

Saudi Industrial Investment Group

"Saudi Listed Joint Stock Company"

Adjustment on SIIG Remuneration Charter

		Before Adjustment			After Adjustment
-	Item No.	Article		Item No.	Article
1.	OBJECTIVE	The objective of this Policy is to organize the remuneration of board	1.	OBJECTIVE	The objective of this Policy is to organize the remuneration of board
		members, committees, and seniors to attract professional and practical			members, committees, and seniors to attract professional and practical
		expertise, taking into consideration the company's business			expertise, taking into consideration the company's business environment
		environment and the required skills to run it.			and the required skills to run it.
		The Company aims to create an attractive environment to attract human			The Company aims to create an attractive environment to attract human
		resources with the skills and expertise required to ensure the company's			resources with the skills and expertise required to ensure the company's
		growth and its ability to achieve its vision. through applying the			growth and its ability to achieve its vision. through applying the Company's
		Company's remuneration framework that is consistent with the relevant			remuneration framework that is consistent with the relevant regulations,
		regulations, and legislation.			and legislation.
		The words and expressions in this Policy shall mean the meanings set			The words and expressions in this Policy shall mean the meanings set forth
		forth in the relevant Capital Market Authority (CMA) Regulations unless			in the relevant Capital Market Authority (CMA) Regulations unless the
		the context requires otherwise.			context requires otherwise.



2. REMUNERATION PRINCIPLES AND REGULATIONS

- 2.1 Considering the provisions governing the remuneration of members of the Board of Directors and its committees and senior executives as stipulated in Companies Law, the Corporate Governance Regulations, the "Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies", and the Company's By-Laws —remuneration of the members of the Board of Directors, its committees and senior executives, shall be in accordance with the principles and rules set forth in this policy.
- 2.2 Without prejudice to the right of a corporation to claim compensation under the provisions of paragraph (3.4) of this policy, The company shall insure any person occupying the position of a member of the Board of Directors or considered a senior executive, against liability or claim brought against that person, or incurred, in his/her capacity, or any liability or claim arising because of his/her capacity. Provided that all the following conditions are met:
- a) Accountability or related claim is directly and exclusively related to the functions and actions of the occupant of the Board of Directors or a senior executive of the Company.
- b) It has been established that damages incurred by the occupant of the Board of Directors or other senior executives were caused by inadvertent error, unintentional omission or good faith.
- c) Compensation shall be disbursed directly between the company and the person who is a member of the Board of Directors or a senior executive without the company becoming a party to any relevant claim or accountability.
- d) Acknowledgement in writing by the occupant of the Board of Directors or senior executives of the confidentiality of the company's compensation to him or her and the absence of disclosure of any details relating thereto, except for any disclosure required under a applicable regime or under instructions of any competent government or judicial organ.
- 2.3 In case a program is developed to grant shares in the Company to members of the Board of Directors, Executive Management, and its

2. REMUNERATION PRINCIPLES AND REGULATIONS

- 2.1 Considering the provisions governing the remuneration of members of the Board of Directors and its committees and senior executives as stipulated in Companies Law, the Corporate Governance Regulations, the "Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies", and the Company's By-Laws —remuneration of the members of the Board of Directors, its committees and senior executives, shall be in accordance with the principles and rules set forth in this policy.
- 2.2 The company shall insure any person occupying the position of a member of the Board of Directors or considered a senior executive, against any liability or claim brought against that person, or incurred, in his/her capacity, or any liability or claim arising because of his/her capacity whether the company has the power to indemnify that person with respect to that liability or claim or not.
- 2.3 In case a program is developed to grant shares in the Company to members of the Board of Directors, Executive Management, and its employees, whether it be a new issue or shares purchased by the Company, this shall be under the supervision of the Remuneration Committee and Nominations and in conformity with the Company's By-Laws and the regulations, legislation of the relevant CMA.



	employees, whether it be a new issue or shares purchased by the		
	Company, this shall be under the supervision of the Remuneration		
	Committee and Nominations and in conformity with the Company's By-		
	Laws and the regulations, legislation of the relevant CMA.		
3. THE BOARD	3.1 The Remuneration Committee shall recommend to the Board members	3. THE BOARD	3.1 The Remuneration Committee shall recommend to the Board members
MEMBERS	and the committee members (standing committees, committees formed	MEMBERS	and the committee members (standing committees, committees formed
	for specific purposes, membership in the boards and committees of		for specific purposes, membership in the boards and committees of
	subsidiaries) and the Company's senior executives, in accordance with		subsidiaries) and the Company's senior executives, in accordance with
	the principles, as follows:		the principles, as follows:
	(a) Remunerations are determined based on the level of employment, the		(a) Remunerations are determined based on the level of employment, the
	duties and responsibilities assigned to its occupancy, the scientific		duties and responsibilities assigned to its occupancy, the scientific
	qualifications, practical experience, skills, and level of performance.		qualifications, practical experience, skills, and level of performance.
	(b) Remuneration shall be fair and proportionate with the member's		(b) Remuneration shall be fair and proportionate with the member's
	competencies, experience, work, and responsibilities undertaken by it		competencies, experience, work, and responsibilities undertaken by it
	and borne by The Board of Directors members or the committees, in		and borne by The Board of Directors members or the committees, in
	addition to the goals set by The Board of Directors members to be		addition to the goals set by The Board of Directors members to be
	achieved during the fiscal year.		achieved during the fiscal year.
	(c) Taking into account the sector of business of the company, its size, the		(c) Taking into account the sector of business of the company, its size, the
	business of other companies, and what is prevalent in the labor market		business of other companies, and what is prevalent in the labor market
	in determining remuneration, while avoiding what may arise from an		in determining remuneration, while avoiding what may arise from an
	unjustified increase in remuneration and compensation within the		unjustified increase in remuneration and compensation within the
	limits of what is stipulated in the Companies -by laws and its		limits of what is stipulated in the Companies -by laws and its
	implementing regulations.		implementing regulations.
	(d) The remuneration shall be reasonably sufficient to attract and motivate		(d) The remuneration shall be reasonably sufficient to attract and motivate
	the Board of Directors members with appropriate competence and		the Board of Directors members with appropriate competence and
	experience to support their sustain.		experience to support their sustain.
	(e) The remuneration of the Board of Directors members may vary in		(e) The remuneration of the Board of Directors members may vary in
	amount to reflect the extent of the member's experience, competencies,		amount to reflect the extent of the member's experience, competencies,
	duties assigned to him/ her, and his /her independence in the number		duties assigned to him/ her, and his /her independence in the number
	of sessions he/she attends and other considerations.		of sessions he/she attends and other considerations.
	3.2 The remuneration of the Board of Directors members shall be either a		3.2 The remuneration of the Board of Directors members shall be either a
	specific amount, attendance allowance for sessions, in-kind benefits, or		specific amount, attendance allowance for sessions, in-kind benefits, or



in this paragraph may be combined. It must be taken into account that the remuneration of the independent members of the Roard of Directors shall not be a percentage of the profits carned by the company or be based directly or indirectly on the profitability of the company. 3.3 The Board of Directors member participating in the board committees on its behalf shall be entitled to an additional annual remuneration based on the recommendation of the Remuneration and Nominations Committees, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other counts. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without al legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER in this paragraph may be combined. It must be taken into account that the remuneration is shall not extend the thermage of the points and of the Remuneration the company or be based of the company or the based of the company or the profitability of the company or the contribution of the Remuneration and Nomination Committee. 1.4 THE BOARD OF DIR	ساهمة سعودية Saudi Joint Stock Co.	شركة،		
the remuneration of the independent members of the Board of Directors shall not be a percentage of the profits earned by the company or be based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly on the profitability of the company or to based directly or indirectly or its behalf shall be entired to an additional annual remuneration based on the recommendation of the Beaueration based on the remuneration based on the remuneration or other costs tincurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it rums out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings, and of Directors approves membership remuneration for the Member. 4. THE BOARD OF DIRECTORS MEMBER The Board of Directors approves membership remuneration for the Board of Directors committees. Stall to the Roard of Directors committees and		a percentage of the profits, and two or more of the benefits mentioned		a percentage of the profits, and two or more of the benefits mentioned
shall nut be a percentage of the profits carned by the company or be based directly or indirectly on the profitability of the company or be based directly or indirectly on the profitability of the company. 3.3 The Board of Directors member participating in the board committees on its behalf shall be entitled to an additional annual remuneration based on the recommendation of the Remuneration and Nominations Committee, and it shall be repeated according to the number of committees which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any pad remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committees, and other entitlements based on a recommendation from the Remuneration and Nomination Committees. 4. THE BOARD OF DIRECTORS MEMBER The BOARD OF DIRECTORS MEMBER Shall nut be a percentage of the profits carned by the company on based directly on the profits carned by the company on the committees on its behalf shall be entitled to an additional annual remuneration for the Committees on the removal committees on the trust of an amage of the number of committees and the number of committees and its committees and its committees on the found of Directors and Nomination Committees on violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted		in this paragraph may be combined. It must be taken into account that		in this paragraph may be combined. It must be taken into account that
based directly or indirectly on the profitability of the company. 3.3 The Board of Directors member participating in the board committees on its behalf shall be entitled to an additional annual remuneration based on the recommendation of the Remuneration and Nominations Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation, or other costs it incurred, in the event that the member: a) Commits are at of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committees, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4. THE BOARD OF DIRECTORS MEMBER Dased of Directors member participating in the board dorminees on its behalf shall be nettided to an additional annual remuneration and Nominations on the number of committees in which he/she is a member. 3.4 The company is entitled to claim compensation from the Roard of Directors committees in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and doutes d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee, attendance allowances, and other entitlements based on commi		the remuneration of the independent members of the Board of Directors		the remuneration of the independent members of the Board of Directors
3.3 The Board of Directors member participating in the board committees on its behalf shall be entitled to an additional annual remuneration based on the recommendation of the Remuneration and Nomination Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 3.3 The Board of Directors member participating in the board committees on its behalf shall be entitled to claim and lormination and Nomination Committee on the number of committee, and it shall be requised on on the Roard and the member. 3.4 The Company is entitled to claim compensation from the Board of Directors to samples. 3.5 The Board of Directors member participating in the board committees on its behalf shall be entitled to claim and Nomination and Nomination Committee. 3.4 The Company is entitled to claim compensation from the Board of Directors committees and to committee the recover any paid remuneration, compensation, or other costs tincurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that th		shall not be a percentage of the profits earned by the company or be		shall not be a percentage of the profits earned by the company or be
its behalf shall be entitled to an additional annual remuneration based on the recommendation of the Remuneration and Nominations Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly – for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER its behalf shall be entitled to an additional annual remuneration and Nomination Committees on the recommendation of the Remuneration and Nomination Committees on the recommendation for the Remuneration and Nomination Committees on the recommendation for the Remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the autending the Board meetings, and other entitlements, provided that the autending the Board meetings, and other entitlements, provided that the autending the Board meetings, and other entitlements, provided that the autending the Board meetings, and other entitlements, provided that the autending the Board meetings, and other entitlements, provided that the autending the Board meeti		based directly or indirectly on the profitability of the company.		based directly or indirectly on the profitability of the company.
on the recommendation of the Remuneration and Nominations Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim commentees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were grained based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER On the recommendation of the Remuneration and Nominations Committees, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Eomaphy is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or any recover any paid remuneration, compensation for saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were grainted based on inaccurate information provided by the Members. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4. THE BOARD OF DIRECTORS MEMBER 4.2 The membership remuneration of the Remuneration for of the Remuneration and Nomination Committee attending the Board of Directors committees shall con		3.3 The Board of Directors member participating in the board committees on		3.3 The Board of Directors member participating in the board committees on
Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Committee, and it shall be repeated according to the number of committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors ampetion, and recover any paid remuneration, compensation, or other costs it incurred. In the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Falls to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4.1 The BOARD OF DIRECTORS MEMBER Commitses, and it shall be repeated according to the number of Directors amplet on its reputation, and recover any paid remuneration, compensation, or any other country		its behalf shall be entitled to an additional annual remuneration based		its behalf shall be entitled to an additional annual remuneration based
committees in which he/she is a member. 3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER committees in which he/she is a member. 3.4 The Company is entitled to claim compensation, from the Board of Directors committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for or the Remuneration of the Board of Directors committees shall consist of an annual remuneration of the Board of Directors committees shall consist of an annual and remuneration of the Board of Dire		on the recommendation of the Remuneration and Nominations		on the recommendation of the Remuneration and Nominations
3.4 The Company is entitled to claim compensation from the Board of Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 3.4 The Company is entitled to claim compensation from the Board of Directors admage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for the Board of Directors committees, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board m		Committee, and it shall be repeated according to the number of		Committee, and it shall be repeated according to the number of
Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Directors members and its committees for damage to its reputation, and recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Members. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER MEMBER Directors members and its remuneration, compensation, or other costs it incured, in the event that the members a) Commits an act of dishonesty or breach of trust, forgery, or violation of the Kingdom of Saud Arabia or any other country. b) If it turns out that the remuneration or the Kingdom of Saud Arabia or any other country. b) If it turns out that the remuneration or the Kembership remuneration or the General Assembly — for being absent from th		committees in which he/she is a member.		committees in which he/she is a member.
recover any paid remuneration, compensation, or other costs it incurred, in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4.1 THE BOARD OF DIRECTORS MEMBER THE BOARD OF DIRECTORS MEMBER THE BOARD 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		3.4 The Company is entitled to claim compensation from the Board of		3.4 The Company is entitled to claim compensation from the Board of
in the event that the member: a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER A.2 The membership remuneration of the Remuneration of Directors committees. shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		Directors members and its committees for damage to its reputation, and		Directors members and its committees for damage to its reputation, and
a) Commits an act of dishonesty or breach of trust, forgery, or violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER A. THE BOARD OF DIRECTORS		recover any paid remuneration, compensation, or other costs it incurred,		recover any paid remuneration, compensation, or other costs it incurred,
violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Members. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Violation of the laws and regulations of the Kingdom of Saudi Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Members. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER WEMBER 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		in the event that the member:		in the event that the member:
Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Arabia or any other country. b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Arabia or any other country. b) If it turns out that the remuneration provided by the Member. costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER A. THE BOARD OF DIRECTORS MEMBER MEMBER A. THE BOARD OF DIRECTORS MEMBER A. THE BOARD OF DIRECTORS MEMBER A. THE BOARD A. THE BOARD OF DIRECTORS MEMBER A. THE BOARD OF DIRECTORS MEMBER A. THE BOARD A. THE BOARD A. THE BOARD OF DIRECTORS MEMBER A. THE BOARD A.		a) Commits an act of dishonesty or breach of trust, forgery, or		a) Commits an act of dishonesty or breach of trust, forgery, or
b) If it turns out that the remuneration, compensation, or any other costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for the Remuneration and Nomination Committee. 4.2 The membership remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		violation of the laws and regulations of the Kingdom of Saudi		violation of the laws and regulations of the Kingdom of Saudi
costs were granted based on inaccurate information provided by the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		Arabia or any other country.		Arabia or any other country.
the Member. c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		b) If it turns out that the remuneration, compensation, or any other		b) If it turns out that the remuneration, compensation, or any other
c) Fails to carry out his/her responsibilities and duties d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER A.2 The membership remuneration of the Board of Directors approves membership remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		costs were granted based on inaccurate information provided by		costs were granted based on inaccurate information provided by
d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the d) Membership is terminated by a decision of the General Assembly — for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for committees, attendance allowances, and other entitlements based on recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees sh consist of an annual remuneration (a Specific amount), allowance to attending the Board meetings, and other entitlements, provided that the		the Member.		the Member.
- for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER - for being absent from three consecutive or five disconnected meetings during the committee period without a legitimate excuse acceptable to the Board. 4.1 The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the		c) Fails to carry out his/her responsibilities and duties		c) Fails to carry out his/her responsibilities and duties
meetings during the committee period without a legitimate excuse acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER Tecommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4. THE BOARD OF DIRECTORS MEMBER The Board of Directors approves membership remuneration for committees, attendance allowances, and other entitlements based or recommendation from the Remuneration and Nomination Committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the acceptable to the Board. 4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements.		d) Membership is terminated by a decision of the General Assembly		d) Membership is terminated by a decision of the General Assembly
4. THE BOARD OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the acceptable to the Board. 4.1 The Board of Directors approves membership remuneration for committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committees. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		- for being absent from three consecutive or five disconnected		- for being absent from three consecutive or five disconnected
4. THE BOARD OF DIRECTORS OF DIRECTORS MEMBER 4.1 The Board of Directors approves membership remuneration for its committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		meetings during the committee period without a legitimate excuse		meetings during the committee period without a legitimate excuse
OF DIRECTORS MEMBER committees, attendance allowances, and other entitlements based on a recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the		acceptable to the Board.		acceptable to the Board.
MEMBER recommendation from the Remuneration and Nomination Committee. 4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the	4. THE BOARD	4.1 The Board of Directors approves membership remuneration for its	4. THE BOARD	4.1 The Board of Directors approves membership remuneration for its
4.2 The membership remuneration of the Board of Directors committees shall consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the	OF DIRECTORS	committees, attendance allowances, and other entitlements based on a	OF DIRECTORS	committees, attendance allowances, and other entitlements based on a
consist of an annual remuneration (a Specific amount), allowance for attending the Board meetings, and other entitlements, provided that the	MEMBER	recommendation from the Remuneration and Nomination Committee.	MEMBER	recommendation from the Remuneration and Nomination Committee.
attending the Board meetings, and other entitlements, provided that the attending the Board meetings, and other entitlements, provided that the		4.2 The membership remuneration of the Board of Directors committees shall		4.2 The membership remuneration of the Board of Directors committees shall
		consist of an annual remuneration (a Specific amount), allowance for		consist of an annual remuneration (a Specific amount), allowance for
remunerations of the Audit Committee shall be in accordance with the		attending the Board meetings, and other entitlements, provided that the		attending the Board meetings, and other entitlements, provided that the
		remunerations of the Audit Committee shall be in accordance with the		remunerations of the Audit Committee shall be in accordance with the



	provisions of the Regulations of the Audit Committee approved by the		provisions of the Regulations of the Audit Committee approved by the
	General Assembly.		General Assembly.
	4.3 Committees incentive paid semi-annually		4.3 Committees incentive paid semi-annually
5. EXECUTIVE	5.1 Based on the recommendation of the Remuneration and Nomination	5. EXECUTIVE	5.1 Based on the recommendation of the Remuneration and Nomination
MANAGEMENT	Committee, the Board specifies Executive Management's remuneration,	MANAGEMENT	Committee, the Board specifies Executive Management's remuneration,
	such as fixed, performance-related, and incentive remunerations,		such as fixed, performance-related, and incentive remunerations,
	according to the following principles:		according to the following principles:
	a) Should be commensurate with the company's strategic objectives and		a) Should be commensurate with the company's strategic objectives and
	be a motivating factor for Executive Management to meet these		be a motivating factor for Executive Management to meet these
	objectives and enhance the company's ability to grow and sustain its		objectives and enhance the company's ability to grow and sustain its
	business.		business.
	b) Should be commensurate with the nature of the company's business		b) Should be commensurate with the nature of the company's business
	and size as well as with the required skills and experience.		and size as well as with the required skills and experience.
	c) Enables the Company to attract senior executives with skills and		c) Enables the Company to attract senior executives with skills and
	qualifications necessary to enable the Company to meet its strategic		qualifications necessary to enable the Company to meet its strategic
	objectives.		objectives.
	d) The remunerations shall be designed to prevent conflicts a conflict of		d) The remunerations shall be designed to prevent conflicts a conflict of
	interest that would negatively affect the interest of the company and its		interest that would negatively affect the interest of the company and its
	ability to achieve its strategic objectives.		ability to achieve its strategic objectives.
	5.2 Based on the recommendation of the executive management, The		5.2 Based on the recommendation of the executive management, The
	Remuneration Committee should periodically review the salaries and		Remuneration Committee should periodically review the salaries and
	allowances of senior executives, the incentive program and plans, and		allowances of senior executives, the incentive program and plans, and
	approves them.		approves them.
	5.3 Executive management allowances and remunerations may include the		5.3 Executive management allowances and remunerations may include the
	following:		following:
	a) Basic salary (paid at the end of each calendar month on a monthly basis)		a) Basic salary (paid at the end of each calendar month on a monthly basis)
	b) Allowances that include housing allowance, transportation allowance,		b) Allowances that include housing allowance, transportation allowance,
	children's education allowance, and telephone allowance.		children's education allowance, and telephone allowance.
	c) Medical insurance benefits for the employee and their family.		c) Medical insurance benefits for the employee and their family.
	d) Life insurance policy (including work injuries, partial and total disability,		d) Life insurance policy (including work injuries, partial and total disability,
	and death on the job).		and death on the job).



	e) Annual remuneration associated with performance indicators		e) Annual remuneration associated with performance indicators
	according to the annual assessment made in this regard.		according to the annual assessment made in this regard.
	f) Short-term motivating plans associated with exceptional performance,		f) Short-term motivating plans associated with exceptional performance,
	long-term motivating plans such as stock option plans (if applicable).		long-term motivating plans such as stock option plans (if applicable).
	g) Other benefits include, but are not limited to, annual leave, annual air		g) Other benefits include, but are not limited to, annual leave, annual air
	tickets, and end-of-service rewards.		tickets, and end-of-service rewards.
	5.4 The Executive Chief shall implement the remuneration policy for		5.4 The Executive Chief shall implement the remuneration policy for
	employees and senior executives in light of the overall plans and		employees and senior executives in light of the overall plans and
	programs approved by the remunerations Committee.		programs approved by the remunerations Committee.
6. FINAL	6.1 The Board of Directors, in cooperation with the Remuneration and	6. FINAL	6.1 The Board of Directors, in cooperation with the Remuneration and
PROVISIONS	Nomination Committee, shall review this policy periodically to assess its	PROVISIONS	Nomination Committee, shall review this policy periodically to assess its
	effectiveness, and the Remuneration and Nomination Committee shall		effectiveness, and the Remuneration and Nomination Committee shall
	recommend the extent of the need to amend it to the Board. In case the Board		recommend the extent of the need to amend it to the Board. In case the Board
	decides that there is a need to amend this policy, the Board shall submit the		decides that there is a need to amend this policy, the Board shall submit the
	proposed amendments to the General Assembly for its approval.		proposed amendments to the General Assembly for its approval.
	6.2 The Regulations shall be effective from the date of its approval by the		6.2 The Regulations shall be effective from the date of its approval by the
	General Meeting, which is 18/9/1444 AH (corresponding to 9/4/2023 AD).		General Meeting, which is 18/9/1444 AH (corresponding to 9/4/2023 AD).