

Agenda of the Extraordinary General Assembly (1 st meeting)	جدول أعمال الجمعية العامة الغير عادية (الاجتماع الأول)
<p>1. Board of Director's recommendation to increase the Company's capital by way of granting bonus shares through the capitalization of 105,000,000 Saudi Riyals from the Company's retained earnings in the following manner:</p> <p>-The increase in capital will be made by capitalizing an amount of SAR105,000,000, from the Company's retained earnings. The shareholders will be given one (1) share for every (2) share owned in the company.</p> <p>-The share capital of the Company before the increase is two hundred ten million Saudi Riyals (SAR 210,000,000), and after the approval, it will be three hundred fifteen million Saudi Riyals (SAR 315,000,000). The increase percentage of the share capital is 50%.</p> <p>-The number of shares before the increase is twenty-one million (21,000,000), and after the increase will become thirty-one million five hundred thousand (31,500,000) shares.</p> <p>-By increasing its capital, the Company aims to maximize shareholders wealth that balance between growth investment and dividends distribution, in line with future prospects, underlying growth in free cash flow, and long-term value creation through investments in available opportunities.</p> <p>-In case there are any fractional shares as a result of the capital increase, the fraction shares will be grouped into a single portfolio on behalf of all of the Company's shareholders who would otherwise have been entitled to receive such fractional shares, and sold at the market price and subsequently distribute the net cash proceeds to their respective fractional entitlements within 30 days from the date of determining the shares due to each shareholder.</p> <p>- The shareholders who own shares by the end of the trading day of the Company's extraordinary general assembly and are registered in the Company's shareholders' register with the Securities Depository Center Company (Edaa) by the end of the second trading day following the date of the extraordinary general assembly meeting, will be eligible for the bonus shares. including voting on the following matters related to the increase of Company's capital Transaction:</p> <p>a. Voting on the amendment of Article (7) of the Bylaws Capital These amendments will be effective when the capital increase becomes effective (attached)</p> <p>b. Voting on the amendment of Article (8) of the Bylaws Subscription for Shares. These amendments will be effective when the capital increase becomes effective (attached)</p>	<p>1. التصويت على توصية مجلس الإدارة بزيادة رأس مال الشركة من (210,000,000) ريال إلى (315,000,000) ريال من خلال توزيع أسهم منحة للمساهمين عبر رسملة 105,000,000 ريال سعودي من حساب الأرباح المبقاة، وذلك وفقاً لما يلي:</p> <p>- سيتم زيادة رأس مال الشركة من خلال رسملة مبلغ 105,000,000 ريال سعودي من حساب الأرباح المبقاة ، وسيتم منح المساهمين سهم (1) لكل سهم (2) مملوك في الشركة.</p> <p>- يبلغ رأس مال الشركة قبل الزيادة مئلتان وعشرة مليون (210,000,000) ريال سعودي وسيصبح بعد الموافقة على الزيادة ثلاثمائة وخمسة عشر مليون (315,000,000) ريال سعودي، بنسبة زيادة قدرها 50%.</p> <p>- يبلغ عدد أسهم الشركة قبل الزيادة واحد وعشرين مليون (21,000,000) سهم وسيصبح بعد الزيادة واحد وثلاثون مليون وخمسمائة ألف سهم.(31,500,000) .</p> <p>- تهدف الشركة من خلال زيادة رأس المال إلى تعظيم إجمالي ثروة المساهمين التي توازن بين نمو الاستثمار وتوزيعات المساهمين، بما يتماشى مع التطلعات المستقبلية والنمو في التدفق النقدي الحر، وخلق قيمة أعلى على المدى البعيد عن طريق الاستثمار في العديد من الفرص المتاحة للشركة.</p> <p>- في حال وجود كسور أسهم نتيجة لزيادة رأس المال، سيتم تجميع الكسور في محفظة واحدة لجميع مساهمي الشركة المستحقين لكسور الأسهم وتباع بسعر السوق، ثم تُوزع قيمتها على المساهمين المستحقين لكسور الأسهم كلٌ بحسب حصته، وذلك خلال مدة لا تتجاوز 30 يوماً من تاريخ تحديد الأسهم المستحقة لكل مساهم.</p> <p>- تكون أحقية أسهم المنحة لمساهمي الشركة المالكين للأسهم بنهاية يوم تداول الجمعية العامة غير العادية للشركة والمقيدين في سجل مساهمي شركة أنابيب الشرق المتكاملة للصناعة لدى شركة مركز إيداع الأوراق المالية (مركز الإيداع) في نهاية ثاني يوم تداول يلي تاريخ انعقاد الجمعية العامة غير العادية.</p> <p>بما في ذلك التصويت على الأمور التالية المتعلقة بزيادة رأس المال:</p> <p>أ. التصويت على تعديل المادة رقم (7) من النظام الأساسي للشركة المتعلقة رأس المال، على أن تسري هذه التعديلات عند نفاذ زيادة رأس المال. (مرفق)</p> <p>ب. التصويت على تعديل المادة رقم (8) من النظام الأساسي للشركة المتعلقة بالاكتمال في الأسهم، على أن تسري هذه التعديلات عند نفاذ زيادة رأس المال. (مرفق)</p>
<p>2. Voting on the business and contracts that took place between Welspun Mauritius Holdings Limited (related party), and East Pipes Integrated Company for Industry to the Board Member Mr. Balkrishan Gopiram Goenka (former member), Mr. Vipul Shiv Sahai Mathur and / Mr. Mohammed Abdulrahman Abdullah Al-Othman, indirect interest in it, / which are:</p> <p>Expenses of the commercial liability insurance policy, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (329,090) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>2. التصويت على الأعمال والعقود التي تمت بين شركة ويلسبون موريشيوس القابضة المحدودة (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة السابق الأستاذ/ بالكرشنان جوبرام جوينكا والأستاذ/ فيبول شيف ساهاي ماثور والأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن:</p> <p>مصروفات عقد تأمين المسؤولية العامة التجارية، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (329,090) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>3. Voting on the business and contracts that took place between Welspun Mauritius Holdings Limited (related party), and East Pipes Integrated Company for Industry to the Board Member Mr. Balkrishan Gopiram Goenka (former member), Mr. Vipul Shiv Sahai Mathur and / Mr. Mohammed Abdulrahman Abdullah Al-Othman, indirect interest in it, / which are:</p>	<p>3. التصويت على الأعمال والعقود التي تمت بين شركة ويلسبون موريشيوس القابضة المحدودة (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة السابق الأستاذ/ بالكرشنان جوبرام جوينكا والأستاذ/ فيبول شيف ساهاي ماثور والأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن:</p>

<p>Initial public offering expenses charged to the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (3,052,459) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>مصاريف الاكتتاب العام الأولي المحملة على المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (3,052,459) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>4. Voting on the business and contracts that took place between Welspun Mauritius Holdings Limited (related party), and East Pipes Integrated Company for Industry to the Board Member Mr. Balkrishan Gopiram Goenka (former member), Mr. Vipul Shiv Sahai Mathur and / Mr. Mohammed Abdulrahman Abdullah Al-Othman, indirect interest in it, / which are: Reimbursement of initial public subscription expenses by the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (6,020,830) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>4. التصويت على الأعمال والعقود التي تمت بين شركة ويلسبون موريشيوس القابضة المحدودة (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة السابق الأستاذ/ بالكرشنان جويرام جويكا والأستاذ/ فيبول شيف ساهاي ماثور والأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن: استرداد مصاريف الاكتتاب العام الأولي من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (6,020,830) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>5. Voting on the business and contracts that took place between Mohawarean Industrial Services Company (related party), and East Pipes Integrated Company for Industry, in which the member of the board of directors, Mr. Mohammed Abdulrahman Abdullah Al-Othman, has an indirect interest, these expenses include : Expenses on corporate guarantee charged to the company by the shareholder, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (329,882) Saudi Riyals , without any preferential conditions. (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>5. التصويت على الأعمال والعقود التي تمت بين شركة محورين للخدمات الصناعية (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة الأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن: مصروفات ضمان شركات محمل على الشركة من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (329,882) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>6. Voting on the business and contracts that took place between Mohawarean Industrial Services Company (related party), and East Pipes Integrated Company for Industry, in which the member of the board of directors, Mr. Mohammed Abdulrahman Abdullah Al-Othman, has an indirect interest, these expenses include : Initial public offering expenses charged to the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (304,574) Saudi riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>6. التصويت على الأعمال والعقود التي تمت بين شركة محورين للخدمات الصناعية (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة الأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن: مصاريف الاكتتاب العام الأولي المحملة على المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (304,574) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>7. Voting on the business and contracts that took place between Mohawarean Industrial Services Company (related party), and East Pipes Integrated Company for Industry, in which the member of the board of directors, Mr. Mohammed Abdulrahman Abdullah Al-Othman, has an indirect interest, these expenses include : Reimbursement of initial public subscription expenses by the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (600,759) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>7. التصويت على الأعمال والعقود التي تمت بين شركة محورين للخدمات الصناعية (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة الأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن: استرداد مصاريف الاكتتاب العام الأولي من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (600,759) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>8. Voting on the business and contracts that took place between Aziz Company for Contracting and Industrial Investment (related party) and East Pipes Integrated Company for Industry, in which the member of the Board of Directors, Mr. Mohammed Saleh Al Hammadi, has an indirect interest ,these expenses include , Expenses on corporate guarantee charged to the company by the shareholder, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (3,572,918) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>8. التصويت على الأعمال والعقود التي تمت بين شركة عزيز للمقاولات والاستثمار الصناعي (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة، والتي لعضو مجلس الإدارة الأستاذ/ محمد صالح محمد الحمادي مصلحة فيها غير مباشرة وهي عبارة عن: صروفات ضمان شركات محمل على الشركة من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (3,572,918) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>

<p>9. Voting on the business and contracts that took place between Aziz Company for Contracting and Industrial Investment (related party) and East Pipes Integrated Company for Industry, in which the member of the Board of Directors, Mr. Mohammed Saleh Al Hammadi, has an indirect interest ,these expenses include ,</p> <p>The initial public offering expenses charged to the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (1,739,553) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>9. التصويت على الأعمال والعقود التي تمت بين شركة عزيز للمقاولات والاستثمار الصناعي (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة، والتي لعضو مجلس الإدارة الأستاذ/ محمد صالح محمد الحمادي مصلحة فيها غير مباشرة وهي عبارة عن:</p> <p>مصاريف الاكتتاب العام الأولي المحملة على المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (1,739,553) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>10. Voting on the business and contracts that took place between Aziz Company for Contracting and Industrial Investment (related party) and East Pipes Integrated Company for Industry, in which the member of the Board of Directors, Mr. Mohammed Saleh Al Hammadi, has an indirect interest ,these expenses include ,</p> <p>Reimbursement of the initial public offering expenses by the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (3,431,187) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>10. التصويت على الأعمال والعقود التي تمت بين شركة عزيز للمقاولات والاستثمار الصناعي (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة، والتي لعضو مجلس الإدارة الأستاذ/ محمد صالح محمد الحمادي مصلحة فيها غير مباشرة وهي عبارة عن:</p> <p>استرداد مصاريف الاكتتاب العام الأولي من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (3,431,187) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>11. Voting on the business and contracts that took place between Vision Investment Company (related party) and East Pipes Integrated Company for Industry, in which the former Chairman of the Board of Directors, Mr. Omar Mohamed Nabil Al-Maidani, has an indirect interest. These expenses include:</p> <p>Expenses on corporate guarantee charged to the company by the shareholder, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (1,423,884) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>11. التصويت على الأعمال والعقود التي تمت بين شركة رؤية للاستثمار (طرف ذو علاقة)، شركة أنابيب الشرق المتكاملة للصناعة ، والتي لرئيس مجلس الإدارة السابق الأستاذ/ عمر محمد نبيل الميداني مصلحة فيها غير مباشرة وهي عبارة عن:</p> <p>مصروفات ضمان شركات محل على الشركة من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (1,423,884) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>12. Voting on the business and contracts that took place between Vision Investment Company (related party) and East Pipes Integrated Company for Industry, in which the former Chairman of the Board of Directors, Mr. Omar Mohamed Nabil Al-Maidani, has an indirect interest. These expenses include:</p> <p>Initial public offering expenses charged to the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (1,007,110) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>12. التصويت على الأعمال والعقود التي تمت بين شركة رؤية للاستثمار (طرف ذو علاقة)، شركة أنابيب الشرق المتكاملة للصناعة ، والتي لرئيس مجلس الإدارة السابق الأستاذ/ عمر محمد نبيل الميداني مصلحة فيها غير مباشرة وهي عبارة عن:</p> <p>مصاريف الاكتتاب العام الأولي المحملة على المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (1,007,110) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>13. Voting on the business and contracts that took place between Vision Investment Company (related party) and East Pipes Integrated Company for Industry, in which the former Chairman of the Board of Directors, Mr. Omar Mohamed Nabil Al-Maidani, has an indirect interest. These expenses include:</p> <p>Reimbursement of the initial public offering expenses by the shareholders, noting that the value of the transactions that took place during the fiscal year ending on March 31, 2022 amounted to (1,986,477) Saudi Riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).</p>	<p>13. التصويت على الأعمال والعقود التي تمت بين شركة رؤية للاستثمار (طرف ذو علاقة)، شركة أنابيب الشرق المتكاملة للصناعة ، والتي لرئيس مجلس الإدارة السابق الأستاذ/ عمر محمد نبيل الميداني مصلحة فيها غير مباشرة وهي عبارة عن:</p> <p>استرداد مصاريف الاكتتاب العام الأولي من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (1,986,477) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).</p>
<p>14. Voting on the business and contracts that took place between Welspun Corp Limited (related party), and East Pipes Integrated Company for Industry to the Board Member Mr. Balkrishan Gopiram Goenka (former member), Mr. Vipul Shiv Sahai Mathur and / Mr. Mohammed Abdulrahman Abdullah Al-Othman, indirect interest in it, / which are:</p> <p>Expenses related to corporate guarantees charged to the company by the shareholders, noting that the value of the</p>	<p>14. التصويت على الأعمال والعقود التي تمت بين شركة ويلسبون كورب المحدودة (طرف ذو علاقة)، وشركة أنابيب الشرق المتكاملة للصناعة والتي لعضو مجلس الإدارة السابق الأستاذ/ بالكرشنان جوبرام جوينكا والأستاذ/ فيبول شيف ساهاي ماثور والأستاذ / محمد عبد الرحمن عبد الله العثمان مصلحة فيها غير مباشرة، وهي عبارة عن:</p>

transactions that took place during the fiscal year ending on March 31, 2022 amounted to (4,210,325) Saudi riyals, without any preferential conditions (These transactions for pre-IPO period and were stated in financial statements for disclosure purpose only).	مصروفات ضمان شركات محمل على الشركة من قبل المساهمين، علماً بأن قيمة التعاملات التي تمت خلال العام المالي المنتهية في 31 مارس 2022 م بلغت (4,210,325) ريال سعودي وذلك بدون أي شروط تفضيلية (هذه المعاملات خاصة بالفترة ما قبل الاكتتاب وتم عرضها في القوائم المالية لغرض الإفصاح فقط).
15. Voting on the amendment of Article (1) of the Bylaws, related to (incorporation). (attached)	15. التصويت على تعديل المادة (1) من نظام الشركة الأساس، المتعلقة بـ (التأسيس). (مرفق)
16. Voting on the amendment of Article (2) of the Bylaws Company name (attached)	16. التصويت على تعديل المادة (2) من نظام الشركة الأساس اسم الشركة (مرفق)
17. Voting on the amendment of Article (4) of the Bylaws Participation and Ownership in Companies (attached)	17. التصويت على تعديل المادة (4) من نظام الشركة الأساس المشاركة والتملك في الشركات (مرفق)
18. Voting on the amendment of Article (11) of the Bylaws, related to (trading in shares). (attached)	18. التصويت على تعديل المادة (11) من نظام الشركة الأساس، المتعلقة بـ (تداول الأسهم). (مرفق)
19. Voting on the amendment of Article (12) of the Bylaws, (share register) (attached)	19. التصويت على تعديل المادة (12) من نظام الشركة الأساس، (سجل المساهمين) (مرفق)
20. Voting on the amendment of Article (15) of the company's bylaws, related to (Management of the Company). (attached)	20. التصويت على تعديل المادة (15) من نظام الشركة الأساس، المتعلقة بـ (إدارة الشركة). (مرفق)
21. Voting on the amendment of Article (16) of the Bylaws, related to (termination of board membership). (attached)	21. التصويت على تعديل المادة (16) من نظام الشركة الأساس، المتعلقة بـ (انتهاء عضوية المجلس). (مرفق)
22. Voting on the amendment of Article (17) of the Bylaws, related to (board vacancy). (attached)	22. التصويت على تعديل المادة (17) من نظام الشركة الأساس، المتعلقة بـ (المركز الشاغر في المجلس). (مرفق)
23. Voting on the amendment of Article (18) of the company's bylaws, related to (Authorities of the Board). (attached)	23. التصويت على تعديل المادة (18) من نظام الشركة الأساس، المتعلقة بـ (صلاحيات المجلس). (مرفق)
24. Voting on the amendment of Article (20) of the company's bylaws, related to (Authorities of the Chairman, Managing Director and Secretary). (attached)	24. التصويت على تعديل المادة (20) من نظام الشركة الأساس، المتعلقة بـ (صلاحيات الرئيس والعضو المنتدب وأمين السر). (مرفق)
25. Voting on the amendment of Article (21) of the Bylaws, related to (Board meetings). (attached)	25. التصويت على تعديل المادة (21) من نظام الشركة الأساس، المتعلقة بـ (اجتماعات المجلس). (مرفق)
26. Voting on the amendment of Article (22) of the Bylaws, related to (quorum of board meeting). (attached)	26. التصويت على تعديل المادة (22) من نظام الشركة الأساس، المتعلقة بـ (نصاب اجتماع المجلس). (مرفق)
27. Voting on the amendment of Article (24) of the Bylaws, related to the (General Assembly). (attached)	27. التصويت على تعديل المادة (24) من نظام الشركة الأساس، المتعلقة بـ (الجمعية العامة). (مرفق)
28. Voting on the amendment of Article (25) of the Bylaws, related to (attendance at assemblies). (attached)	28. التصويت على تعديل المادة (25) من نظام الشركة الأساس، المتعلقة بـ (حضور الجمعيات). (مرفق)
29. Voting on the amendment of Article (28) of the Bylaws, related to (Competences of the Extraordinary General Assembly). (attached)	29. التصويت على تعديل المادة (28) من نظام الشركة الأساس، المتعلقة بـ (اختصاصات الجمعية العامة غير العادية). (مرفق)
30. Voting on the amendment of Article (29) of the Bylaws, related to (Assembly Invitations). (attached)	30. التصويت على تعديل المادة (29) من نظام الشركة الأساس، المتعلقة بـ (دعوة الجمعيات). (مرفق)
31. Voting on the amendment of Article (30) of the Bylaws, related to (Record of Assemblies Attendance). (attached)	31. التصويت على تعديل المادة (30) من نظام الشركة الأساس، المتعلقة بـ (سجل حضور الجمعيات). (مرفق)
32. Voting on the amendment of Article (31) of the company's bylaws, related to (Convening of Assemblies via Conferencing). (attached)	32. التصويت على تعديل المادة (31) من نظام الشركة الأساس، المتعلقة بـ (عقد الجمعيات عبر وسائل التقنية الحديثة). (مرفق)
33. Voting on the amendment of Article (32) of the Bylaws, related to (Quorum for Ordinary General Assembly). (attached)	33. التصويت على تعديل المادة (32) من نظام الشركة الأساس، المتعلقة بـ (نصاب اجتماع الجمعية العامة العادية). (مرفق)
34. Voting on the amendment of Article (33) of the Bylaws, related to (Quorum for Extraordinary General Assembly). (attached)	34. التصويت على تعديل المادة (33) من نظام الشركة الأساس، المتعلقة بـ (نصاب اجتماع الجمعية العامة الغير عادية). (مرفق)
35. Voting on the amendment of Article (34) of the Bylaws, related to (Voting in Assemblies). (attached)	35. التصويت على تعديل المادة (34) من نظام الشركة الأساس، المتعلقة بـ (التصويت في الجمعيات). (مرفق)
36. Voting on the amendment of Article (35) of the Bylaws, related to (Resolutions of the Assemblies). (attached)	36. التصويت على تعديل المادة (35) من نظام الشركة الأساس، المتعلقة بـ (قرارات الجمعيات). (مرفق)
37. Voting on the amendment of Article (38) of the Bylaws, related to (Composition of the Committee). (attached)	37. التصويت على تعديل المادة (38) من نظام الشركة الأساس، المتعلقة بـ (تشكيل اللجنة). (مرفق)
38. Voting on the amendment of Article (39) of the Bylaws, related to (Quorum for the Committee's Meeting). (attached)	38. التصويت على تعديل المادة (39) من نظام الشركة الأساس، المتعلقة بـ (نصاب اجتماع اللجنة). (مرفق)
39. Voting on the amendment of Article (40) of the Bylaws, related to (Competence of the Committee). (attached)	39. التصويت على تعديل المادة (40) من نظام الشركة الأساس، المتعلقة بـ (اختصاصات اللجنة). (مرفق)
40. Voting on the amendment of Article (41) of the Bylaws, related to (Reports of the Committee). (attached)	40. التصويت على تعديل المادة (41) من نظام الشركة الأساس، المتعلقة بـ (تقارير اللجنة). (مرفق)

41. Voting on the amendment of Article (42) of the company's bylaws, related to (Appointment of Auditor). (attached)	41. التصويت على تعديل المادة (42) من نظام الشركة الأساس، المتعلقة بـ (تعيين مراجع الحسابات). (مرفق)
42. Voting on the amendment of Article (45) of the Bylaws, related to (Financial Documents). (attached)	42. التصويت على تعديل المادة (45) من نظام الشركة الأساس، المتعلقة بـ (الوثائق المالية). (مرفق)
43. Voting on the amendment of Article (46) of the Bylaws, related to (Distribution of Dividends). (attached)	43. التصويت على تعديل المادة (46) من نظام الشركة الأساس، المتعلقة بـ (توزيع الأرباح). (مرفق)
44. Voting on the amendment of Article (47) of the Bylaws, related to (Dividend distribution of preference shares). (attached)	44. التصويت على تعديل المادة (47) من نظام الشركة الأساس، المتعلقة بـ (توزيع الأرباح للأسهم الممتازة). (مرفق)
45. Voting on the amendment of Article (48) of the Bylaws, related to (Company's Losses). (attached)	45. التصويت على تعديل المادة (48) من نظام الشركة الأساس، المتعلقة بـ (خسائر الشركة). (مرفق)

Summary of amendments on Bylaws EN

Article	Subject	Article before amendment	Article after amendment	Type Edit / Add
Chapter One:	Bylaws of East Pipes Integrated Company for Industry	Conversion of the Company	Listed Joint Stock Company)	Modify
Article One:	Conversion Incorporation	Welspun Middle East Pipes Company LLC with commercial registration number 2050071522 dated 22/07/1431H issued in the City of Dammam was converted from a limited liability company to a closed joint stock company in accordance with the Companies Law enacted by Royal Decree No. M/3 dated 28/01/1437H, its Implementing Regulations, the Foreign Investment Law enacted by Royal Decree No. M/1 dated 05/01/1421H, Ministry of Investment License No. 121031118992 dated 22/07/1431H and these bylaws as follows:	1. East Pipes Integrated Company for Industry a Listed joint stock Company, incorporated in accordance with the provisions of the Companies Law and its implementing Rules, and pursuant to the provisions of these Bylaw. 2. Welspun Middle East Pipes Company LLC with commercial registration number 2050071522 dated 22/07/1431H issued in the City of Dammam was converted from a limited liability company to a closed joint stock company in accordance with the Companies Law enacted by Royal Decree No. M/3 dated 28/01/1437H, its Implementing Regulations, the Foreign Investment Law enacted by Royal Decree No. M/1 dated 05/01/1421H, Ministry of Investment License No. 121031118992 dated 22/07/1431H and these bylaws as follows:	Modify the article and paragraph name
Article Two:	Company Name	East Pipes Integrated Company for Industry" (a listed closed joint stock company).	East Pipes Integrated Company for Industry" (a listed joint stock company).	Modify the article
Article Four:	Participation and Ownership in Companies	The Company may form companies on its own (limited liability or closed joint stock companies, provided that the capital shall be at least five million Saudi Riyals), and it may also own shares and participation interests in other existing companies or merge with them. The Company may also participate with others to incorporate joint stock companies and limited liability companies in compliance with applicable regulations and directives. The Company may deal with its shares or participation interests provided that it does not engage in the brokerage of the same.	The Company may form companies on its own (limited liability company) or (closed joint stock companies, and it may also own shares and participation interests in other existing companies or merge with them. The Company may also participate with others to incorporate joint stock companies and limited liability companies in compliance with applicable regulations and directives. The Company may deal with its shares or participation interests provided that it does not engage in the brokerage of the same.	Modify the article
Article Seven:	Capital	The Company's capital shall be SAR (210,000,000) two hundred and ten million Saudi Riyals, divided into 21,000,000 (twenty-one million) nominal shares of equal value	The Company's capital shall be SAR (315,000,000) three hundred fifteen million Saudi Riyals, divided into 31,500,000 (thirty-one million five hundred thousand) nominal shares of equal value	Modify the article
Article Eight:	Share Subscription	The shareholders have subscribed for all the shares in the capital comprising (21,000,000) twenty one million paid in full shares, with a total value of (210,000,000) two hundred and ten million Saudi riyals, and the shareholders acknowledge their joint liability in their own funds towards third parties that the amount of (210,000,000) two hundred and ten million Saudi riyals has been paid, while the capital increase of one hundred and thirty-three million nine hundred and fifty-three thousand one hundred and twenty Saudi riyals (133,953,120), was fully paid by capitalization of shareholders loans amounting to one hundred thirty-three million nine hundred fifty-three thousand one hundred and twenty Saudi riyals accordance with the auditor's certificate	The shareholders have subscribed for all the shares in the capital comprising (31,500,000) twenty one million paid in full shares, with a total value of (315,000,000) (315,000,000) three hundred fifteen million Saudi Riyals, divided into 31,500,000 (thirty-one million five hundred, and the shareholders acknowledge their joint liability in their own funds towards third parties that the amount of (210,000,000) two hundred and ten million Saudi riyals has been paid, while the capital increase of (105,000,000) one hundred and five million Saudi riyals, was fully paid by capitalization from the retained earnings account amounting to (105,000,000) one hundred and five million Saudi riyals accordance with the auditor's certificate	Modify the article
Article Eleven:	Trading of Shares	The shares subscribed by the shareholders may not be traded until after the issuance of financial statements for two consecutive fiscal years, each being not less than twelve months from the date of the Company's conversion. A note shall be recorded on the certificates of such shares indicating the type of share, the date of the Company's conversion and the period during which they may not be traded. However, during the lock-up period the ownership of the shares may, in accordance with the requirements of sale of shares, be transferred from one shareholder to another shareholder or from the heirs of a deceased shareholder to a third party or in the event of an execution order being issued against the assets of a bankrupt or insolvent shareholder provided that the other shareholders shall have the pre-emptive right to purchase such shares. The provisions of this Article shall	The company's shares shall be traded pursuant to the Saudi Capital market Law and the implementing Rules thereof and in accordance with the provision of these Bylaws. And the shares subscribed by incorporators may not be tradable except upon end of lock-up period which is six 6 months from date of the start of trading the Company's shares in the Saudi Tadawul . A note shall be recorded on the certificates of such shares indicating the type of share, the date of the Company's incorporated by conversion to be listed joint stock company and the period during which they may not be traded. However, during the lock-up period the ownership of the shares may, in accordance with the requirements of sale of shares, be transferred from one incorporator shareholder to another incorporator shareholder or from the heirs of a deceased incorporator shareholder to a	Modify the article

		apply to shares subscribed by the shareholders in the event of a capital increase before the expiry of the lock-up period.	third party or in the event of an execution order being issued against the assets of a bankrupt or insolvent incorporator shareholder provided that the other incorporator shareholders shall have the pre-emptive right to purchase such shares. The provisions of this Article shall apply to shares subscribed by the incorporator's shareholders in the event of a capital increase before the expiry of the lock-up period.	
Article Twelve:	Share Register	The Company's shares shall be traded through a recordation in the share register prepared or procured by the Company which shall include the names of the shareholders, their nationality, occupation, address, the serial numbers of their shares and their paid-up value. The note of sale shall be made on the share certificate. The transfer of ownership of a nominal share shall not be effective vis-à-vis the Company or third parties except from the date of such recordation in the said register.	The Company's shares shall be traded pursuant to the provisions of the Capital Market Law and the Implementing Rules thereof and in accordance with the provisions of these Bylaws, and subscription for the shares or the ownership thereof shall mean the acceptance by the shareholder of these Bylaws and his/its compliance with the resolutions adopted by the shareholders assemblies, whether he/it shall be present or absent, and whether or not such resolutions are acceptable to him/it.	Modify the article
Article Fifteen:	Management of the Company	1.The Company shall be managed by a board of directors consisting of eight members elected by the shareholders' ordinary general assembly for a period not exceeding three years. As an exception, the first Board of Directors was appointed by the conversion general assembly for a five-year term.	1.The Company shall be managed by a board of directors consisting of eight members elected by the shareholders' ordinary general assembly for a period not exceeding three years. As an exception, the first Board of Directors was appointed by the conversion general assembly for a five-year term. and the majority of the board members shall be Non-Executive Directors, and the number of Independent Directors shall not be less than three members.	Modify the item no.(1) only
Article Sixteen:	Termination of Board Membership	The board membership shall terminate upon the expiry of its term or upon disqualification of a member in accordance with any applicable regulations or directives of the Kingdom of Saudi Arabia. However, the ordinary general assembly may at any time dismiss the members of the board of directors or any of them without prejudice to such dismissed member's right to compensation if such dismissal occurs without a valid cause or not in a timely manner. A member of the board of directors may resign provided that his resignation occurs in a timely manner; otherwise, he shall be liable to the Company for any damages caused by such resignation.	The board membership shall terminate upon the expiry of its term or upon the resignation of a member or death , or upon disqualification of a member in accordance with any applicable regulations or directives of the Kingdom of Saudi Arabia, or upon losing legal capacity or upon the member having a health condition impeding the member from exercising their responsibilities and duties , or if the member is convicted in a crime affecting fidelity and honesty or relating to fraud, or if is declared bankrupt or if he makes arrangements or any settlement with his creditors, and the member of the board of directors loses his membership in the event that he does not attend three meetings in a year without an excuse that calls for his absence, and that even if he assign another board member to attend the meetings on his behalf. However, the ordinary general assembly may at any time dismiss the members of the board of directors or any of them without prejudice to such dismissed member's right to compensation if such dismissal occurs without a valid cause or not in a timely manner. A member of the board of directors may resign provided that his resignation occurs in a timely manner; otherwise, he shall be liable to the Company for any damages caused by such resignation.	Modify the article
Article Seventeen	Board Vacancy	If there is a vacant position in the board of directors, the board shall appoint a temporary member to the vacant position based on the order of votes cast by the general assembly which elected the board provided that the member filling in the vacant position is experienced and qualified. The Ministry of Commerce, and the Capital Market Authority in the case of a listed Company, must be notified of such appointment within five (5) working days from the date of appointment and such appointment shall be subject to ratification by the ordinary general assembly in its next first meeting. The appointed member shall continue the term of his predecessor. If the number of members of the board of directors falls below the minimum number required to hold meetings as set out in the Companies Law or these Bylaws, the other members of the board must call for a	If there is a vacant position in the board of directors, the board shall appoint a temporary member to the vacant position and provided that the member filling in the vacant position is experienced and qualified. The Ministry of Commerce, and the Capital Market Authority, must be notified of such appointment within five (5) working days from the date of appointment and such appointment shall be subject to ratification by the ordinary general assembly in its next first meeting. The appointed member shall continue the term of his predecessor. If the number of members of the board of directors falls below the minimum number required to hold meetings as set out in the Companies Law or these Bylaws, the other members of the board must call for a meeting of the ordinary general assembly within sixty (60) days to elect the required number of board members.	Modify the article

		meeting of the ordinary general assembly within sixty (60) days to elect the required number of board members.		
Article Eighteen:	Authorities of the Board	A) Without prejudice to the authorities conferred to the general assembly, and the board reserved matters listed in Article 18(B), the board of directors shall have the widest authorities to manage the Company to achieve its objects. In addition, the board of directors will have the following authorities:	A) Without prejudice to the authorities conferred to the general assembly, the board of directors shall have the widest authorities to manage the Company to achieve its objects. In addition, the board of directors will have the following authorities:	Modify the article by remove the paragraph
Article Eighteen:	Authorities of the Board	b) the board reserved matters (the "Board Reserved Matters") are as follows: 1.Any amendment to or one time deviation from governance policies on Annual Business Plan, Bids, Procurement, Financial Borrowings and HR.	Removed	Modify the article by remove the paragraph
Article Twenty	Authorities of the Chairman, Managing Director and Secretary	The board of directors shall appoint from amongst its members a chairman and may also appoint a managing director. The chairman cannot hold any other executive position in the Company. The chairman shall have the power to convene the board of directors and to preside over its meetings. The board of directors shall vest the chairman or the managing director (if appointed) with specific authorities by virtue of a resolution, proxy or power of attorney. The chairman shall represent the company before the courts, arbitral tribunals and third parties, in accordance with Article eighty-two of the Companies Law. The chairman may also delegate some of his powers to board member or others to carry out specific tasks. In addition to the remuneration received in their capacity as board members, the chairman and the managing director (if appointed) shall receive a remuneration approved by the board of directors. The board of directors shall also appoint a secretary from amongst its members or third parties. The secretary shall attend meetings of the board, its committees and meetings of the general assembly and record all the proceedings of the meetings in books to be kept for that purpose and his remuneration shall be set by the board of directors. The term of the chairman, the managing director (if appointed) and the secretary of the board of directors shall not exceed the term of their board membership and they may be re-elected. Any or all board members may be dismissed at any time without prejudice to their rights to compensation if such dismissal is without a valid cause or not in a timely manner.	The board of directors shall appoint from amongst its members a chairman, and vice chairman who's shall replace the chairman in his absence and may also appoint a managing director. The chairman cannot hold any other executive position in the Company. The chairman shall have the power to convene the board of directors and to preside over its meetings. The board of directors shall vest the chairman or the managing director (if appointed) with specific authorities by virtue of a resolution, proxy or power of attorney. The chairman shall represent the company before the courts, arbitral tribunals and third parties, in accordance with Article eighty-two of the Companies Law. The chairman may also delegate some of his powers to board member or others to carry out specific tasks. In addition to the remuneration received in their capacity as board members, the chairman and the managing director (if appointed) shall receive a remuneration approved by the board of directors. The board of directors shall also appoint a secretary from amongst its members or third parties. Provided that such powers shall include: 1) Documenting the Board meeting and preparing minutes therefor, which shall include the discussions and deliberation carried during such meetings, as well as the place, date, times on which such meetings commenced and concluded; and recording the recording the decisions of the Board and voting results and retaining them in a special and organised register and including the names of the attendees and any reservations they expressed if any. Such minutes shall be signed by all attending members. 2) retaining the reports submitted to the Board meeting and the reports prepared by it 3) Providing the Board members with the agenda of the Board meeting and related worksheets, documents and information and any additional information, related to the topics included in the agenda items, requested by any Board member. 4)Ensuring that the Board members comply with the procedures approved by the Board, and notifying the Board members of the dates of the Board meetings within sufficient time prior to the date specified for the meeting, and presenting the draft minutes to the Board members to provide their opinions on them before signing the same, and ensuring that the Board members receive fully and promptly copy of the minutes of the meetings as well as the information and documents related to the company, and coordinating among the Board members, and regulating the disclosure register of the Board and Executive Management, and providing assistance and advice to the Board members. whose competencies and remunerations shall be specified by a Board resolution; The Secretary of the	Modify the article

			<p>Board may not be dismissed except pursuant to a decision of the Board.</p> <p>The secretary shall attend meetings of the board, its committees and meetings of the general assembly and record all the proceedings of the meetings in books to be kept for that purpose and his remuneration shall be set by the board of directors.</p> <p>The term of the chairman, the managing director (if appointed) and the secretary of the board of directors shall not exceed the term of their board membership and they may be re-elected. Any or all board members may be dismissed at any time without prejudice to their rights to compensation if such dismissal is without a valid cause or not in a timely manner.</p>	
Article Twenty-One	Board Meetings	No matter shall be discussed and/or resolved at any meeting of the board except for those matters specifically provided for in the notice convening that meeting.	Members have the right to discuss and/or resolve at any meeting of the Board, and add it to the agenda items of the meeting if it is not one of the subjects specifically provided in the invitation convening that meeting, and take approval of the majority of the members.	Modify the article
Article Twenty-Two:	Quorum for Board Meeting	Except for the resolutions of the board of directors, except for the board reserved matters listed in Article 18(B), are to be adopted by the majority vote of the board members present (in person or by proxy) at a duly convened and quorate board meeting. Resolutions with respect to the board reserved matters listed in Article 18(B) shall be adopted by the majority vote of (75%) of the board members present (in person or by proxy) at a duly convened and quorate board meeting. In the case of an equality of votes, the chairman of the board of directors shall not have a casting vote. The board of directors may adopt its resolutions by circulation to each board member unless one board member requests in writing a meeting for deliberations on such a resolution. Resolutions by circulation shall be adopted with the unanimous approval of the board members and shall be brought before the board of directors in its next first meeting.	<p>Resolutions of the Board of Directors shall be issued by a majority of votes by members of Board of Directors, present or represented in the meeting duly convened. In case of a tied vote, the chairman shall have a casting vote. The Board of Directors may issue resolutions by circulations and approvals by a majority vote of the members .</p> <p>each board member unless one board member requests in writing a meeting for deliberations on such a resolution. Resolutions by circulation shall be adopted by the majority vote of the board members and shall be brought before the board of directors in its next first meeting.</p>	Modify the article
Article Twenty-Four:	Attendance of Assemblies the General Assembly	Each subscriber, regardless of the number of shares he has subscribed for, has the right to attend the conversion assembly. Each shareholder has the right to attend the shareholders' general assembly or give a proxy to any person, other than the members of the board of directors or the Company's employees, to attend the general assembly on his behalf.	A General Assembly duly composed shall represent all shareholders.	Modify the article and paragraph name
Article Twenty-Five:	Attendance of Conversion Assembly Assemblies	The shareholders shall invite all subscribers to convene a conversion assembly meeting within forty-five (45) days from the date of issuance of a ministerial resolution authorizing the conversion of the Company. The meeting shall be valid if attended by the subscribers representing at least half of the capital. If such quorum is not achieved within thirty minutes from the time fixed for the meeting, the founding shareholders shall call for a second meeting to be held not earlier than fifteen (15) days from the date of the invitation. In any event, the second meeting shall be valid regardless of the number of subscribers represented at the meeting.	Each shareholder has the right to attend the shareholders' general assembly or give a proxy to any person, other than the members of the board of directors or the Company's employees, to attend the general assembly on his behalf.	Modify the article and paragraph name
Article Twenty-Nine:	Assembly Invitations	General or special assembly of shareholders shall be convened by the board of directors. The board of directors shall convene a meeting of the ordinary general assembly if requested by the auditor, the audit committee or a shareholder(s) representing at least five per cent (5%) of the capital. The auditor may convene a meeting of the assembly if the board has failed to convene it within thirty (30) days from the date of the auditor's request. The invitation to convene a general assembly shall be published in a daily newspaper circulated in the city where the Company's headquarters are located at least	General or special assembly of shareholders shall be convened by the board of directors. The board of directors shall convene a meeting of the ordinary general assembly if requested by the auditor, the audit committee or a shareholder(s) representing at least five per cent (5%) of the capital. The auditor may convene a meeting of the assembly if the board has failed to convene it within thirty (30) days from the date of the auditor's request. The invitation to convene a general assembly shall be published on the website of the Exchange and the Company's website and in a daily newspaper circulated in the province where the Company's headquarters are	Modify the article

		twenty-one (21) days prior to the date set for such meeting. Nonetheless, it shall be sufficient to send the invitation notice in a timely manner to all shareholders by registered mail, facsimile or email. A copy of the invitation together with the meeting's agenda shall be sent to the Ministry of Commerce, and the Capital Market Authority in the case of a listed Company, within the timeframe specified for publication.	located at least twenty-one (21) days prior to the date set for such meeting. Nonetheless, it shall be sufficient to send the invitation notice in a timely manner to all shareholders by registered mail, facsimile or email. A copy of the invitation together with the meeting's agenda shall be sent to the Ministry of Commerce, and the Capital Market Authority in the case of a listed Company, within the timeframe specified for publication.	
Article Thirty:	Record of Assemblies Attendance	The shareholders who wish to attend the general or special assemblies must register their names at the Company's headquarters before the date of such assembly. Nonetheless, it shall be sufficient to send the names in a timely manner to the chairman of the board of directors by registered mail, facsimile or email.	The shareholders who wish to attend the general or extraordinary or special assemblies shall record their names or the names of their representatives at the head office of the Company or through the modern technological means, as may be specified under the invention for the assembly meeting prior to the time set therefor, and their respective places of residence stating the number of shares they hold, in their personal capacity or by proxy, and the number of votes involved therein.	Modify the article
Article Thirty-One:	Convening of Assemblies via Conferencing	The conversion, general and special assembly may hold its meetings over the phone or by any other electronic communication means allowing the present shareholders to hear the other shareholders present. Unless otherwise notified, the chairman of the assemblies may assume, for the purposes of the quorum, that the shareholders participating over the phone or by any other electronic communication mean is present throughout the duration of the meeting.	The Convening of assemblies may hold its meetings over the phone or by any other electronic communication means allowing the present shareholders to hear the other shareholders present. Unless otherwise notified, the chairman of the assemblies may assume, for the purposes of the quorum, that the shareholders participating over the phone or by any other electronic communication mean is present throughout the duration of the meeting	Modify the article
Article Thirty-Two:	Quorum for Ordinary General Assembly	A meeting of the ordinary general assembly shall not be valid unless attended by the shareholders representing more than fifty percent (50%) of the capital. If such quorum is not achieved within thirty minutes from the time fixed for the meeting, a second meeting shall be held on the date falling thirty (30) days after the date of the first meeting. In any event, the second meeting shall be valid regardless of the number of shares represented thereat.	A meeting of the ordinary general assembly shall not be valid unless attended by the shareholders representing more than twenty-five percent (25%) of the capital. If such quorum is not achieved within thirty minutes from the time fixed for the meeting, a second meeting may be held one hour after the end date of the first meeting, under condition the call for the first meeting provides for the possibility of holding a second meeting, and if the call does not include such possibility, then a call shall be sent for a second meeting to be held within 30 days following the first meeting, either way the call shall be published in the manner prescribed in Article Twenty-nine of this Bylaw .	Modify the article
Article Thirty-Three:	Quorum for Extraordinary General Assembly	A meeting of the extraordinary general assembly shall not be valid unless attended by the shareholders representing at least sixty-six point six per cent (66.6%) of the capital. If such quorum is not achieved within thirty minutes from the time fixed for the meeting, a second meeting shall be held on the date falling thirty (30) days after the date of the first meeting. In any event, the second meeting shall be valid if attended by a shareholder(s) representing at least one quarter of the capital. If the quorum for the second meeting is not achieved, an invitation to a third meeting shall be sent to the shareholders in accordance with the provisions of article (29) of these Bylaws. The third meeting shall be valid regardless of the number of shares represented thereat after obtaining approval of the competent authority.	A meeting of the extraordinary general assembly shall not be valid unless attended by the shareholders representing at least fifty per cent (50%) of the capital. If such quorum is not achieved within thirty minutes from the time fixed for the meeting, a second meeting may be held one hour after the date of the first meeting, under condition the call for the first meeting provides for the possibility of holding a second meeting and if the call does not include such possibility, then a call shall be sent for a second meeting to be held within 30 days following the first meeting, either way the call shall be published in the manner prescribed in Article Twenty-nine of this Bylaw. In any event, the second meeting shall be valid if attended by a shareholder(s) representing at least one quarter of the capital. If the quorum for the second meeting is not achieved, an invitation to a third meeting shall be sent to the shareholders in accordance with the provisions of article (29) of these Bylaws. The third meeting shall be valid regardless of the number of shares represented thereat after obtaining approval of the competent authority.	Modify the article
Article Thirty-Four:	Voting in Assemblies	Each subscriber shall have one vote for each share he represents at the conversion assembly, and each shareholder shall have one vote for each share in the general assemblies. Cumulative voting shall be used to elect the board of directors.	1.Votes at all meetings of general assembly shall be counted based on one vote per share in accordance with the relevant laws and regulations. However, members of the board of directors may not participate in voting on the assembly's resolution affecting discharging and releasing the board members for the term of their management or respect of any of the board's members. 2.Cumulative voting shall be used to elect the board of directors.	Modify the article
Article Thirty-Five:	Resolutions of the Assemblies	Resolutions of the conversion assembly shall be adopted by the vote of the absolute majority of the shares	Resolutions of the ordinary general assembly shall be adopted by the vote of the absolute majority of the	Modify the article

		represented thereat. Resolutions of the ordinary general assembly shall be adopted by the vote of the absolute majority of the shares represented at the meeting. Resolutions of the extraordinary general assembly shall be adopted by the vote of at least the two-thirds of the shares represented at the meeting, except in respect of resolutions concerning the increase or decrease of the capital, the extension of the term of the Company, the dissolution of the Company before the expiry of its term stated in these Bylaws or the merger of the Company with another company, in which cases resolutions shall be adopted by the vote of at least the three-quarters of the shares represented at the meeting.	shares represented at the meeting. Resolutions of the extraordinary general assembly shall be adopted by the vote of at least the two-thirds of the shares represented at the meeting, except in respect of resolutions concerning the increase or decrease of the capital, the extension of the term of the Company, the dissolution of the Company before the expiry of its term stated in these Bylaws or the merger of the Company with another company, in which cases resolutions shall be adopted by the vote of at least the three-quarters of the shares represented at the meeting	
Article Thirty-Eight:	Composition of the Committee	An audit committee shall be formed pursuant to a resolution of the ordinary general assembly consisting of not less than three members and no more of five members. Such members shall not be executive members of the board of directors, irrespective of whether they are shareholders or not. Such resolution shall specify the committee's responsibilities, proceedings and remuneration of its members.	An audit committee shall be formed pursuant to a resolution of the ordinary general assembly consisting of not less than three members and no more of five members. Such members shall not be executive members of the board of directors, irrespective of whether they are shareholders or others provided that one of its members is specialised in finance and .accounting. Such resolution shall specify the committee's responsibilities, proceedings and remuneration of its members.	Modify the article
Article Thirty-Nine:	Quorum for the Committee's Meeting	A meeting of the committee shall be valid if attended by the majority of its members. The committee's resolutions shall be passed by the vote of the majority of the members present. In the case of an equality of votes, the chairman of the committee shall have a casting vote.	A meeting of the committee shall be valid if attended by the majority of its members. The committee's resolutions shall be passed by the vote of the majority of the members present. In the case of an equality of votes, the chairman of the meeting shall have a casting vote.	Modify the article
Article Forty:	Competence of the Committee	The committee shall be responsible for monitoring the Company's operations. The committee shall have the right to review the Company's records and documents, and it may request any clarifications or reports from the members of the board of directors or the executive management. It may request the board of directors to convene a general assembly if the board hinders the committee's performance of its duties or if the Company sustains significant losses or damages.	The committee shall be responsible for monitoring the Company's operations and ensuring the integrity and effectiveness of reports, financial statements and internal control systems. The committee shall have the right to review the Company's records and documents, and it may request any clarifications or reports from the members of the board of directors or the executive management. It may request the board of directors to convene a general assembly if the board hinders the committee's performance of its duties or if the Company sustains significant losses or damages.	Modify the article
Article Forty-One:	Reports of the Committee	The audit committee must review the Company's financial statements, reports and comments thereon submitted by the auditor and provide its opinion and comments in that regard, if any. It shall also prepare a report on the effectiveness of the internal audit process of the Company and other roles performed by the committee within its scope of competence. The board of directors shall make available to shareholders at the headquarters of the Company sufficient copies of such report at least twenty-one (21) days before the date of the general assembly. The report shall be read out during the assembly	The audit committee shall convene periodically, provided that at least four meetings are held during the Company's financial year and shall convene periodically with the Company's external auditor and internal auditor if any, and must review the Company's financial statements, reports and comments thereon submitted by the auditor and provide its opinion and comments in that regard, if any. It shall also prepare a report on the effectiveness of the internal audit process of the Company and other roles performed by the committee within its scope of competence. The board of directors shall make available to shareholders at the headquarters of the Company sufficient copies of such report at least fifteen (15) days before the date of the general assembly. The report shall be read out during the assembly	Modify the article
Article Forty-Two:	Appointment of Auditor	The Company shall appoint one (or more) auditors from among those licensed to practise in the Kingdom of Saudi Arabia. Such auditor shall be appointed annually and his compensation shall be determined by the general assembly. The general assembly may at any time replace the Company's auditor without prejudice to his right to compensation if such replacement occurs without a valid cause or not in a timely manner.	The Company shall appoint one (or more) auditors from among those licensed to practise in the Kingdom of Saudi Arabia and who obtained the conditions and requirements of the Rules for Registering Auditor of Entities Subject to the Authority's Supervision Saudi Capital Market Authority. Such auditor shall be appointed annually and his compensation shall be determined by the general assembly. The general assembly may at any time replace the Company's auditor without prejudice to his right to compensation if such replacement occurs without a valid cause or not in a timely manner	Modify the article
Article Forty-Five:	Financial Documents	2. The documents described in paragraph (1) of this Article shall be signed by the chairman of the board, the chief executive officer and the finance manager. Copies of such signed documents shall be made available to the shareholders at the Company's headquarters at least	2.The documents described in paragraph (1) of this Article shall be signed by the chairman of the board, the chief executive officer and the finance manager. Copies of such signed documents shall be made available to the shareholders at the Company's headquarters at least	Modify the item no.(2) only

		twenty-one (21) days prior to the date set for holding the general assembly.	fifteen (15) days prior to the date set for holding the general assembly	
Article Forty-Six:	Distribution of Dividends	5 . Subject to the provisions stipulated in Article (20) of these bylaws and Article 76 of the Companies Law relating to the allocation of no more than 10% of the remainder as a remuneration for the Board of Directors, provided that the entitlement of the remuneration is proportional to the number of meetings attended by the member, in all cases the total amount of remuneration received by a member, whether financial or otherwise, shall not exceed 500000 riyals annually, in accordance with rules prescribed by the Compete Authority	5. Subject to the provisions stipulated in Article (20) of these bylaws and Article 76 of the Companies Law relating to the allocation of no more than 10% of the remainder as a remuneration for the Board of Directors, provided that the entitlement of the remuneration is proportional to the number of meetings attended by the member, in all cases the total amount of remuneration received by a member, whether financial or otherwise, shall not exceed what is stipulated in accordance with rules prescribed by the Authority	Modify the paragraph
Article Forty-Eight:	Company's Losses	1.If at any time during the fiscal year the Company's losses reach half of the paid-up capital, any officer of the Company or the auditor shall, as soon as he becomes aware of such fact, notify the chairman of the board of directors who shall immediately notify the board of directors of such losses. The board of directors shall, within fifteen (15) days of becoming aware of the Company's losses, call for a meeting of the extraordinary general assembly to be held within forty-five (45) days from the date of such losses became known to them in order to resolve either to increase or reduce the capital in accordance with the provisions of the Companies Law or to dissolve the Company prior to the expiry of its term specified in Companies Law	1. If at any time during the fiscal year the Company's losses reach half of the paid-up capital, any officer of the Company or the auditor shall, as soon as he becomes aware of such fact, notify the chairman of the board of directors who shall immediately notify the board of directors of such losses. The board of directors shall, within fifteen (15) days of becoming aware of the Company's losses, call for a meeting of the extraordinary general assembly to be held within forty-five (45) days from the date of such losses became known to them in order to resolve either to increase or reduce the capital in accordance with the provisions of the Companies Law or to dissolve the Company prior to the expiry of its term.	Modify the item no.(1) only

الإخطار بالأعمال والعقود

Notification of the Business and Contracts

Date: June, 18 2022

Dear Shareholders of East Pipes Integrated Company for Industry (the "Company")

Notification of the businesses and contracts in which the members of the board of directors have a direct or in direct interest with the company for the year ended 31 March 2022.

With reference to the requirements of Article (71) of the companies Law, which stipulates that a board member may not have direct or indirect interest in the business and contracts that are made for the Company's account except with a prior authorization from the General Assembly renewed every year.

Therefore, we would like to inform you that the Company's board members have no direct or indirect interest except for the below mentioned transaction entered into normal course of business for as also reflected in note 23 of the audited financial statement for the year ended 31 March 2022, and the Company is seeking to obtain General Assembly authorization for such businesses and contracts.

Name and nature of the related party	Name and nature of the member who has interest	Indirect Ownership % before Offering	Indirect Ownership % after Offering	Nature of business	Amount (SAR)
Welspun Corp Limited (Which owns 89.98% of Welspun Mauritius Holdings Limited (Partner with 50.01% before Offering and 35.01% after offering))	- Mr. Vipul Shiv Sahai Mathur (Indirect partner) - Mr. Balkrishan Gopiram Goenka* (Indirect partner) - Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%0.002 %22.51 %4.8	%0.001 %15.76 %3.36	Corporate guarantee charges to Company	4,210,325
Mohawareen Industrial Services (Partner with 4.99% before Offering and 3.393% after offering)	- Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%4.8	%3.36	Corporate guarantee charges to Company	329,882
Aziz Company for Contracting & Industrial Investment (Partner with 28.50% before Offering and 19.95% after offering)	- Mr. Mohammed Saleh Al Hammadi (Board Member at Aziz Company for Contracting & Industrial Investment)	-	-	Corporate guarantee charges to Company	3,572,918
Vision International Investment Company (Partner with 16.50% before Offering and 11.55% after offering)	- Mr. Omar Mohamed Al-Maidani* (Chief executive officer at Vision International Investment Company)	-	-	Corporate guarantee charges to Company	1,423,884

Welspun Mauritius Holdings Limited (Partner with 50.01% before Offering and 35.01% after offering)	- Mr. Vipul Shiv Sahai Mathur (Indirect partner) - Mr. Balkrishan Gopiram Goenka* (Indirect partner) - Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%0.002 %22.51 %4.8	%0.001 %15.76 %3.36	IPO expenses charged to shareholders	3,052,459
Mohawareen Industrial Services (Partner with 4.99% before Offering and 3.393% after offering)	- Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%4.8	%3.36	IPO expenses charged to shareholders	304,574
Aziz Company for Contracting & Industrial Investment (Partner with 28.50% before Offering and 19.95% after offering)	- Mr. Mohammed Saleh Al Hammadi (Board Member at Aziz Company for Contracting & Industrial Investment)	-	-	IPO expenses charged to shareholders	1,739,553
Vision International Investment Company (Partner with 16.50% before Offering and 11.55% after offering)	- Mr. Omar Mohamed Al-Maidani* (Chief executive officer at Vision International Investment Company)	-	-	IPO expenses charged to shareholders	1,007,110
Welspun Mauritius Holdings Limited (Partner with 50.01% before Offering and 35.01% after offering)	- Mr. Vipul Shiv Sahai Mathur (Indirect partner) - Mr. Balkrishan Gopiram Goenka* (Indirect partner) - Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%0.002 %22.51 %4.8	%0.001 %15.76 %3.36	Reimbursement of IPO expenses by the shareholders	6,020,830
Mohawareen Industrial Services (Partner with 4.99% before Offering and 3.393% after offering)	- Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%4.8	%3.36	Reimbursement of IPO expenses by the shareholders	600,759
Aziz Company for Contracting & Industrial Investment (Partner with 28.50% before Offering and 19.95% after offering)	- Mr. Mohammed Saleh Al Hammadi (Board Member at Aziz Company for Contracting & Industrial Investment)	-	-	Reimbursement of IPO expenses by the shareholders	3,431,187
Vision International Investment Company (Partner with 16.50% before Offering and 11.55% after offering)	- Mr. Omar Mohamed Al-Maidani* (Chief executive officer at Vision International Investment Company)	-	-	Reimbursement of IPO expenses by the shareholders	1,986,477

Welspun Mauritius Holdings Limited (Partner with 50.01% before Offering and 35.01% after offering)	- Mr. Vipul Shiv Sahai Mathur (Indirect partner) - Mr. Balkrishan Gopiram Goenka* (Indirect partner) - Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%0.002 %22.51 %4.8	%0.001 %15.76 %3.36	Financial charges charged by the shareholders	11,597
Mohawareen Industrial Services (Partner with 4.99% before Offering and 3.393% after offering)	- Mr. Mohammed Abdulrahman Abdullah Al-Othman	%4.8	%3.36	Financial charges charged by the shareholders	1,157
Aziz Company for Contracting & Industrial Investment (Partner with 28.50% before Offering and 19.95% after offering)	- Mr. Mohammed Saleh Al Hammadi (Board Member at Aziz Company for Contracting & Industrial Investment)	-	-	Financial charges charged by the shareholders	6,609
Vision International Investment Company (Partner with 16.50% before Offering and 11.55% after offering)	- Mr. Omar Mohamed Al-Maidani* (Chief executive officer at Vision International Investment Company)	-	-	Financial charges charged by the shareholders	3,826
Welspun Mauritius Holdings Limited (Partner with 50.01% before Offering and 35.01% after offering)	- Mr. Vipul Shiv Sahai Mathur (Indirect partner) - Mr. Balkrishan Gopiram Goenka* (Indirect partner) - Mr. Mohammed Abdulrahman Abdullah Al-Othman (Indirect partner)	%0.002 %22.51 %4.8	%0.001 %15.76 %3.36	Purchases and other related services from a shareholder	329,090

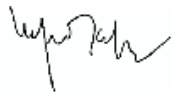
* East Pipes Integrated Company for Industry announced the resignation on 2022-05-24 Corresponding to 1443-10-23 of the following:

1- Chairman of the Board, Mr. Omar Mohammed Al- Maidani (Non-Executive Member) from the chairmanship and membership of the Board of Directors, and the appointment of the current Board Member, Mr. Vipul Shiv Sahai Mathur (Non-Executive Member) as Chairman of the Board of Directors.

2- Mr. Balkrishan Gopiram Goenka (Non-Executive Member) from the position of Vice Chairman and member of the board of directors and the appointment of the current Board Member Mr. Ahmed Mubarak Mohammed Al-Debasi (Independent Member) as Vice-Chairman.

To,
PWC, KSA

Kindly check the above draft prepared by EPIC CFO, and confirm if the same is OK to sign as final.



Vipul Shiv Sahai Mathur
Chairman

نموذج التوكيل - Proxy Form

<p>Dear Esteemed shareholders</p> <p>The power of attorney form is not available, as The Extraordinary General Assembly will only be held remotely via modern technology means. Accordingly, the Extraordinary General Assembly will be held through modern technology means, Accordingly, we invite all shareholders of the company to use remote electronic voting via the website of Tadawulaty Service: www.tadawulaty.com.sa Note that registration in the Tadawulaty service and voting is available free of charge to all shareholders</p>	<p>المساهمون الكرام الأعزاء</p> <p>نموذج التوكيل غير متوفر ، حيث سيتم عقد الجمعية العامة غير العادية عن بعد فقط عبر وسائل التكنولوجيا الحديثة . وعليه ستعقد الجمعية العامة غير العادية من خلال وسائل التكنولوجيا الحديثة ، وعليه فإننا ندعو جميع المساهمين في الشركة لاستخدام التصويت الإلكتروني عن بعد عبر موقع خدمة تداولاتي: www.tadawulaty.com.sa علماً بأن التسجيل في خدمة تداولاتي و التصويت متاح مجاناً لجميع المساهمين</p>
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