agenda 20/6/2022AD for Al Hammadi holding. (first meeting)

1. Approved the report of the Board of Directors for the financial year ending on December 31, 2021 AD.

2. Approved the independent auditor's report for the financial year ending on December 31, 2021 AD

3. Approved the company's financial statements for the financial year ending on December 31, 2021 AD.

4. Approved to release the members of the Board of Directors from liability for their management during the fiscal year ending on December 31, 2021 AD.

5. Approved to appointing BDO Dr. Mohamed Al-Amri & Co for the audit and review of the financial statements for the second and third quarters and the annual statements for the year 2022 AD and the first quarter of the year 2023 AD and to determine his fees.

6. Approved the transactions that will be carried out between the company and the Chairman of the Board of Directors, Mr. Saleh Mohammad Al Hammadi, in which he has a direct interest, and the members of the Board, Dr. Abdulaziz Mohammad Al Hammadi, Mr. Mohammad Saleh Al Hammadi, and Dr. Abdulaziz Saleh Al Hammadi, have an indirect interest, noting that the nature of the transaction is a rental contract for a residential building for the company's employees for a period of (15) years starting 12/31/2022 at an amount of (8,600,000 Saudi Riyals annually) eight million six hundred thousand Saudi Riyals, and the value of the transaction during the previous year 2021 AD amounted to (7,811,500, Saudi Riyals) seven million eight hundred and eleven thousand five hundred Saudi Riyals, bearing in mind that there are no preferential conditions.

7. Approved the transactions that will be carried out between the company and the Vice-Chairman of the Board of Directors, Dr. Abdulaziz Mohammad Al Hammadi, in which he has a direct interest, the Chairman of the Board, Mr. Saleh Mohammad Al Hammadi and the members of the Board, Mr. Mohammad Saleh Al Hammadi, and Dr. Abdulaziz Saleh Al Hammadi have an indirect interest, noting that the nature of the transaction is a rental contract for a residential building for the company's employees for a period of (15) years starting 12/31/2022 at an amount of (4,300,000 Saudi Riyals annually) four million three hundred thousand Saudi Riyals, and the value of the transaction during the previous year 2021 AD amounted to (3,955,000 Saudi Riyals) three

million nine hundred and fifty-five thousand Saudi Riyals, bearing in mind that there are no preferential conditions.

8. Approved the transactions that will be carried out between the company and Aziz Company for Contracting and Industrial Investment, in which the Chairman of the Board of Directors, Mr. Saleh Mohammad Al Hammadi, and the members of the Board, Dr. Abdulaziz Mohammad Al Hammadi, Mr. Mohammad Saleh Al Hammadi, and Dr. Abdulaziz Saleh Al Hammadi have an indirect interest in them, noting that the nature of the transaction consists of purchase orders for support and supply services, and the value of the transaction during the previous year 2021 AD amounted to (684,714 Saudi Riyals) six hundred and eighty-four thousand seven hundred and fourteen Saudi Riyals, bearing in mind that there are no preferential conditions.

9. Approved the transactions that will be carried out between the company and AI Hammadi for Information Technology, in which the Board member, Mr. Mohammad Saleh AI Hammadi, has a direct interest, the Chairman of the Board, Mr. Saleh Mohammad AI Hammadi, and the members of the Board, Dr. Abdulaziz Mohammad AI Hammadi, and Dr. Abdulaziz Saleh AI Hammadi have an indirect interest, noting that the nature of the transactions is purchase orders for technical services, and the value of the transactions during the previous year 2021 AD amounted to (712,517 Saudi Riyals) seven hundred and twelve thousand five hundred and seventeen Saudi Riyals, bearing in mind that there are no preferential conditions.

10. Approved the transactions that will be carried out between the company and Mrs. Haya Mohammad AI Hammadi and Mrs. Sarah Mohammad AI Hammadi, in which the Chairman of the Board of Directors Mr. Saleh Mohammad AI Hammadi, and the members of the Board, Dr. Abdulaziz Mohammad AI Hammadi, Mr. Mohammad Saleh AI Hammadi, and Dr. Abdulaziz Saleh AI Hammadi have Indirect interest, noting that the nature of the transaction is a rental contract for a residential building for the company's employees for a period of (15) years starting 12/31/2022 at an amount of (700,000 Saudi riyals annually) seven hundred thousand Saudi Riyals, and the value of the transaction during the previous year 2021 AD amounted to (630.00 Saudi riyals) six hundred and thirty thousand Saudi Riyals, bearing in mind that there are no preferential conditions.

11. Approved the payment of bonuses to the members of the Board of Directors for the fiscal year 2021 AD, with a total amount of (1,800,000 Saudi Riyals) one million eight hundred thousand Saudi Riyals.

12. Approved the decision of the Board of Directors regarding the distribution of cash dividends to shareholders for the first quarter of the fiscal year 2022 AD in the amount of (48 million Saudi Riyals) at (0.40 Saudi Riyals per share), equivalent to (4%) of the nominal value of the share.

13. Approved delegating to the new session of Board of Directors which begins on June 22, 2022 AD the authority of the Ordinary General Assembly with the

authorization contained in Paragraph (1) of Article (71) of the Companies Regulations, for a period of one year from the date of approval of the General Assembly or until the end of the delegated Board of Directors' session, whichever is earlier, in accordance with the conditions contained in the regulations and regulatory procedures issued In implementation of the Companies Regulations for Listed Joint Stock Companies.

14. Approved delegating to the Board of Directors the authority to distribute interim dividends on a semi-annual or quarterly basis for the fiscal year 2023 AD.

15. Approved election of members of the Board of Directors from the candidates for the next session, which begins on June 22, 2022 AD for a period of three years, and ends on June 21, 2025 AD.

- 1- Mr. Saleh bin Mohammed bin Hamad Alhammadi
- 2- Dr. Abdulaziz bin Mohammed bin Hamad Alhammadi
- 3- Mr. Mohammed bin Saleh bin Mohammed Alhammadi
- 4- Dr. Abdulaziz bin Saleh bin Mohammed Alhammadi
- 5- Mr. Aziz bin Muhammad Algahtani
- 6- Mr. Fahad bin Suliman Alnuhait
- 7- Mr. Saad A. Alhamidi
- 8- Dr. Nasser bin Hamd Bin saif
- 9- Dr. Ahmed bin Ibrahim alsagheir

16. Approved the formation of the Audit Committee, determining its tasks, working controls, and the remuneration of its members for the new session that begins on June 22, 2022 AD for a period of three years and ends on June 21, 2025 AD, noting that the candidates are:

1- Aziz bin Mohammed Al-Qahtani (Independent member)

2- Nasser bin Hamad bin Saif (Independent member)

3- Lama bint Abdulaziz Al Hammadi (Off-Board member)

17. Approved the Board of Directors' recommendation to increase the company's capital by granting free shares to shareholders according to the following:

a. The company's capital will be increased by capitalizing the retained earnings and part of the statutory reserve in a total amount of (400,000,000) Saudi Riyals, and the shareholders will be granted one (1) share for every three (3) shares owned in the company.

b. The company's capital before the increase is one billion two hundred million (1,2000,000,000) Saudi Riyals, and if the increase is approved, it will become

one billion and six hundred million (1,600,000,000) Saudi Riyals, an increase of 33.33%.

c. Number of shares before Capital increase (120,000,000) Number of shares after Capital increase (160,000,000) shares.

d. The company aims to increase the capital to strengthen the capital base in a way that contributes to enhancing the growth plans and future activities of the company and maximizing the total returns for the shareholders.

e.In the event of fractional shares, the fractions will be collected in one portfolio for all shareholders and sold at the market price, then their value will be distributed to the shareholders entitled to the grant, each according to his share, within a period not exceeding 30 days from the date of determining the new shares due to each shareholder.

f. If the capital increase is approved, the eligibility will be for the shareholders who own shares on the day of the extraordinary general assembly and registered in the company's shareholders' register at the depository center at the end of the second trading day following the date of the extraordinary general assembly.

g. Amending Article Seven of the company's articles of association regarding capital.

h. Amending Article Eight of the Company's articles of association regarding subscription to shares.

18. Approved the amendment of Article Two of the company's articles of association relating to the name of the company.

19. Approved the amendment of Article Three of the company's articles of association related to the company's purposes.

20. Approved the amendment of Article Twenty-Three of the company's articles of association regarding the powers of the Chairman, Vice-Chairman, Managing Director and Board Secretary.

21. Approved the amendment of Article Thirty of the company's articles of association regarding inviting assemblies.

22. Approved the amendment of Article Forty-Two of the company's articles of association regarding the appointment of the independent auditor.

23. Approved the amendment of Article Forty-Seven of the company's articles of association regarding entitlement to profits.

24. Approved the amended Audit Committee By-law.