

**Amended Draft No. 2.2 Regarding Proposals to Amend the Board members remuneration policy Its committees and executive management of Nama Chemical Company on 15/05/2023 AD**

<u>Article in Question</u>	<u>Current provision</u>	<u>Proposed provision</u>
<p><b>List articles names and format ordinal</b></p>	<p>1. Introduction            1.1 Purpose            1.2 Terms / Abbreviations / Definitions            1.3 Ownership and preservation of the document            1.4 Distribution            1.5 Documenting tasks and responsibilities / matrix of delegation of powers            2. Members of the Board of Directors and its committees            2.1 Principles, Structure and Limitations d            2.2 Payment            2.3 Other entitlements            3. Executive management            4. Disclosure            5. Rewarding the members of the Board of Directors and its committees, the Secretary of the Board and the secretariat of the committees            6. Board of Directors report            7. Appendices            8. Access and publication</p>	<p>Introduction            First: documenting tasks and responsibilities / matrix of delegation of powers            Second / controls for remuneration of members of the Board of Directors and its committees            Third: Controls of executive management remuneration            Fourth: Rewarding the members of the Board of Directors and its committees, and the secretary/secretaries of the Board and its committees            Fifth: Disclosure            Sixth: The annual report of the Board of Directors            Seventh / appendices            Eighth: access and publication</p>
<p><b>1. Introduction</b>  <b>1.1 Purpose</b>  <b>1.2 Terms / Abbreviations / Definitions</b>  <b>1.3 Ownership and preservation of the document</b>  <b>1.4 Distribution</b></p>	<p>. Introduction            1.1 Purpose            The purpose of the Remuneration Policy (hereinafter referred to as the “Policy”) is to establish guidelines for awarding rewards and compensation for:            a . Members of the Board of Directors, its committees and the executive management of Nama Chemical Company (hereinafter referred to as “Nama” or “the Company”).            B. Representatives of the Board of Directors of Namaa in its boards of directors and committees.            The objective of this policy is to create a sustainable environment to attract and retain individuals with the necessary skills and experience to continue the company's growth and achieve its strategic objectives.            This policy replaces any policies and/or instructions of Namaa Company related to the remuneration of the Board of Directors, its committees, and executive management, which may conflict with any clause stipulated in</p>	<p>Delete each of: terms / abbreviations / definitions - ownership and preservation of the document - distribution. And combine the introduction with the purpose to be as follows:            Introduction:-            This regulation has been prepared in line with the provisions of the corporate governance regulation issued by the CMA Council, by Resolution No. (8-16-2017) dated 16/05/1438 H corresponding to 13/02/2017 G based on the Companies Law issued by Royal Decree No. m/3 dated 28/01/1437 h as amended by the CMA Council resolution (08/05/2023) and dated 25/06/1444 H corresponding to 18/01/2023 ad based on the Companies Law issued by Royal Decree No. M/132 dated 01/12/1443 ah.            The company adopted this policy in order to follow clear rules and controls for the remuneration of members of the board of directors, its committees and executive management, to ensure the application of optimal governance and principles of disclosure and transparency to shareholders, and to attract competencies and scientific</p>

<p>this policy. However, this policy does not replace any regulatory requirements in the Kingdom of Saudi Arabia.</p> <p>2.1 Terms / Abbreviations (Definitions)</p> <p>Explanation / Explanation</p> <p>Company (Namaa) Namaa Chemicals - a Saudi public shareholding company</p> <p>Executive Management Persons responsible for managing the day-to-day operations of the company and proposing and implementing strategic decisions, such as the CEO, his deputy, chief financial officer, and others.</p> <p>The Board The Board of Directors of Namaa Chemicals Company</p> <p>Committees emanating from the Board of Directors Committees emanating from the Board of Directors, when referred to, must include committees formed by the Board of Directors or the General Assembly to carry out the tasks specified in their approved work charters/bylaws, such as the Audit Committee, the Nominations and Remuneration Committee, the Executive Committee, and any committee formed by the Board in the future .</p> <p>Bonuses Amounts, allowances, profits, and the like, periodic or annual bonuses related to performance, long or short-term incentive schemes, and any other in-kind benefits except for the reasonable actual expenses and fees spent by the company in order to enable the members of the Board of Directors to carry out their duties.</p> <p>Independent Board Members Any non-executive board member who enjoys complete independence in his position and decisions and none of the matters that affect the independence stipulated in Article 20 of the Corporate Governance Regulations of the Capital Market Authority apply to him.</p> <p>3.1 Ownership and preservation of the document</p> <p>The Board of Directors through the Remuneration and Nomination Committee shall review the remuneration policies on a periodic basis. The policy is reviewed periodically and modified based on one of the following reasons:</p> <ul style="list-style-type: none"> <li>• Changes in local laws and regulations and/or regulatory procedures.</li> <li>• Changes in the standards / guidelines issued by the regulatory authorities.</li> <li>• Any other changes that may affect this policy.</li> </ul> <p>4.1 Distribution</p> <p>The initial version of this policy is kept by the Board Secretary. The policy must be accessible to all parties to whom it applies through the company's website.</p>	<p>and practical experience of the company, so that they can perform their tasks and duties professionally and efficiently, which contributes to improving the performance of the company and achieving the interests of its shareholders.</p>
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<p><b>1. Members of the Board of Directors and its committees</b>  <b>1.2 Principles, structure and limitations</b>  <b>2.2 Payment</b>  <b>2.3 Other entitlements</b></p>	<p>2.1 Principles, structure and limitations</p> <p>1. Members of the Board of Directors and members of the Board Committees of the Company have the right to an annual bonus in accordance with Articles No. 20 of the Company's Articles of Association and in accordance with the relevant laws and regulations.</p> <p>2. The remuneration and compensation structure of the members of the Board of Directors and its committees must be:</p> <p>a . Consistent with the company's strategy and objectives.</p> <p>B. It aims to encourage board members to achieve the success and development of the company in the long term, for example by linking the variable part of the bonuses to performance in the long term.</p> <p>c. Fair and appropriate in view of the responsibilities of the members, and the procedures and actions carried out by the members in the company.</p> <p>Dr . It is based on tasks and responsibilities, educational qualifications, work experience, skills, and level of performance.</p> <p>H. A motivating factor for existing members and attracting new members with the required experience and qualifications to enhance the company's ability to achieve its goals.</p> <p>And the. It must be commensurate with the nature of the company's business, its activity, its size and the degree of its risks.</p> <p>g. Taking into account the practices of other companies in terms of determining rewards, and avoiding the disadvantages resulting from these comparisons, which lead to an unjustified increase in rewards and compensations.</p> <p>3. The remuneration shall be based on the recommendation of the Nominations and Remuneration Committee and shall be presented by the Board of Directors to the General Assembly and included in the annual report of the Board of Directors.</p> <p>4. The remuneration structure and value limits for members of the Board of Directors and its committees must be reviewed periodically, including all or some of the following:</p> <p>a . Bonus amount for his membership.</p> <p>B. Bonuses for attending sessions.</p> <p>c. Additional allowances (transportation expenses / daily allowance) for members of the Board of Directors who live outside the venue of the meeting.</p> <p>Dr . Variable fees / allowances based on the performance of the company and the Board of Directors - only applicable to members of the Board of</p>	<p>Second: the remuneration controls of the members of the board of directors and the committees emanating from it:</p> <p>1- Members of the board of directors and members of the spin-off committees are entitled to receive an annual bonus in accordance with the company's bylaws and in accordance with the relevant bylaws and regulations.</p> <p>2- the structure of remuneration and compensation of members of the board of directors and its committees should consider the following:</p> <p>A. Be consistent with the company's strategy and objectives and be commensurate with the nature of the company's business, activity, size, and degree of risk.</p> <p>P. Encouraging board members to achieve the success and long-term development of the company, for example, by linking the variable part of bonuses to long-term performance.</p> <p>C. Its fairness and appropriateness in view of the responsibilities of the members, the procedures and the work assigned to them.</p> <p>Dr. Considering the practices of other companies in terms of determining bonuses, and avoiding the disadvantages caused by such comparisons that lead to an unjustified rise in bonuses and compensations.</p> <p>3- the remuneration must be based on the recommendation of the remuneration and Nominations Committee of the board of directors in preparation for presentation to the General Assembly and be included in the annual report of the board of directors.</p> <p>4- the structure of remuneration and value limits for members of the board of directors and its committees should be reviewed periodically, including all or some of the following:</p> <p>A. The amount of the bonus for membership.</p> <p>P. Bonuses for attending sessions.</p> <p>C. Additional allowances (moving expenses / daily allowance) for members of the board of directors who reside outside the venue of the meeting.</p> <p>Dr. Variable fees / allowances based on company and board performance - applicable only to board members.</p> <p>5 - the members of the board of directors and its committees must be compensated for their actual expenses incurred in attending meetings, including travel and</p>
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<p>Directors.</p> <p>5. The members of the Board of Directors and its committees must be compensated for their actual expenses incurred in order to attend the meetings, including travel and accommodation expenses, according to the travel policy of the concerned company and according to its highest executive officer (CEO), and it is limited to travel on business class (carrier is preferred). National), and accommodation in a 5-star hotel in addition to the privileged transportation services, provided that the meeting is held in a city other than the city of the current residence of the member.</p> <p>6. In the event that it was decided that the remuneration of the members of the Board of Directors should be part of the profits, after the aforementioned, no more than (10%) of the remainder shall be allocated to the remuneration of the Board of Directors, (what a member of the Board of Directors receives in terms of rewards and financial or in-kind benefits does not exceed five hundred thousand riyals annually), and the remainder is then distributed among the shareholders as an additional share in the profits.</p> <p>7. The remuneration of the independent members of the Board of Directors shall not be a percentage of the company's profits or be based directly or indirectly on the company's profitability.</p> <p>8. Different amounts of fixed and variable remuneration may apply to members to reflect, among other criteria, members' experience, skills, independence, and number of meetings attended.</p> <p>9. Based on a proposal from the Remuneration and Nominations Committee, the Board of Directors must put in place the necessary mechanisms for the annual evaluation of the performance of the Board of Directors, its members and its committees, using key performance indicators related to the extent to which the company's profits are achieved, the quality of risk management and the effectiveness of internal control systems and others, provided that weaknesses are identified. points of strength and proposing a solution to them in the interest of the company.</p> <p>10. Performance appraisal procedures must be documented, disclosed and clearly mentioned to the members of the Board of Directors and the parties concerned with the appraisal.</p> <p>2.2 Payment</p> <p>1. The remuneration of the members of the Board of Directors and</p>	<p>accommodation expenses, or replaced by the company's arrangement for the member; in accordance with the company's travel policy and according to its highest executive officer (CEO), limited to business class travel (preferably national carrier), accommodation in a 5-star hotel in addition to the meeting must be held in a city other than the current residence of the member.</p> <p>6- if it is decided that the remuneration of the members of the board of directors will be part of the profits, then after deducting the reserves prescribed by law, and after dividends are distributed to shareholders not less than (5%) of the company's paid-up capital, no more than (10%) of the rest of the net profit will be allocated to a bonus to the board of directors, and the rest will then be distributed to shareholders as an additional share in the profits.</p> <p>7- the remuneration of independent board members should not be a percentage of the company's profits or be based directly or indirectly on the company's profitability.</p> <p>8- Different amounts of fixed and variable bonuses may apply to members to reflect members ' experience, skills, independence, number of meetings attended, among other criteria.</p> <p>9- based on the proposal of the remuneration and Nominations Committee, the board of directors should develop the necessary mechanisms for the annual evaluation of the performance of the board of directors, its members and committees, using the key performance indicators related to the extent of the company's profits, the quality of risk management, the effectiveness of internal control systems and other conditions to identify weaknesses and strengths and propose a solution to them in the interests of the company. The performance evaluation procedures should be documented, disclosed, and clearly stated to the board members and interested parties.</p> <p>10- the remuneration of the members of the board of directors and committees shall be processed by the secretary of the board of directors and payments shall be processed according to the approved powers delegation Matrix.</p> <p>11- members of the board of directors or committees, based on the decision of the board of directors, are entitled to receive remuneration from the date of their joining according to the term of their membership.</p> <p>12- fixed and variable annual bonuses (if any) should be paid to the members of the board of directors only after the approval of the General Assembly on the item of members ' bonuses.</p> <p>13- bonuses for attending sessions, travel expenses for meetings of the board of directors or its committees are settled on a quarterly basis or earlier at the request of the member.</p>
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<p>committees shall be processed by the Secretary of the Board of Directors and the payments shall be processed according to the approved delegation of authority matrix.</p> <p>2. Members are entitled to receive remuneration from the date of their joining the Board of Directors or the Committee (according to the decision of the Board of Directors) according to their membership period.</p> <p>3. Fixed and variable annual remunerations (if any) shall be paid to the members of the Board of Directors only after the approval of the General Assembly on the annual report of the Board, including those remunerations.</p> <p>4. Remuneration for attending sessions (if any) and travel expenses related to the meetings of the Board of Directors or the meetings of committees emanating from the Board of Directors shall be settled on a quarterly basis or earlier at the request of the member.</p> <p>5. In the event of the resignation of a member of the Board of Directors / member of a committee arising from the Board of Directors or the termination of his membership, he is entitled to obtain his annual remuneration on a proportional basis according to the number of days he spent in the Board of Directors / committee arising from the Board of Directors.</p> <p>6. If it appears that:</p> <p>a . The remuneration paid to any member of the Board of Directors was based on incorrect or misleading information presented to the General Assembly or included in the annual report of the Board of Directors, so the member of the Board of Directors must return this remuneration.</p> <p>B. In the event that a member of the Board of Directors performs any behavior that affects his legal capacity, such as breach of trust, forgery, violation of laws and regulations in the Kingdom of Saudi Arabia or in any other country, or fails to fulfill his duties and responsibilities in a way that causes damage to the interest of the company, the company has the right to claim compensation for any damage or for other costs incurred by the Company as a result of such action.</p> <p>7. If the General Assembly decides to terminate the membership of any member of the Board of Directors as a result of not attending three consecutive meetings without a legal reason, then this member is not entitled to receive any remuneration for the period starting from the date of the last meeting of the Board of Directors that he failed to attend, and he must return any remuneration received for that period.</p> <p>8. If the remuneration approved for a member of the Board of Directors or</p>	<p>14- in the event of the retirement of a member of the board of directors or committees or the expiration of the term of membership, any of them is entitled to receive his annual bonus on a pro rata basis according to the number of days spent on the board of directors / or on the committees.</p> <p>15- if it turns out that the bonus paid to any member of the board of directors was based on incorrect or misleading information contained in the annual report of the board of directors, the member of the board of directors must return this bonus. Also, if the bonus is not paid and the existence of incorrect or misleading information is proved, the board of Directors may stop its disbursement.</p> <p>16- in the event that a member of the board of directors or a member of one of the committees performs any action that affects his legal capacity, such as dishonesty, forgery, violation of laws and regulations in the kingdom of Saudi Arabia, or fails to fulfill his duties and responsibilities to the detriment of the company, the company has the right to claim compensation for any damage caused to it as a result.</p> <p>17- if the General Assembly decides to dismiss any member of the board of directors for not attending three consecutive meetings for no legitimate reason, the member is not entitled to receive any remuneration for the period beginning from the date of the last board meeting he failed to attend, and he must return any remuneration he may have received for that period.</p> <p>18- in the event that one of the members of the board of directors or its committees performs specific additional tasks or works that exceed or differ from the work of the usual member, the member may receive an additional fee for this; provided that prior approval is obtained from the General Assembly, and this fee does not fall within the scope of the maximum bonuses paid to members as mentioned in paragraph ( 6) of this clause, and subject to the disclosures mentioned in Clause V of this policy.</p>
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<p>its sub-committees is based on inaccurate information or wrong results, then the case is referred to the Board of Directors to take the appropriate decision regarding it, and the remuneration is stopped or refunded.</p> <p>3.2 Other Entitlements</p> <p>1. In the event that a member of the Board of Directors or its committees undertakes specific tasks (technical, administrative and advisory work) that are additional to the regular work of the members of the Board of Directors and/or committee, this member has the right to obtain additional fees for these tasks, provided that the prior approval of the General Assembly of the company is obtained. .</p> <p>2. These fees do not fall within the scope of the maximum rewards paid to members as stated in Clause No. (6) of Section 2.1 above and are subject to the disclosures mentioned in Section V.</p> <p>3. The financial amounts for the additional specific tasks (technical, administrative and advisory work) provided to the independent members of the Board of Directors must be verified in accordance with Article 20 (c) (8) of the Corporate Governance Regulations issued by the Capital Market Authority and related procedures and in accordance with the company's conflict of interest policy.</p> <p>Omitted in the proposed text for revision again</p>	
<p>3. Executive management</p> <p>1. Based on the recommendation of the Nominations and Remuneration Committee, the Board of Directors determines the remuneration of the executive management, provided that it is in accordance with the following principles:</p> <p>a . That the rewards and compensations be compatible with the company's strategic objectives, and a factor to motivate the executive management to achieve those goals, and enhance the company's ability to develop and sustain its business.</p> <p>B. To be appropriate to the nature of the company's business, its activity, its size, and the required skills and experience.</p> <p>c. To enable the company to attract executives with capabilities, skills and qualifications necessary to enable the company to achieve its objectives.</p> <p>Dr . Not to cause any conflict of interest that would negatively affect the interest of the company and its ability to achieve its objectives.</p> <p>2. The Nominations and Remunerations Committee recommends annually the job grades, the salary structure, the annual bonus package, and the bonus increase plan, and the Board approves it, including all or some of the following:</p>	<p>Third: Executive management remuneration controls:</p> <p>1- the board of Directors, based on the recommendation of the remuneration and nominations committee, determines executive management bonuses, considering the following:</p> <p>A. It is consistent with the company's strategic goals, motivating to achieve them, and enhancing the company's ability to develop and sustain its business. And to be attractive to attract executives with competence and scientific and practical experience.</p> <p>P. Its suitability for the nature of the company's business, activity and size, and the required skills and experience.</p> <p>C. Not to cause any conflict of interest that would adversely affect the company's interest and ability to achieve its goals.</p> <p>2- the remuneration and nominations committee recommend annually the job grades, the salary structure, the annual remuneration package, and the bonus increase plan, approved by the board, including all or some of the following:</p> <p>A. Basic salary.</p> <p>P. Allowances such as housing allowance, transportation, children's education/tuition fees, telephone, and others.</p> <p>C. Insurance benefits.</p>

<p>a . basic salary.</p> <p>B. Allowances such as housing allowance, transportation, children’s education/tuition fees, telephone and others.</p> <p>c. Insurance benefits.</p> <p>Dr . Reward linked to performance appraisal.</p> <p>H. Short/long term incentive plans based on approved programmes.</p> <p>And the. Other items that the Board of Directors may deem appropriate.</p> <p>3. The Board of Directors sets standards for the performance of the executive management that are consistent with the company's objectives and strategy, including reviewing and evaluating the performance of the executive management using key performance indicators related to the extent to which the company's strategic objectives are achieved, the quality of risk management, the effectiveness of internal control systems, and so on.</p> <p>4. The rewards of each employee in the executive management may vary depending on the results achieved during the year under review and linking them to key performance indicators and performance appraisals.</p> <p>5. If the remuneration approved for any employee in the executive management is based on inaccurate information or wrong results, the case is reported to the Board of Directors, and accordingly the remuneration is stopped or refunded.</p> <p>6. The executive management must adhere at all times to the company's conflict of interest policies and the company's code of conduct and disclosure.</p>	<p>Dr. A reward related to performance evaluation.</p> <p>E. Short-term/ long-term incentive plans based on approved programs. And. Other items that the board may deem appropriate.</p> <p>3- the board of Directors shall establish criteria for the performance of executive management consistent with the company's objectives and strategies, including reviewing and evaluating the performance of executive management using key performance indicators related to the extent of achieving the company's strategic goals, the quality of risk management and the effectiveness of internal control systems, etc.</p> <p>4- the remuneration of each employee of the executive department may vary and vary depending on the results achieved during the year in review and their correlation with key performance indicators and performance evaluations.</p> <p>5- if the approved bonuses for any employee of the executive department are based on incorrect or misleading information, the case is submitted to the board of directors, to stop the disbursement of the bonus or its refund.</p> <p>6- the executive management must always adhere to the conflict-of-interest policies and the company's code of conduct and disclosure.</p>								
<p>5. Rewarding the members of the Board of Directors and its committees, the Secretary of the Board and the secretariat of the committees</p> <p>According to Article (20) of the Company’s Articles of Association and Article (76) of the Companies’ Law, the remuneration of the members of the Board of Directors shall be a specific sum, attendance allowance for meetings, in-kind benefits, or a certain percentage of the net profits. Two or more of these benefits may be combined. The remuneration of the Board of Directors is as follows:</p> <p>1. The remuneration of the members of the Board of Directors and its sub-committees shall consist of a specific amount and an attendance allowance for the sessions or expenses, provided that it does not exceed what is stipulated in the Companies Law, its bylaws, and the company’s Articles of Association, as follows:</p> <p>A) The allowance for attending one session is (3,000) riyals</p> <p>b) An additional allowance (travel and transportation) for those outside the</p>	<p>Fourth: remuneration of the members of the board of directors and its committees and the secretary/ secretaries of the board and committees: -</p> <p>1- the annual remuneration of the members of the board of directors and its committees and the secretary/ secretaries of the board and committees shall consist of a specific amount, attendance allowance for meetings, in-kind benefits, or a certain percentage of net profits, and two or more of these benefits may be combined and not exceed what is stipulated by the company's bylaws and regulations and the company's bylaws, and all this is limited by the recommendation of the remuneration and Nominations Committee of the board of directors in preparation for submission to the General Assembly for approval, and the details of this annual remuneration according to the following table:</p> <table border="1" data-bbox="1117 1409 2011 1523"> <thead> <tr> <th data-bbox="1117 1409 1369 1458">Annual bonus item</th> <th data-bbox="1369 1409 1600 1523">Remuneration of members (including the chairman) SAR</th> <th data-bbox="1600 1409 1831 1523">The additional remuneration of the chairman SAR</th> <th data-bbox="1831 1409 2011 1523">Rewarding secretaries</th> </tr> </thead> <tbody> <tr> <td data-bbox="1117 1458 1369 1523"></td> <td data-bbox="1369 1458 1600 1523"></td> <td data-bbox="1600 1458 1831 1523"></td> <td data-bbox="1831 1458 2011 1523"></td> </tr> </tbody> </table>	Annual bonus item	Remuneration of members (including the chairman) SAR	The additional remuneration of the chairman SAR	Rewarding secretaries				
Annual bonus item	Remuneration of members (including the chairman) SAR	The additional remuneration of the chairman SAR	Rewarding secretaries						

city of the meeting location (2,000) riyals  
 C) An annual amount for one member (200,000) riyals  
 d) Reward linked to profits: A specific percentage of the net profits determined according to the recommendation of the Remuneration and Nominations Committee in the event that the company achieves profits after fulfilling the statutory conditions and requirements, taking into account Paragraph (b) of Article 4 of the regulatory controls and procedures issued in implementation of the Companies Law.  
 e) An annual amount of 30,000 riyals for the secretary of the council  
 f) An annual sum of 20,000 riyals for the secretariat of the committees  
 g) The remuneration of committee members shall be according to what is indicated in the work regulations of the concerned committee, and if it is not specified in the relevant regulations, then it shall be 60 thousand SAR per member.

2. This remuneration may be of varying amount and in the light of a policy issued by the Remuneration and Nominations Committee and approved by the Assembly. The annual report of the Board of Directors to the General Assembly of Shareholders must include a comprehensive statement of all that the members of the Board of Directors received during the fiscal year in terms of remunerations, expenses allowances, and other Benefits, and it should also include a statement of what the members of the Board have received in their capacity as workers or administrators, or in return for technical, administrative or consulting work (if any).

			SAR
Board of directors	200,000	None	45,000
Audit committee	100,000	20,000	25,000
Executive committee	100,000	20,000	25,000
Remuneration and Nominations Committee	100,000	20,000	25,000
Any future committee determined by recommendation of the remuneration and Nominations Committee and approved by the board of directors	Not exceeding 100,000	Not exceeding 20,000	Not exceeding 25,000

2- the attendance allowance for one session amounting to (3.000) riyals, which is limited to members of the council and members of committees only.  
 3- an additional allowance (travel and transportation) for those who are from outside the city of the seat of the meeting, amounting to (2,000) riyals, or replaced by the company arranged for the member.  
 4- if it is decided that the remuneration of the members of the board of directors will be part of the profits, after deducting the reserves prescribed by law, and after dividends are distributed to shareholders not less than (5%) of the company's paid-up capital, no more than (10%) of the rest of the net profit will be allocated to a bonus to the board of directors, and the rest will then be distributed to shareholders as an additional share in the profits.

4. Disclosures  
 1. The Board of Directors shall disclose in its annual report the remuneration policy and how to determine the remuneration of the members of the Board of Directors, its committees and the executive management in the company.  
 2. Disclosure shall be made in a clear, transparent and detailed manner.  
 3. The Board of Directors' report shall separately specify the rewards and compensations paid for each of the following:  
 a . Board of Directors.  
 B. Members of committees emanating from the Board of Directors.  
 c. Four of the company's senior executives who received the highest rewards, including the CEO and chief financial officer.

Fifth: disclosure  
 1- In its annual report submitted to the General Assembly, the board of Directors is obliged to disclose in a clear and detailed manner the remuneration policy and how to determine the remuneration of the members of the board of directors, its committees and the executive management of the company, in accordance with the appendix attached to this policy (remuneration schedules contained in the corporate governance regulation issued by the Capital Market Authority).  
 2- the board of Directors ' report shall separately determine the bonuses and compensations paid to the members of the board of directors, to the members of the committees emanating from it, and to four senior executives of the company who received the highest bonuses, if they include the chief executive officer and the Chief Financial Officer. 3- the disclosure should include the bonuses granted to the members



	<p>The disclosures include the remunerations granted to the members of the Board of Directors, its committees, and the executive management, directly or indirectly, without concealment or misleading, whether they are amounts, benefits, or benefits, whatever their nature or name, and if the benefits are shares in the company, then their entered value is the market value. at the maturity date.</p> <p>4. The Board of Directors' report also discloses the following:</p> <p>a . Benefits paid to members of the Council for carrying out any work in executive, technical, administrative or advisory positions.</p> <p>B. 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.</p> <p>c. Any material deviations from the remuneration policy.</p> <p>5. The disclosure of the details of remuneration and compensation mentioned in the previous paragraph shall be in accordance with the attached appendix (remuneration schedules contained in the corporate governance regulations issued by the Capital Market Authority).</p> <p>6. All other disclosure requirements must be adhered to in accordance with the company's disclosure policy.</p>	<p>of the board of directors, its committees, and the executive management, directly or indirectly, without concealment or misrepresentation, whether amounts, benefits, or advantages, whatever their nature and name, and if the benefits are shares in the company, then their input value is the market value at the maturity date.</p> <p>4- the report of the board of Directors shall disclose the benefits paid to the members of the board for carrying out any executive, technical, administrative, or consulting work or carrying out additional work (if any), an indication of the number of board meetings and the number of Sessions attended by each member from the date of the last General Assembly meeting, and any material deviations from the remuneration policy.</p> <p>5- all other disclosure requirements must be complied with in accordance with the company's disclosure policy.</p>
	<p>6. Board of Directors report</p> <p>1. The annual report of the Board of Directors to the General Assembly shall include details of the policies related to remuneration and the mechanisms for determining them, and what the members of the Board of Directors received during the fiscal year in terms of remuneration, expenses allowance and other benefits, and the amounts and financial and in-kind benefits paid to any of them for any work or position. Executive, technical, administrative or advisory, if any, and 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.</p> <p>2. The remuneration of the independent members of the Board of Directors shall not be a percentage of the company's profits or be based directly or indirectly on the company's profitability.</p>	<p>Sixth: annual report of the board of directors</p> <p>The annual report of the board of directors to be submitted to the General Assembly shall include details of the remuneration policies and the mechanisms for determining them, and shall contain a comprehensive statement of all the remuneration, expenses allowance and other benefits received by the members of the board of directors and committees during the financial year, as well as a statement of what the members of the board received as employees, administrators, counterpart of technical, administrative or consulting work (if any) and shall also include a statement of the number of meetings of the board and the number of meetings attended by each member from the date of the last meeting of the General Assembly</p>
	<p>Seventh / appendices</p> <p>Appendix 2: Remunerations of committee members and the secretary of the board</p>	<p>VII / Appendices</p> <p>Appendix 2: Remunerations of committee members and the secretary/secretaries of the council and committees</p> <p>Replacing the word secretarial in the committees wherever it appears in the appendices to be the secretary/secretaries</p>