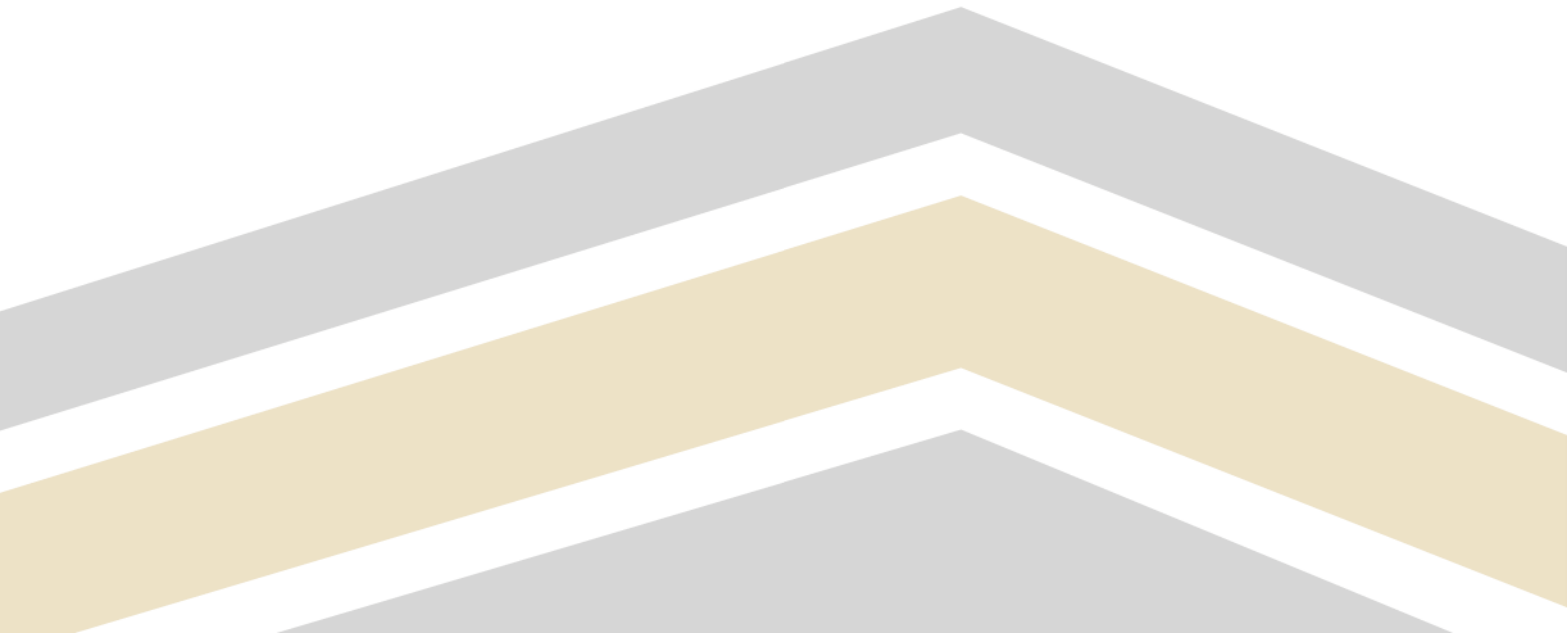




اسمنت أم القرى
Umm Al Qura Cement

Results of Extraordinary General Assembly Meeting





Results of Extraordinary General Assembly Meeting	
1	The Board of Directors' report for the year ending December 31, 2023 has been discussed and reviewed.
2	The Annual Financial Statements for the year ending on December 31, 2023 has been discussed and reviewed.
3	Approve the auditor's report for the fiscal year ending on December 31, 2023, after discussed.
4	Approve Discharging the members of the Board of Directors from their liabilities for the year ending on December 31, 2023
5	Approve the appointment of Dr. Mohammed Al-Amari Co. (BDO) as the auditor from among the candidates based on the recommendation of the Audit Committee, in order to examine, review and audit the financial statements for the second, third and annual quarters of the fiscal year 2024 AD, and the first quarter of the year 2025 AD, And determine the audit fees by 360,000 SAR, excluding VAT.
6	Approve the Board of Directors' recommendation not to distribute dividends to shareholders for the financial year ending on December 31, 2023.
7	Approve authorizing the Board of Directors to distribute interim dividends semi-annually or quarterly for the fiscal year 2024.
8	Approve amending the audit committee's work regulations.
9	Approve amending the work regulations of the Nominations and Remuneration Committee.
10	Approve amending the policies, criterias and procedures for nomination for membership in the Board of Directors.
11	Approve amending the remuneration policy for members of the Board of Directors and the committees emanating from the Board and Executive Management.
12	Approve electing members of the Board of Directors from among the candidates for the next session, which begins on July 4, 2024, for a period of three years and ends on July 3, 2027, As following: 1- Mr. Abdullah Abdul Aziz Al Abdul Latif. 2- Mr. Saud Mohammad Alsabhan. 3- Mr. Abdulrahman Sulaiman Ibrahim Alsayyari. 4- Mr. Abdullah Hamdan Al Sourayia. 5- Mr. Ahmed Abdulaziz Saleh Alhagbani. 6- Mr. Mohammed Hamad Hassan Mohammed Quraishah.
13	Approve amending Article No. (1) of Articles of Association, related to (Incorporation of the company).
14	Approve amending Article No. (3) of the company's Articles of Association, related to (The company's aims).
15	Approve amending Article No. (4) of the company's Articles of Association, related to (Participation and ownership in companies).
16	Approve amending Article No. (5) of the company's Articles of Association, related to (The company's head office).
17	Approve amending Article No. (6) of the company's Articles of Association, related to (The company's term).
18	Approve amending Article No. (10) of the company's Articles of Association, relating to (Selling shares of unpaid value).
19	Approve amending Article No. (12) of the company's Articles of Association, related to (Shares trading).
20	Disapprove deleting Article No. (13) from the company's Articles of Association, related to (Shareholders' register).



21	Approve amending Article No. (14) of the company's Articles of Association, related to (Capital increase).
22	Disapprove amending Article No. (15) of the company's Articles of Association, related to (Reducing capital).
23	Approve amending Article No. (16) of the company's Articles of Association, related to (Company management).
24	Approve amending Article No. (17) of the company's Articles of Association, related to (Expiration of board membership).
25	Approve amending Article No. (18) of the company's Articles of Association, related to (Vacant position on the board).
26	Disapprove amending Article No. (20) of the company's Articles of Association, related to (Board members' remuneration).
27	Disapprove amending Article No. (21) of the company's Articles of Association, relating to (The authorities of the chairman, deputy, managing director, and secretary).
28	Approve amending Article No. (22) of the company's Articles of Association, related to (Board meetings).
29	Approve amending Article No. (23) of the company's Articles of Association, related to (Board meeting quorum).
30	Approve amending Article No. (24) of the company's Articles of Association, related to (Board Deliberations).
31	Approve amending Article No. (25) of the company's Articles of Association, related to (Attending Assemblies).
32	Approve deleting Article No. (26) from the company's Articles of Association, related to the (Constituent Assembly).
33	Approve deleting Article No. (27) from the company's Articles of Association, related to (The Powers of the Constituent Assembly).
34	Approve amending Article No. (28) of the company's Articles of Association, related to (The Powers of the Ordinary General Assembly).
35	Approve amending Article No. (29) of the company's Articles of Association, related to (The Authorities of the Extraordinary General Assembly).
36	Approve amending Article No. (30) of the company's Articles of Association, related to (Calling for Assemblies).
37	Approve deleting Article No. (31) from the company's Articles of Association, related to (Assembly Attendance Record).
38	Approve amending the article of Article No. (32) of the company's Articles of Association, related to (the Quorum for the Ordinary Assembly Meeting).
39	Approve amending the article of Article No. (33) of the company's Articles of Association, related to (Quorum for the Extraordinary Assembly Meeting).
40	Approve amending Article No. (34) of the company's Articles of Association, related to (Voting in Assemblies).

41	Approve amending Article No. (35) of the company's Articles of Association, related to (Assembly Resolutions).
42	Approve deleting Article No. (38) from the company's Articles of Association, related to (Committee Formation).
43	Approve deleting Article No. (39) from the company's Articles of Association, related to (The Quorum for the Committee Meeting).
44	Approve deleting Article No. (40) from the company's Articles of Association, related to (The Committee's Authority).
45	Approve deleting Article No. (41) from the company's Articles of Association, related to (Committee Reports).
46	Approve amending Article No. (42) of the company's Articles of Association, related to (Appointing the Auditor).
47	Approve amending Article No. (43) of the company's Articles of Association, related to (The Auditor's Authorities).
48	Approve amending Article No. (45) of the company's Articles of Association, related to (Financial Documents).
49	Approve amending Article No. (46) of the company's Articles of Association, related to (Dividend Distribution).
50	Approve deleting Article No. (48) from the company's Articles of Association, related to (Distribution of Dividends for Preferred Shares).
51	Approve amending Article No. (49) of the company's Articles of Association, related to (Company Loss).
52	Approve amending Article No. (50) of the company's Articles of Association, related to (Liability Claim).
53	Approve amending Article No. (51) of the company's Articles of Association, related to (Expiration of the Company).
54	Approve deleting Article No. (52) of the company's Articles of Association, related to (The Companies' Articles of Association).
55	Approve amending the Article No. (53) of the company's Articles of Association, related to (Publication).
56	Approve adding article No. (23) in the Company's articles of association, related to (Issuing Decisions on Urgent Matters).
57	Approve adding article No. (39) in the Company's articles of association, related to (Creation and Usage of Reserves).
58	Approve amending the company's Articles of Association in accordance with the new companies' Articles of Association regulations and rearranging and renumbering the articles of the company's Articles of Association; To comply with the proposed amendments.
59	Approve transferring the balance of the statutory reserve amounting to (32,070,228) Saudi riyals, as shown in the financial statements for the fiscal year ending on 12/31/2023 AD, to the retained earnings account.