Fundamental of Internal Auditing and Audit Report Writing Part (1)	Internal Auditing	2018	MISTI		
6	Situational Leadership	Leadership Program	2017	Saudi Aramco		
7	Key Performance Indicators for Senior Managers	Business Management	2016	Anderson		
8	Project Management Professional	Project Management	2016	Project Manag't Institute		
9	Creative Leadership	Leadership Program	2014	RC		
10	Executive Master Degree	Business Management-HR	2014	King Abdul-Aziz University		
11	Six Sigma Champion	Quality Management	2014	Cristal Global Academy		
12	Executive Leadership Program (One year program)	Executive Leadership Program	2013	CrestCom Global		
13	Bachelor of Science Degree	Business Management-HR	2008	King Abdul-Aziz University		
14	Trained by many world-class trainers in HR, Management, Leadership, Transformational and Change Management, Project Management and other different knowledge domains. (More details can be provided upon request).					
3) Work Experience of the Member:						
Period	Area of Experiences					
2023-Now	Vice President, HR and Shared Services at LogiPoint					
2022-2023	Vice President, HR and Shared Services at Pharmaceutical Solutions Industry					
2016-2022	HR Manager/ HR Consultant/ Internal Auditing Lead at (Saudi Aramco and Sinopec JV)					
2012-2016	Senior Manager of Human Resources, Regional Manager of Human Resources, General Manager of Human Resources - A, Lead of Transformational and Change Management Program, Lead of Corporate Communication at (Cristal Global and Tasnee Global)					
2003-2012	HR and Leadership Development Program Section Head/ Transformation Program Lead at (Th Power and Water Utility Company-Marafiq)					
1997-2002	Administrator and Specialist at (Royal Commission for Jubail and Yanbu)					
4) Current membership in the boards of directors of other joint stock companies (listed or unlisted) or any other company, whatever its legal form, or the committees emanating from it:						
#	Name of the company	Main activity	Membership status (Executive, Non- Executive, Independent)	Membership nature (Personal capacity, a Representative of a Legal person)	Committees Membershi p	Legal Form of the Company
1	Cooperative Society for Training and Consultation Association	Training and Consultation	Non- Executive	Personal Capacity	Founding Member	Registered Cooperative Association
2	Desired Hope Association	Handicaps Support	Non- Executive	Personal Capacity	Consultant	Registered Cooperative Association
3	Dar Housing Association	Housing	Non- Executive	Personal Capacity	Consultant	Registered Cooperative Association



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#### A) Personal information of the Nominated Member

Full name	Ibrahim Fahd Abdul-Aziz Al-Qasim		
Nationality	Saudi	Date of birth	1973/06/18

#### B) Academic Qualifications of the Nominated Member

No	Qualifications	Specialization	Date of the awarded degree	Name of Awarding Entity
1	Bachelor	Arabic	1996 AD	Teachers College - Saudi Arabia

#### C) Experiences of the Nominated Member

Period	Areas of Experience
02/05/1417 AH	Ministry of Education - Education.
01/06/1425 AH - 01/05/1430 AH	Member of the Board of Directors of Thuraya Sudair Contracting Est
01/05/1436 AH - 01/05/1439 AH	Member of the Board of Directors, Khalid Abdullah Al-Qasim Contracting Est
01/01/1999 AD - still	A qualified person to invest in the Parallel Market (Nomu) and the main TASI
01/18/2023 AD - Still	A person licensed for real estate brokerage and marketing
1417 AH	Experience and training in refrigeration, air conditioning and electricity
2000 AD - Still	Construction, real estate development and real estate rehabilitation
2000 AD	Familiarity with Microsoft office programs

#### D) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:

NO	Company name	Main activity	Membershi p type (executive, nonexecutiv e, independen t)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the company



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#### A) Personal information of the Nominated Member

Full name	Khaled Abdulkader AlKaff		
Nationality	British	Date of birth	1970/10/30

#### B) Academic Qualifications of the Nominated Member

#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity
1	Masters	Business Administration	1994	University of Kent - UK
2	Bachelor	Business and Technology Administration	1992	University of Warwick - UK

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
2017-Present	CEO of Golden Chicken Farms Co.
2014-2017	General Manager of Saudi Radwa Food Co.
2012-2014	CEO of Arab poultry breeders Company Ommat

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						



#### A) Personal information of the Nominated Member

Full name	Mansour bin Abdulaziz Al-Saghir		
Nationality	saudi	Date of birth	1969

#### B) Academic Qualifications of the Nominated Member

#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity
1	Mastet degree	Executive MBA	2010	London business
2	bachelor	accountig	1993	King abdulaziz

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
2018 to date	CEO – National Bank of Bahrain KSA
07-2013 – 05-2017	Regional head of corporate bank sabb
2006 -2013	Chief corporate banker western Regional
2005 – 2006	Unit head banque Saudi fransi corporate banking
2003 -2005	Assistant general manager samba
2002 – 2002	Senior relationship manger
1994 - 2001	Senior relationship manger

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Light Buildings Company - Seabourx	Cured mix of calcareous materials	independent	Board member		Closed joint stock
2	Southern Region Cement Company	Porduction of cement	nonexecutive	Board member		Publicly listed
3	United for Cooperative Insurance	Insurance	independent	Board member		Publicly listed
4	Al Seif Commercial Agencies Company	household	independent	Board member		Closed joint stock



a) Personal information of the Nominated Member							
Full name		Meshal Mulhi Abdullah AlArifi					
Nationality		Saudi			Date of birth		12-10-1985
b) Academic Qualifications of the Nominated Member							
No.	Qualification	Specialization	Date of obtaining the qualifications		The issuer of the qualification		
1.	Bachelor	Sociology	2008		King Abdulaziz University		
2.	Master	Operations and business management	2012		Glasgow Caledonian University		
c) Experiences of the Nominated Member							
Period		Experience					
2012-2015		Head of the Registration Department, Saudi Electronic University					
2015-2020		Adwaa Car Rental Company, Member of the Board of Directors and responsible for managing development and quality of operations					
2020-2023		Al Jazeera Platinum Company, Member of the Board of Directors and Director of Administrative Affairs					
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:							
No.	Company name	Main activity	Membership type (executive, non-executive)	Nature of the membership (in personal capacity, representative of legal person)		Membership of committees	Legal form of the company
	Al Jazeera Platinum Company	Construction, Contracting	executive	In a personal		Limited Company	Al Jazeera Platinum Company



a) Personal information of the Nominated Member						
Full name		Mohammed Abdullah Mohammed Aljumah				
Nationality		Saudi		Date of birth	29/11/1985	
b) Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification		
1.	Diploma of Jurisdictions	Law	2015	Imam Mohammed University		
2.	Master Degree of Law	Law	2010	University of East London , UK		
3.	Bachelor Degree of Law	Law	2007	Saud University, Riyadh		
c) Experiences of the Nominated Member						
Period		Experience				
2022 -Present		Board Member, Malath Insurance Cooperative Company				
2022 -Present		Chairman NRC , Malath Insurance Cooperative Company				
2022 - 2018		Director at Governance General Department , stc				
2021 - 2019		Legal Advice at Governance General Department , stc				
2021 - 2019		Legal Advice of Governance affairs at Board Secretariat , stc				
2019 - 2015		Legal Advice at Commercial contracts and Procurement, stc				
2014 - 2013		Legal Advice at Mergers & Acquisition				
2012 - 2013		Project Manager Legal Affairs , Investigations and Litigation, at Salco				
2011 - 2010		Lecture and Legal Specialist at King Saud University				
2010 - 2009		Lawyer at Alatrham Law Firm				
d) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Membership of committees	Legal form of the company
1.	Malath Insurance Cooperative Company	Insurance	Independent	Personal capacity	Nomination and Remuneration Committee	Malath Insurance Cooperative Company

Personal Information of the Nominated Member						
Full Name:		Saeed Abdullah Moeather Almoeather				
Nationality:		Saudi	Date Of Birth:		01/07/1395 AH	
Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the Qualifications	The Issuer of the Qualification		
	Master's	Chemical Engineering	2009	Dalhousie University, Canada		
	Bachelor's	Chemical Engineering	1999	King Saud University, Riyadh		
Work Experiences of Nominated Member						
Period	Fields of Expertise					
2022/06- till present	Freelancer + advisor (Pre IPO/M &A/ Private Equity )					
2022/05-2018	Chief Executive Officer - Saudi Advanced Industries Company (Strategic Planning / Investment Management / Business Development)					
2017-2014	Executive Vice President - Saudi Advanced Industries Company (Investment / Business Development / Financial Planning)					
2014-2001	Saudi Basic Industries Corporation - SABIC (industry / technical development / technical and industrial support)					
2000-1999	ARASCO (Manufacturing / Manufacturing Process Development)					
Current membership in the Board of Directors of other Joint Stock Companies (Listed or Non Listed) or any other Company, regardless of its legal form or other Committees deriving from it:						
No.	Company's Name	Main Activity	Membership Type (Executive, Non-Executive, Independent)	Nature Of Membership (In personal Capacity, Representative of Legal Person)	Membership Of Committees	Legal Form of the Company
	Obeikan Glass	Glass industries	Comm. Member	In personal Capacity	Audit Comm.	Public
	Naseej Telecom and Information Technology	Information technology	Comm. Member	In personal Capacity	Audit Comm.	Public
	Naseej Telecom and Information Technology	Information technology	Comm. Member	In personal Capacity	N. & R. Comm.	Public



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#### A) Personal information of the Nominated Member

Full name	Sammy Jameel Muhammad Showail		
Nationality	Saudi		02-11-1385H

#### B) Academic Qualifications of the Nominated Member

#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity
1	Ph. D. (Doctorate)	Management	May 2007	Washington University in St Louis, USA
2	Masters	Management	May 2003	Washington University in St Louis, USA
3	Masters	Business Administration (MBA)	May 1998	Washington University in St Louis, USA
4	Masters	Construction Management	May 1998	Washington University in St Louis, USA
5	Bachelors	Architecture	January 1992	King Fahad University of Petroleum & Minerals

#### C) Work Experience of the Nominated Member

Period	Areas of Experience
Mar. '23 - now	Portfolio analysis in Neom Investment Fund
Feb '21-Feb '23	Decision support in the Governor's Office – Public Investment Fund
Dec '14-Jan '21	Corporate Strategist – Saudi Aramco
Aug '09- Feb '11	Consultant in the Minister's Office – Ministry of Petroleum & Mineral Resources
2000-2014	Academic teaching in management – USA, Lebanon, Saudi Arabia
1992 - 1999	Construction management – Ministry of Defense and Civil, Saudi Arabia

#### D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:

#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					



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#### A) Personal information of the Nominated Member

Full name	Waleed Husain Al-Bedaiwi		
Nationality	Saudi	Date of birth	06/11/1964

#### B) Academic Qualifications of the Nominated Member

No	Qualifications	Specialization	Date of the awarded degree	Name of Awarding Entity
	Master Degree	Civil Engineering - Hydraulics	1989	King Abdulaziz University - KSA
	Bachelor Degree	Civil Engineering	1985	King Abdulaziz University - KSA
	Diploma	Industrial Safety	1991	British Safety Council - UK
	Diploma	Crises Management	1990	British Safety Council - UK

#### C) Experiences of the Nominated Member

Period	Areas of Experience
2017 - Now	Director and head of developing Jazan Economic City for Primary and Downstream Industry – Saudi Aramco
2008 - 2017	Head of commercial & marketing sector in Petro Rabigh petrochemical Complex and Head of O&M in Jeddah Refinery
2005 – 2008	Operation and facility Manager of King Abdullah University of Science and Technology (KAUST).
2003 - 2005	General Manager of Aramco overseas ( Tokyo – Japan )
2000 -2003	Consultant Aramco Company ( Washington – USA )

#### D) Current membership in the board of directors of other joint stock companies (listed or un-listed) or any other company of any legal form or its committees:

NO	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership of Committees	Legal form of the company
1	JASA	Air Transport	Independent	shareholder	Board of Directors	Joint Stock
2	S2SK	Logistic Services	Independent	shareholder	Board of Directors	Joint Stock

1- Personal Information						
Yousef Saleh Salem Bayazeed			Full Name			
21/03/1981	Date of Birth	Saudi	Nationality			
2- Eduction & Qualification						
Issuer	Date	Major	Education	م		
King Abdulaziz University	2007	International Business Administration	Bachelor's degree	1		
IMD Business School - Switzerland	2023	Development of Strategic future	Executive Program	2		
IMD Business School - Switzerland	2022	Transforming Company vision	Executive Program	3		
London Business School	2019	Executing Strategy for Results	Executive Program	4		
Duke University	2019	Transformational leader	Executive Program	5		
McKinsey & Company (Management Consulting)	2018	Advanced Problem Solving	Executive Program	6		
Nyenrode Business (Netherlands University)	2016	Private Label Executive Program	Executive Program	7		
Financial Institute	2007	Evaluation of Accounting & Financial Performance of Economic Units	Executive Program	8		
Financial Institute	2007	Financial Accounting and Analysis	Executive Program	9		
3- Work Experience of the nominated member Candidates						
Experience history				Period		
Bupa Arabia - Insurance & Health Care sector				2018-2023		
Savola "Panda Retail" - FMCG Retail				2011-2018		
SABB Bank - Albilad Bank - Corporate Relationship-Corporate Finance				2004-2011		
Yusuf Bin Ahmed Kanoo group - Shipping & Logistics				1999-2004		
4- Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company