

Results of Extraordinary General Assembly Meeting 13/04/2022G

1. Approval on the Board of Directors' report for the fiscal year ending on 31 December 2021.
2. Approval on the financial statements for the fiscal year ending on 31 December 2021.
3. Approval on the external auditor's report for the fiscal year ending on 31 December 2021.
4. Approval on releasing the members of the Board of Directors from their liabilities for the fiscal year ending on 31 December 2021.
5. Approval on appointing the external auditor for the company (KPMG professional services) from among the candidates based on the Audit Committee's recommendation. The appointed auditors shall examine, review and audit the (first, second, third) quarter and annual financial statements of the fiscal year 2022, and the first quarter of the fiscal year 2023, and the determination of the auditors' remuneration.
6. Approval on the Board's resolution to appoint Mr. Khaled Mohamed AL Bassam (Member from outside the Board) as an Audit Committee member, starting from 13/01/2022 G. until the end of the current committee's term on 24/09/2022 G., to succeed the former committee member Mr. Mohamed Taher Al Louzi (Independent Board member), effective from the date of the resolution issued on 13/01/2022. This appointment is in accordance with the Audit Committee Regulations.
7. Approval on the Board's resolution to appoint Mr. Abdullah Saleh Al Harbi (Member from outside the Board) as an Audit Committee member, starting from 13/01/2022 G. until the end of the current committee's term on 24/09/2022 G., to succeed the former committee member Mr. Bander Mohamed Al Baiz (Non-Executive Board member), effective from the date of the resolution issued on 13/01/2022. This appointment is in accordance with the Audit Committee Regulations.
8. Approval on paying an amount of (SAR 2,700,000) as remuneration to the Board members by (300) thousand riyals for each member for the fiscal year ending on 31 December 2021.
9. Approval on the amendments of Corporate Governance Manual.
10. Approval on the amendments of Audit Committee Charter.
11. Approval on the amendments of Nomination and Remuneration Committee Charter.
12. Approval on the policy of Remuneration policy for Board, committees and Executives.
13. Approval on the policy of rules and controls for nomination and appointment in the Board of Directors and its committees.
14. Approval on the amendments on the policy of Conflict of Interest & Rules of Competing with The Company.
15. Approval on the amendments on the policy of Social Responsibility.
16. Approval on the interim dividends distributed during the fiscal year 2021.
17. Approval on delegating the Board of Directors to distribute interim dividends for the fourth quarter of fiscal year 2021, and to distribute interim dividends on a semi-annual or quarterly basis for the fiscal year 2022.
18. Approval on the amendments on Article No. 2 relating to (Company name), of the Article of Association of Nayifat.
19. Approval on the amendments on Article No. 3 relating to (Company purposes), of the Article of Association of Nayifat.
20. Approval on the amendments on Article No. 4 relating to (Participation and ownership in companies), of the Article of Association of Nayifat.
21. Approval on the amendments on Article No. 5 relating to (Company Head-office), of the Article of Association of Nayifat.
22. Approval on the amendments on Article No. 12 relating to (Stock trading), of the Article of Association of Nayifat.

23. Approval on the amendments on Article No. 13 relating to (Shareholders Register), of the Article of Association of Nayifat.
24. Approval on the amendments on Article No. 14 relating to (Capital increase), of the Article of Association of Nayifat.
25. Approval on the amendments on Article No. 15 relating to (Capital decrease), of the Article of Association of Nayifat.
26. Approval on the amendments on Article No. 16 relating to (Issuance of bonds and instruments), of the Article of Association of Nayifat.
27. Approval on the amendments on Article No. 17 relating to (Company Management), of the Article of Association of Nayifat.
28. Approval on the amendments on Article No. 19 relating to (Vacant position in Board), of the Article of Association of Nayifat.
29. Approval on the amendments on Article No. 22 relating to (Chairman, Vice Chairman, MD and Board Secretary Authorities), of the Article of Association of Nayifat.
30. Approval on the amendments on Article No. 23 relating to (Chairman Remuneration), of the Article of Association of Nayifat.
31. Approval on the amendments on Article No. 28 relating to (General Assemblies attendance), of the Article of Association of Nayifat.
32. Approval on the amendments on Article No. 32 relating to (Extra-Ordinary General Assemblies Competencies), of the Article of Association of Nayifat.
33. Approval on the amendments on Article No. 33 relating to (General Assemblies invitation), of the Article of Association of Nayifat.
34. Approval on the amendments on Article No. 34 relating to (General Assemblies register of attendance), of the Article of Association of Nayifat.
35. Approval on the amendments on Article No. 38 relating to (General Assemblies decisions), of the Article of Association of Nayifat.
36. Approval on the amendments on Article No. 41 relating to (Committee formation), of the Article of Association of Nayifat.
37. Approval on the amendments on Article No. 46 relating to (External Auditor Authorities), of the Article of Association of Nayifat.
38. Approval on the amendments on Article No. 50 relating to (Dividends Eligibility), of the Article of Association of Nayifat.
39. Approval on the amendments on Article No. 56 relating to (Final Provisions), of the Article of Association of Nayifat.
40. Approval on delegating to the Board of Directors the authorisation powers of the General Assembly stipulated in paragraph (1) of Article 71 of the Companies Law, for a period of one year starting from the date of the approval by the General Assembly or until the end of the delegated Board of Directors' term, whichever is earlier, in accordance with the conditions set forth in the Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies.
41. Not Approval on the transactions and contracts that will take place between Nayifat and Falcom Financial Services, which two board members Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem and Mr. Bandar Mohammed AlBaiz have indirect interest in it (Related-Parties) for the year 2022, The transactions About **(lease of the company's headquarters in Falcom's building "First Party Nayifat and second party Falcom Financial Services")**, Note that the transactions that took place during 2021 was 983,538 SAR including VAT, without Any preferential conditions.

The Assembly was therefore given a one-year deadline to apply Paragraph (B) of article (59) of Regulatory controls and procedures issued in accordance with the Companies-Law of listed joint stock companies.

42. Not Approval on the transactions and contracts that will take place between Nayifat and Falcom Financial Services, which two board members Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem and Mr. Bandar Mohammed AlBaiz have indirect interest in it (Related-Parties) for the year 2022, The transactions About (**lease of the company's Olaya branch in Falcom's building "First Party Nayifat and second party Falcom Financial Services"**), Note that the transactions that took place during 2021 was 227,010 SAR including VAT, without Any preferential conditions.

The Assembly was therefore given a one-year deadline to apply Paragraph (B) of article (59) of Regulatory controls and procedures issued in accordance with the Companies-Law of listed joint stock companies.

43. Approval on the transactions and contracts that will take place between Nayifat and Falcom Financial Services, which two board members Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem and Mr. Bandar Mohammed AlBaiz have indirect interest in it (Related-Parties) for the year 2022, The transactions About (**lease of Olaya warehouses in Falcom's building "First Party Nayifat and second party Falcom Financial Services"**), Note that the transactions that took place during 2021 was 72,450 SAR including VAT, without Any preferential conditions.

44. Not Approval on the transactions and contracts that will take place between Nayifat and Falcom Financial Services, which two board members Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem and Mr. Bandar Mohammed AlBaiz have indirect interest in it (Related-Parties) for the year 2022, The transactions About (**lease of warehouse "First Party Falcom Financial Services and second party Nayifat"**), Note that the transactions that took place during 2021 was 11,500 SAR including VAT, without Any preferential conditions.

The Assembly was therefore given a one-year deadline to apply Paragraph (B) of article (59) of Regulatory controls and procedures issued in accordance with the Companies-Law of listed joint stock companies.

45. Not Approval on the transactions and contracts that will take place between Nayifat and Falcom Financial Services, which two board members Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem and Mr. Bandar Mohammed AlBaiz have indirect interest in it (Related-Parties) for the year 2022, The transactions About (**Portfolio Investment Manager**), Note that the transactions that took place during 2021 was 3,070,000 SAR including VAT, without Any preferential conditions.

The Assembly was therefore given a one-year deadline to apply Paragraph (B) of article (59) of Regulatory controls and procedures issued in accordance with the Companies-Law of listed joint stock companies.

46. Approval on the transactions and contracts that will take place between Nayifat and Al-Bayouk Chartered Accountants, which board member Mr. Atta Al-Bayouk has direct interest in it (Owner) for the year 2022, The transactions About (**VAT accounting and ZAKAT**), Note that the transactions that took place during 2021 was 287,500 SAR including VAT, without Any preferential conditions.

47. Approval on the transactions and contracts that will take place between Nayifat and ITIS, which board member Mr. Fahad Saleh AlMasabahi has direct interest in it (Owner) for the year 2022, The transactions About (**Technical services and technical consultancy for IT and cyber-Security, in addition to technical support, periodic maintenance and renewal of licenses**), Note that the transactions that took place during 2021 was 9,446,590 SAR including VAT, without Any preferential conditions.

48. Approval on the transactions and contracts that took place between Nayifat and EY, which board member Mr. Abdul-Mohsen Abdul-Rahman AlSuwailem has indirect interest in it (Related-Party) for the year 2021, The transactions was about (**Provide Financial assistant and accounting support in connection with IFRS 9**), Note that the transactions that took place during 2021 was 125,000 USD excluding VAT, without Any preferential conditions.