

The 67th Extraordinary General Assembly Meeting

(First Meeting)

The 67th Extraordinary General Assembly Meeting Agenda (First Meeting)

The Board of Directors of Bank AlJazira is pleased to invite its shareholders to participate and vote in the Sixty Seventh Extraordinary General Assembly Meeting (First Meeting) scheduled to be held at 07:30 PM on Wednesday, December 11th 2024 by means of modern technology

General Assembly Meeting Agenda

1. Voting to elect members of the board for the next term which will start on January 01, 2025 for a period of three years until December 31, 2027 (CVs of the candidates are attached).
2. Voting on the amendments of the Policies and Procedural Standards for Membership in the Board of Directors and its Committees. (attached)
3. Voting on the amendments of Remuneration and Compensation of Members of the Board of Directors, Committees and Executive Management Policy. (attached).
4. Voting on the amendments of Sustainability and Social Responsibility Policy. (attached)
5. Voting on the amendments of Senior Management Compensation & Benefits policy for Bank AlJazira. (attached)
6. Voting on the Employee Shares Plan and authorizing Board of Directors on specifying the current and future terms of the program including allocation price, and this is in the event of approval of item No. (23) related to the Purchase or Pledge Own Shares. (attached)
7. Voting on the purchase of (4,500,000) shares from its shares and keep them as treasury shares, for the purpose of allocating them to the Employee Share Plan as per regulations, provided that financing the purchase is from the bank's own resources, and authorizing the Board of Directors to complete the purchase within a maximum period of 6 months from the date of the Extraordinary General Assembly's decision, and that the purchased shares are kept for a period not exceeding (10) years from the date of the Extraordinary General Assembly's approval. After the expiration of this period, the bank will follow the procedures and controls stipulated in relevant laws and regulations (attached), and this is in the event of approval of item No. (6) and approval of item No. (23) related to the Purchase or Pledge Own Shares.
8. Voting on the amendments of Audit Committee Charter. (attached)
9. Voting on the amendments of Article (1) of the Bank's Articles of Association, related to the Establishment. (attached)
10. Voting on the amendments of Article (2) of the Bank's Articles of Association, related to the Company's Name. (attached)
11. Voting on the amendments of Article (3) of the Bank's Articles of Association, related to the Company's Objects. (attached)
12. Voting on the amendments of Article (4) of the Bank's Articles of Association, related to the Participation in and Holding of Companies. (attached)

13. Voting on the amendments of Article (5) of the Bank's Articles of Association, related to the Head Office and Subsidiaries. (attached)
14. Voting on the amendments of Article (6) of the Bank's Articles of Association, related to the Company Duration. (attached)
15. Voting on the amendments of Article (7) of the Bank's Articles of Association, related to the Capital. (attached)
16. Voting on the amendments of Article (8) of the Bank's Articles of Association, related to the Issue of Shares at Premium-Jointly Held Shares. (attached)
17. Voting on the deletion of Article (9) of the Bank's Articles of Association, related to the Share Trading. (attached)
18. Voting on the amendments of Article (10) of the Bank's Articles of Association, related to the Shareholders' Register. (attached)
19. Voting on the amendments of Article (11) of the Bank's Articles of Association, related to the Share Trading Manner. (attached)
20. Voting on the amendments of Article (12) of the Bank's Articles of Association, related to the Seizure and Sale of Seized Shares. (attached)
21. Voting on the amendments of Article (13) of the Bank's Articles of Association, related to the Capital Increase. (attached)
22. Voting on the amendments of Article (14) of the Bank's Articles of Association, related to the Capital Decrease. (attached)
23. Voting on the amendments of Article (15) of the Bank's Articles of Association, related to the Purchase or Pledge Own Shares. (attached)
24. Voting on the amendments of Article (16) of the Bank's Articles of Association, related to the Debt Instruments. (attached)
25. Voting on the amendments of Section (4) of the Bank's Articles of Association, related to the Management of Company. (attached)
26. Voting on the amendments of Article (17) of the Bank's Articles of Association, related to the Board of Directors. (attached)
27. Voting on the amendments of Article (18) of the Bank's Articles of Association, related to the End of Board Membership. (attached)
28. Voting on the amendments of Article (19) of the Bank's Articles of Association, related to the Power of Board of Directors. (attached)
29. Voting on the amendments of Article (20) of the Bank's Articles of Association, related to the Executive Committee. (attached)
30. Voting on the amendments of Article (21) of the Bank's Articles of Association, related to the Audit Committee. (attached)
31. Voting on the amendments of Article (22) of the Bank's Articles of Association, related to the Board Member Attendance Fees. (attached)
32. Voting on the amendments of Article (23) of the Bank's Articles of Association, related to the Appointment of Chairman/Deputy Chairman/CEO/MGD/Secretary. (attached)

33. Voting on the amendments of Article (24) of the Bank's Articles of Association, related to the Board Meetings. (attached)
34. Voting on the amendments of Article (25) of the Bank's Articles of Association, related to the Quorum and Resolutions of Board. (attached)
35. Voting on the amendments of Article (26) of the Bank's Articles of Association, related to the Disclosure of Personal Interest and Competing with Company. (attached)
36. Voting on the addition of new Article Number (27) in the Bank's Articles of Association, related to the Issuing Board Decision on Urgent Matters. (attached)
37. Voting on the amendments of Article (27) of the Bank's Articles of Association, related to the Board and Executive Committee Meetings Register. (attached)
38. Voting on the amendments of Article (28) of the Bank's Articles of Association, related to the Shareholders General Meeting. (attached)
39. Voting on the amendments of Article (29) of the Bank's Articles of Association, related to the Attendance of General Meetings. (attached)
40. Voting on the amendments of Article (30) of the Bank's Articles of Association, related to the Constituent General Meeting. (attached)
41. Voting on the amendments of Article (31) of the Bank's Articles of Association, related to the Ordinary General Meeting. (attached)
42. Voting on the amendments of Article (32) of the Bank's Articles of Association, related to the Extra-Ordinary General Meetings. (attached)
43. Voting on the amendments of Article (33) of the Bank's Articles of Association, related to the Convening of General Meetings. (attached)
44. Voting on the amendments of Article (34) of the Bank's Articles of Association, related to the General Meeting Attendance Register. (attached)
45. Voting on the amendments of Article (35) of the Bank's Articles of Association, related to the Ordinary General Meeting Quorum. (attached)
46. Voting on the amendments of Article (36) of the Bank's Articles of Association, related to the Extra-Ordinary General Meeting Quorum. (attached)
47. Voting on the amendments of Article (37) of the Bank's Articles of Association, related to the Voting Rights. (attached)
48. Voting on the amendments of Article (38) of the Bank's Articles of Association, related to the Resolutions of General Meetings. (attached)
49. Voting on the amendments of Article (39) of the Bank's Articles of Association, related to the Shareholders Right to Raise Questions at the General Meeting. (attached)
50. Voting on the amendments of Article (40) of the Bank's Articles of Association, related to the General Meeting Deliberations. (attached)
51. Voting on the amendments of Section (6) of the Bank's Articles of Association, related to the Auditors. (attached)
52. Voting on the amendments of Article (41) of the Bank's Articles of Association, related to the Auditors. (attached)

53. Voting on the amendments of Article (42) of the Bank's Articles of Association, related to the Auditors Powers. (attached)
54. Voting on the amendments of Article (43) of the Bank's Articles of Association, related to the Auditors' Report. (attached)
55. Voting on the amendments of Section (7) of the Bank's Articles of Association, related to the Company Account and Dividend Distribution. (attached)
56. Voting on the amendments of Article (44) of the Bank's Articles of Association, related to the Fiscal Year. (attached)
57. Voting on the amendments of Article (45) of the Bank's Articles of Association, related to the Annual Reports. (attached)
58. Voting on the amendments of Article (46) of the Bank's Articles of Association, related to the Dividend Distribution. (attached)
59. Voting on the amendments of Article (47) of the Bank's Articles of Association, related to the Dividends. (attached)
60. Voting on the amendments of Article (48) of the Bank's Articles of Association, related to the Disputes. (attached)
61. Voting on the amendments of Section (9) of the Bank's Articles of Association, related to the Liquidation and Dissolution of the Company. (attached)
62. Voting on the amendments of Article (49) of the Bank's Articles of Association, related to the Liquidation and Dissolution of the Company. (attached)
63. Voting on the amendments of Section (10) of the Bank's Articles of Association, related to the Miscellaneous Provisions. (attached)
64. Voting on the amendments of Article (50) of the Bank's Articles of Association, related to the Administrative Staff and Others. (attached)
65. Voting on the amendments of Article (51) of the Bank's Articles of Association, related to the Board Members and Staff Undertaking to Maintain Confidentiality. (attached)
66. Voting on the amendments of Article (52) of the Bank's Articles of Association, related to the Miscellaneous Provisions. (attached)
67. Voting on the addition of new Article Number (53) in the Bank's Articles of Association, related to the Concluding Provisions. (attached)
68. Voting on the addition of new Article, related to the Expiry of the Term of the Board of Directors, the Retirement of its Members, or the Vacancy of Membership. (attached)

Sincerely,

Bank AlJazira Board of Directors

First Item Attachments

CVs of Candidates

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالمجيد إبراهيم عبدالمحسن السلطان			الاسم الرباعي	
AbdulMajeed Ibrahim AbdulMohsen Al-Sultan			Full Name	
1966/09/13	تاريخ الميلاد	سعودي	الجنسية	
1966/09/13	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل	م
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications	
جامعة الملك سعود	1989	هندسة بترول	بكالوريوس	1
King Saud University		Petroleum Engineering	Bachelor's Degree	
ELS	1990	لغة إنجليزية	دبلوم	2
		English	Associate's Degree	
3. الخبرات العملية للعضو Experiences of the Member				
مجالات الخبرة	الفترة	م		
Experience	Period			
إدارة حسابات الشركات بالبنك الأهلي التجاري	من 1990 إلى 1993	1		
Corporate account management – National Commercial Bank	1993 - 1990			
مدير عام شركة المرافق الإنشائية	من 1993 إلى 2000	2		
General Manager – almarafik Company	2000 - 1993			
الرئيس التنفيذي لشركة إتحاد الإخوة للتنمية	من 1994 وحتى الآن	3		
Chief Executive Officer - Consolidated Brothers Company	Present - 1994			

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهما، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة مقفلة Closed Joint Stock Company	عضو مجلس إدارة Board member	بصفته الشخصية Personal capacity	تنفيذي Executive	استثمار متعدد Investment	شركة إتحاد الإخوة للتنمية Consolidated Brothers Company	1
ذات مسؤولية محدودة Limited Company	عضو مجلس إدارة Board member	بصفته الشخصية Personal capacity	غير تنفيذي Non-executive	إدارة أملاك Property Management	شركة أولات للتنمية Olaat Development Limited Group	2
مساهمة مدرجة Joint Stock Company	التنفيذية + الاستثمار Chairman of Board of Directors	بصفته الشخصية Personal capacity	غير تنفيذي Non-executive	تأمين Insurance	شركة الجزيرة تكافل تعاوني AlJazira Takaful	3
ذات مسؤولية محدودة Limited Company	رئيس مجلس الإدارة Chairman of Board of Directors	بصفته الشخصية Personal capacity	غير تنفيذي Non-executive	مصفاة لتكرير السكر Sugar refinery	شركة درة التنمية المتقدمة Durrah Sugar Refinery	4



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ذات مسؤولية محدودة	عضو مجلس إدارة	بصفته الشخصية	غير تنفيذي	عقاري	شركة الثريا العمرانية العقارية	5
Limited Company	Board member	Personal capacity	Non-executive	real estate	Al Thuraya Al Omranya Properties	
جهة خيرية	عضو مجلس الأمناء	بصفته الشخصية	غير تنفيذي	خيري	مؤسسة إبراهيم السلطان الخيرية	6
Charity	Board of Trustees	Personal capacity	Non-executive	Charity	Ibrahim Al-Sultan Charitable Foundation	
مساهمة مدرجة	عضو مجلس إدارة / اللجنة التنفيذية / لجنة الاستدامة والمسؤولية الاجتماعية بنك الجزيرة	بصفته الشخصية	غير تنفيذي	بنوك	بنك الجزيرة	7
Joint Stock Company	Board member / ExCom / NRC /SSBC	Personal capacity	Non-executive	Banks	Bank AlJazira	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
الاسم الرباعي			نايف بن عبدالكريم بن عبدالله العبدالكريم	
Full Name			Naif Abdulkareem Abdullah AlAbdulkareem	
الجنسية	سعودي	تاريخ الميلاد	17 Jan 1974	17 يناير 1974
Nationality	Saudi	Date of Birth		
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	ماجستير	إدارة أعمال	2001	جامعة إلينوي، أربانا شامبين، الولايات المتحدة الأمريكية
	Masters	Business Administration	2001	University of Illinois, Urbana Champaign, USA
2	بكالوريوس	إدارة مالية	1995	جامعة الملك سعود-المملكة العربية السعودية
	Bachelor of Science	Finance	1995	King Saud University, KSA
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجالات الخبرة		
	Period	Experience		
1	2008م – 2011م	المدير الإقليمي لمصرفية الأفراد – البنك الأهلي	Regional Manager Retail Banking – Ahli Bank	
2	يناير 2012م – أغسطس 2012م	رئيس المصرفية الخاصة – بنك ساب	Head of Private Banking – SABBBank	
3	أغسطس 2012م – 2013م	رئيس المصرفية الخاصة وإدارة الثروات – بنك ساب	Head of Private Banking & Wealth Management – SABBBank	
4	يناير 2014م – ديسمبر 2014م	مدير عام الفروع وإدارة الثروات – بنك ساب	General Manager Branches & Wealth Management – SABBBank	
5	2012م – 2018م	رئيس مجلس إدارة – وكالة ساب للتأمين	Chairman of the Board of Directors – SABBB Insurance Agency	
6	2014م – 2017م	عضو مجلس إدارة / عضو اللجنة التنفيذية – ساند	Board Member/ExCom Member – SANID	
7	2015م – 2019م	مدير عام مصرفية الأفراد وإدارة الثروات – بنك ساب	General Manager Retail Banking & Wealth Management – SABBBank	
8	2016م – 2018م	عضو مجلس إدارة / عضو اللجنة التنفيذية – ساب تكافل	Board Member/ExCom Member – SABBB Takaful	



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عضو مجلس إدارة - شركة إتش إس بي سي العربية السعودية	2017م - 2019م	9
Board Member - HSBC-SA	2017 - 2019	
عضو مجلس إدارة - شركة سمة للمعلومات الائتمانية	2017م - 2020م	10
Board Member - Saudi Credit Bureau (SIMAH)	2017 - 2020	
نائب مدير عام لمصرفية الأفراد وإدارة الثروات - بنك ساب	2019م - 2020م	11
Deputy Managing Director, Retail Banking & Wealth Management - SABB Bank	2019 - 2020	
عضو لجنة الترشيحات والمكافآت واللجنة التنفيذية - شركة سمة للمعلومات الائتمانية	2020م - 2023 م	12
NRC Member/ExCom Member - Saudi Credit Bureau (SIMAH)	2020 - 2023	
عضو لجنة الاستثمار - شركة الجزيرة تكافل تعاوني	2022م - حتى تاريخه	13
Investment Committee Member- AlJazira Takaful	2022 - Present	
عضو اللجنة التنفيذية - شركة الجزيرة تكافل تعاوني	2022م - حتى تاريخه	14
ExCom Member - AlJazira Takaful	2022 - Present	
الرئيس التنفيذي والعضو المنتدب - بنك الجزيرة	2020 - حتى تاريخه	15
Chief Executive Officer & Managing Director - Bank AlJazira	2020 - Present	

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم الشركة	النشاط الرئيس	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	عضوية اللجان	الشكل القانوني للشركة	م
Company Name	Main Activity	Membership type in board of directors (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	The name of the Committee in which it is a member	Legal form of the company	
شركة الجزيرة للأسواق المالية	استثمار	غير تنفيذي	بصفته الشخصية	مجلس الإدارة ولجنة الترشيحات والمكافآت واللجنة التنفيذية	شركة مساهمة مغلقة	1
AlJazira Capital	Investment	Non-executive	Personal capacity	Board of Directors, Nomination and Remuneration Committee, Executive Committee	Closed Joint Stock Company	
شركة سمة للمعلومات الائتمانية	ائتمان	غير تنفيذي	بصفته الشخصية	مجلس إدارة واللجنة التنفيذية	ذات مسؤولية محدودة	2
Saudi Credit Bureau (SIMAH)	Credit Information Sharing	Non-executive	Personal capacity	Board of Directors and Executive Committee	Limited Liability Company	
شركة الجزيرة تكافل تعاوني	تأمين	غير تنفيذي	بصفته الشخصية	مجلس الإدارة واللجنة التنفيذية ولجنة الاستثمار	مساهمة عامة	3
AlJazira Takaful	Insurance	Non-executive	Personal capacity	Board of Directors, Executive Committee, and Investment Committee	Listed Company	
بنك الجزيرة	مصرفي	تنفيذي	بصفته الشخصية	مجلس الإدارة واللجنة التنفيذية	مساهمة عامة	4
Bank AlJazira	Banking	Executive	Personal capacity	Board of Directors, Executive Committee	Listed Company	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
السيد الرباعي			سعد بن ابراهيم بن سعد المشوح	
Full Name			Saad Ibrahim Saad AlMushawah	
الجنسية	سعودي	تاريخ الميلاد	1380/07/01	
Nationality	Saudi	Date of Birth	1960/12/19	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	بكالوريوس	إدارة صناعية	1985	جامعة الملك فهد للبترول والمعادن السعودية
	Bachelor's Degree	Industrial Management	1985	King Fahad University of Petroleum and Minerals, Saudi Arabia
2	دورة متخصصة في الإدارة المالية والاستثمار	مالية	1987	بنك تشيس منهاتن - الولايات المتحدة الأمريكية
	Specialized Course in financial management and investment	Finance	1987	Chase Manhattan - United States
3	دورة متخصصة	اقتصاد	1990	جامعة هارفارد - الولايات المتحدة الأمريكية
	Specialized Course	Economy	1990	Harvard University - United States
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجالات الخبرة		
	Period	Experience		
1	2023 وحتى تاريخه	عضو مجلس إدارة في شركة عصر بذور الصويا ومشتقاتها المحدودة		
	Present - 2023	Member of the Board of Directors at Soybean Crushing Company and Derivatives Limited -SOYA		
2	2023 وحتى تاريخه	عضو لجنة الترشيحات في مؤسسة الملك عبد الله الإنسانية		
	Present - 2023	Member of the Nomination Committee at King Abdullah Humanitarian Foundation		
3	2023 وحتى تاريخه	عضو مجلس إدارة، عضو لجنة المراجعة في الشركة الوطنية الزراعية (أوقاف الراجحي)		
	Present - 2023	Member of the Board of Directors & Member of the Audit Committee at Alwatania Agricultural Company (Al Rajhi Endowments)		
4	2023 وحتى تاريخه	عضو لجنة المراجعة في شركة كيميائيات الميثانول		
	Present - 2023	Member of the Audit Committee at Methanol Chemicals Company		

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عضو مجلس إدارة ورئيس لجنة المراجعة في بنك الجزيرة	2022 وحتى تاريخه	5
Member of the Board of Directors & Chairman of the Audit Committee of Bank AlJazira	2022 - Present	
عضو مجلس إدارة في الشركة الوطنية للصناعات الغذائية المحدودة	2023 - 2022	6
Member of the Board of Directors at National Food Industries Company Limited	2022 - 2023	
عضو لجنة المراجعة في شركة الدرة للسكر	2021 وحتى تاريخه	7
Member of the Audit Committee at Durra Sugar Co.	2021 - Present	
عضو اللجنة التنفيذية بشركة اسمنت القصيم	2021 وحتى تاريخه	8
Member of the Executive Committee at Qassim Cement Company	2021 - Present	
عضو لجنة الترشيحات والمكافآت في شركة رزا - مؤسسة تابعة لمصلحة المعاشات والتقاعد	2022 - 2020	9
Member of the Nomination and Remuneration Committee at Raza Company, an institution affiliated to the Pension and Retirement Authority	2020 - 2022	
عضو ورئيس لجنة الترشيحات والمكافآت بشركة اسمنت القصيم	2021 - 2020	10
Member and Chairman of the Nomination and Remuneration Committee at Qassim Cement Company	2020 - 2021	
عضو مجلس إدارة في شركة الخزائن المبتكرة	2019 - مايو 2024	11
Member of the Board of Directors of Creative Closets Company	2019 - May 2024	
عضو لجنة المراجعة في شركة فواز الحكير	2023 - 2019	12
Member of Audit Committee of Fawaz AlHokair Company	2019 - 2023	
عضو لجنة المراجعة شركة ثوب الأنصيل	2019 وحتى تاريخه	13
Member of the Audit Committee for AL Aseel Company	2019 - Present	
عضو المجلس الإشرافي ولجنة المراجعة لمركز بناء الأسر المنتجة (جنس) - إحدى فروع مؤسسة سليمان الراجحي للتمويل التنموي	2023 - 2017	14
Member of the Supervisory Board & Audit Committee of the Center for Building Productive Families (Jana) - one of the branches of Sulaiman Al-Rajhi Finance Corporations.	2017 - 2023	
عضو مجلس إدارة شركة أسمنت القصيم	2016 وحتى تاريخه	15
Member of the Board of Directors of Qassim Cement	2016 - Present	
عضو لجنة المراجعة شركة صناعات العيسى	2016 - 2014	16
Member of the Audit Committee of Alissa Industries	2014 - 2016	
عضو مجلس إدارة ورئيس لجنة المراجعة شركة الجزيرة تكافل	2016 - 2013	17
Member of the Board of Directors & Chairman of the Audit Committee of Al Jazira Takaful Company	2013 - 2016	
عضو ورئيس لجنة المراجعة في شركة اسمنت القصيم	2010 وحتى تاريخه	18
Member and Chairman of the Audit Committee in Qassim Cement Company	2010 - Present	



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الرئيس التنفيذي في شركة اتحاد الخليج للأغذية	2019 - 2003	19
Chief Executive Officer of Gulf Union Foods Company	2003 - 2019	
رئيس فريق اقراض في صندوق التنمية الصناعية السعودية	2003 - 1985	20
Head of the lending team of the Saudi Industrial Development Fund	1985 - 2003	
عضو مجلس إدارة وعضو لجنة الترشيحات والمكافآت في شركة أسواق عبد الله العثيم	2021 وحتى تاريخه	21
Member of the Board of Directors & Nomination and Remuneration Committee at Abdullah Al Othaim Markets Company	2021 - Present	
عضو مجلس الإدارة وعضو لجنة المراجعة في الشركة الوطنية للدواجن السعودية	مايو 2024 وحتى تاريخه	22
Member of the Board of Directors & Member of the Audit Committee at Al Watania Poultry	May 2024 - Present	

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيسي	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main Activity	Company Name	
مساهمة مدرجة	عضو مجلس إدارة، عضو لجنة المراجعة واللجنة التنفيذية	شخصي	مستقل	الاسمنت	شركة اسمنت القصيم	1
Listed Company	Member of the Board of Directors, Member of the Audit Committee & Member of the Executive Committee	In personal Capacity	Independent	Cement	Qassim Cement Co.	
مساهمة مدرجة	عضو لجنة مراجعة	شخصي	مستقل	ملابس	شركة ثوب الأصيل	2
Listed Company	Member of the Audit Committee	In personal Capacity	Independent	Clothing	AL Aseel Company	
مساهمة عامة	عضو مجلس إدارة، وعضو لجنة الترشيحات والمكافآت	شخصي	مستقل	السلع الاستهلاكية الأساسية/تجزئة الأغذية	شركة أسواق عبد الله العثيم	3
Listed Company	Member of the Board of Directors & Nomination and Remuneration Committee	In personal Capacity	Independent	Essential Consumer goods/Food Segmentation	Abdullah Al Othaim Markets Company	
مساهمة مدرجة	عضو لجنة المراجعة	شخصي	مستقل	كيمياويات	شركة كيميائيات الميثانول	4
Listed Company	Member of the Audit Committee	In personal Capacity	Independent	Chemicals	Methanol Chemicals Company	

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مساهمة مغلقة	عضو لجنة المراجعة	شخصي	مستقل	أغذية	شركة الدرة للسكر	5
Closed Joint Stock Company	Member of the Audit Committee	In personal Capacity	Independent	Food	Durra Sugar Co.	
ذات مسؤولية محدودة	عضو مجلس إدارة	شخصي	مستقل	أغذية	شركة عصر بذور الصويا ومشتقاتها المحدودة	6
Limited liability	Member of the Board of Directors	In personal Capacity	Independent	Food	Soybean Crushing Company and Derivatives Limited -SOYA	
خاصة	عضو مجلس إدارة، عضو لجنة المراجعة	شخصي	مستقل	زراعة	الشركة الوطنية الزراعية (أوقاف الراجحي)	7
Private	Member of the Board of Directors & Member of the Audit Committee	In personal Capacity	Independent	Agriculture	Alwatania Agricultural Company (Al Rajhi Endowments)	
خاصة	عضو لجنة الترشيحات	شخصي	مستقل	خيرية	مؤسسة الملك عبد الله الإنسانية	8
Private	Member of the Nomination Committee	In personal Capacity	Independent	Charity	King Abdullah Humanitarian Foundation	
مساهمة مدرجة	عضو مجلس إدارة ورئيس لجنة المراجعة	شخصي	مستقل	مصرفي	بنك الجزيرة	9
Listed Company	Member of the Board of Directors & Chairman of the Audit Committee	In personal Capacity	Independent	Banking	Bank AlJazira	
شركة شخص واحد	عضو مجلس الإدارة وعضو لجنة المراجعة	شخصي	مستقل	دواجن	الشركة الوطنية للدواجن السعودية	10
Single-Person Company	Member of the Board of Directors & Member of the Audit Committee	In personal Capacity	Independent	Poultry	Al Watania Poultry	

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1. البيانات الشخصية للعضو Personal Information of the Member			
محمد سعد عبد العزيز بن داود			الاسم الرباعي
Mohammed Saad Abdulaziz BinDawood			Full Name
1393/7/1 هـ	تاريخ الميلاد	سعودي	الجنسية
1973/07/31	Date of Birth	Saudi	Nationality
2. المؤهلات العلمية للعضو Academic Qualifications of the Member			
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications
جامعة الملك سعود - المملكة العربية السعودية	1996	محاسبة	بكالوريوس
King Saud University - Kingdom of Saudi Arabia	1996	Accounting	Bachelor's Degree
3. الخبرات العملية للعضو Experiences of the Member			
مجالات الخبرة	الفترة		م
Experience	Period		
نائب مدير عام الخدمات المصرفية للشركات - البنك العربي الوطني	2013 - 2004		1
Deputy General Manager of Corporate Banking Services - Arab National Bank	2004 - 2013		
مدير عام الخدمات المصرفية للشركات - البنك السعودي البريطاني	2014 - 2013		2
General Manager of Corporate Banking Services - Saudi British Bank (SABB)	2013 - 2014		
الرئيس التنفيذي - شركة محمد عبد العزيز الراجحي وأولاده للاستثمار	2018 - 2014		3
Chief Executive Officer - Mohamed Abdulaziz Al Rajhi & Sons Investment Company	2014 - 2018		
مكتب محمد بن سعد بن داود للاستشارات المالية والإدارية	2018 - حتى تاريخه		4
Mohammed bin Saad BinDawood Financial and Management Consulting Office	2018 - Present		
العضو المنتدب لشركة منافع الاستثمارية	مارس 2018 - يوليو 2018		5
Managing Director of Manafea Investments Company	March 2018 - July 2018		

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main Activity	Company Name	
مساهمة عامة	عضو مجلس إدارة / عضو لجنة التنفيذ / عضو لجنة المخاطر والحوكمة	بصفته مساهم	مستقل	الصحة	الشركة الكيميائية السعودية	1
Public Joint Stock Company	Board member / Ex Com / Risk and Corporate Governance member	a nominee as a shareholder	independent	Health	Saudi Chemical Co.	
مساهمة مغلقة	لجنة المخاطر واللجنة التنفيذية	ممثل شركة محمد الراجحي	مستقل	تمويل عقاري	شركة دار التملك	2
Closed Joint Stock Company	Risk Committee Member / ExCom member	Representative of Mohammed Al Rajhi Company	independent	Real Estate Financing	Dar Al Tamleek Co.	
مساهمة مغلقة	رئيس مجلس الإدارة	بصفته مساهم	مستقل	تطوير عقاري	شركة عقالات العقارية	3
Closed Joint Stock Company	Chairman of the Board of Directors	a nominee as a shareholder	independent	real estate development	Aqalat Real Estate Company	
-	عضو مجلس إدارة	بصفته مساهم	مستقل	خيري	جمعية اكتفاء	4
-	Board member	a nominee as a shareholder	independent	Charitable	Ektefaa Charitable	



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ذات مسؤولية محدودة	رئيس مجلس الإدارة	بصفته مساهم	غير تنفيذي	تطوير عقاري	شركة رؤية المستثمر	5
Limited Company	Chairman of the Board of Directors	a nominee as a shareholder	Non-executive	real estate development	Investor's Vision Company	
مساهمة عامة	عضو مجلس إدارة وعضو اللجنة التنفيذية	بصفته مساهم	غير تنفيذي	مصرفي	بنك الجزيرة	6
Public Joint Stock Company	Board member, ExCom Committee	a nominee as a shareholder	Non-executive	Banking	Bank AlJazira	
حكومي	لجنة المخاطر والامتثال	شخصي	مستقل	حكومي	هيئة الزكاة والضريبة والجمارك	7
Government	Risk and Compliance Committee	Personal capacity	independent	Government	Zakat, Tax, and Customs Authority	



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1. البيانات الشخصية للعضو Personal Information of the Member			
إبراهيم بن عبد العزيز الشايع Ibrahim Abdulaziz Alshaia			الاسم الرباعي Full Name
1982/08/21	تاريخ الميلاد Date of Birth	سعودي Saudi	الجنسية Nationality
1982/08/21	Date of Birth	Saudi	Nationality
2. المؤهلات العلمية للعضو Academic Qualifications of the Member			
اسم الجهة المانحة The issuer of the qualification	تاريخ الحصول على المؤهل Date of obtaining the qualifications	التخصص Specialization	المؤهل Qualifications
جامعة الملك سعود King Saud University	2004	محاسبة Accounting	بكالوريوس Bachelor's Degree
جامعة كوينزلاند للتقنية Queensland university of technology	2008	محاسبة مهنية متقدمة Advanced Professional Accounting	ماجستير Master's Degree
م			
1			
2			
3. الخبرات العملية للعضو Experiences of the Member			
مجالات الخبرة Experience	الفترة Period	م	
الرئيس التنفيذي للقطاع المالي - مركز التأمين الصحي الوطني Center for National Health Insurance – Chief Financial Officer	2024 - حتى الآن 2024 - Present	1	
مدير عام الشؤون المالية - المؤسسة العامة للتأمينات الاجتماعية General Manager of the Financial Affairs Department - General Organization for Social Insurance (GOSI)	2024 - 2014	2	
مدير إدارة الميزانية - المؤسسة العامة للتأمينات الاجتماعية Head of Budget Department - General Organization for Social Insurance (GOSI)	2014 - 2024	3	
مراجع خارجي - مكتب الراشد محاسبون قانونيون External Auditor – Al-Rashed Consultants and Accountants	2011 - 2014	4	
	2004 - 2002		
	2002 - 2004		

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيًا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main Activity	Company Name	
مساهمة مدرجة	مجلس إدارة / اللجنة التنفيذية / لجنة الترشيحات والمكافآت	ممثل عن شخصية اعتبارية	مستقل	البنوك	بنك الجزيرة	1
Joint Stock Company	Board member/ NRC Committee /ExCom Committee	representative of legal person	Independent	Banking	Bank AlJazira	
مساهمة مقفلة	مجلس إدارة	ممثل عن شخصية اعتبارية	تنفيذي	تقنية المعلومات	شركة مصدر لحلول البيانات	2
Closed Joint Stock Company	Board member	representative of legal person	Executive	Data Management	Masdr Data Solutions	
مساهمة مقفلة	لجنة المراجعة	ممثل عن شخصية اعتبارية	غير تنفيذي	استثماري	شركة حصانة الاستثمارية	3
Closed Joint Stock Company	Audit Committee	representative of legal person	Non-Executive	Investment	Hassana Investment Company	
مساهمة مقفلة	لجنة المراجعة	ممثل عن شخصية اعتبارية	غير تنفيذي	استثماري	شركة الاستثمارات الرائدة	4
Closed Joint Stock Company	Audit Committee	representative of legal person	Non-Executive	Investment	Raidah Investment Company	
جهة حكومية	لجنة المراجعة	شخصية	مستقل	قطاع حكومي	مركز الإقامة المميزة	5
Government	Audit Committee	In personal Capacity	Independent	Government	Premium Residency	

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1. البيانات الشخصية للعضو Personal Information of the Member				
الاسم الرباعي			تركبي أحمد عبدالرحمن العبيلان	
Full Name			Turke Ahmed Abdulrahman ALobilan	
الجنسية	سعودي	تاريخ الميلاد	1399-6-3	
Nationality	Saudi	Date of Birth	1979-4-29	

2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	ماجستير	ادارة اعمال	15 - 2 - 1429 هـ	جامعة هل - المملكة المتحدة
	Master Degree	MBA	24 - 1 - 2008	University of Hull - UK
2	بكالوريوس	ادارة اعمال- مالية	24 - 2 - 1422 هـ	جامعة الملك سعود
	Bachelor	Business Administration - Finance	2001 - 5 - 18	King Saud University

3. الخبرات العملية للعضو Experiences of the Member		
م	الفترة	مجالات الخبرة
	Period	Experience
1	2015 - 2002	البنك المركزي السعودي: القطاع المالي ومراقبة البنوك- المراجعة - الالتزام- الحوكمة - الائتمان - غسل الأموال - ادارة المخاطر - ادارة العمليات - الموافقات على منتجات البنوك وتعيين المناصب القيادية
	2002 - 2015	Central Bank of Saudi Arabia: Financial sector and banking supervision - Audit - compliance - governance - credit - money laundering - risk management - operations management - approvals of banking products and appointment of leadership positions
2	2018 - 2016	شركة عالية الأولى: الاستثمار والتطوير العقاري
	2016 - 2018	Alia ALoula Company: Real estate investment and development
3	2021 - مستمر	مجموعة الخليج للتأمين: التأمين - الحوكمة والمراجعة والالتزام
	2021 - Continuous	Gulf Insurance Group (GIG): Insurance - Governance, Audit and Compliance
4	2022 - مستمر	جازادكو: القطاع الزراعي- العقاري - قطاع التجزئة - قطاع الصناعة - المراجعة والحوكمة - الحوافز والمكافآت
	2022 - Continuous	Jazadco: Agricultural sector - Real estate - Retail sector - Industrial sector - Audit and governance - Incentives and rewards
5	2023 - مستمر	باتك: القطاع اللوجستي - العقاري - الاستثماري - ادارة المرافق- الأمني- النقل- المواقع الذكية - المراجعة
	2023 - Continuous	BATIC: Logistics sector - real estate - investment - facilities management - security - transportation - smart parking - Audit

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة	لجنة المراجعة	بموجب نظام الشركة	مستقل	التأمين	مجموعة الخليج للتأمين	1
Public joint stock	Audit Committee	Under the company articles	Independent	Insurance	Gulf Insurance Group (GIG)	
مساهمة	لجنة المراجعة – لجنة الترشيحات	من قبل مساهم	مستقل	الزراعة	شركة جازان للتنمية والاستثمار	2
Public joint stock	Audit – Nominations and Remuneration	Nominate by shareholder	Independent	Agriculture	Jazan Development and investment (Jazadco)	
مساهمة	لجنة المراجعة	مساهم	غير تنفيذي	اللوجستي	شركة باتك للاستثمار والاعمال اللوجستية	3
Public joint stock	Audit Committee	Share holders	None- executive	Logistics	Batic investment and logistic services	
مسؤولية محدودة	لا ينطبق	من قبل مساهم	مستقل	عقاري	شركة أسواق المرقب التجارية	4
Limited liability	N/A	Nominate by shareholder	Independent	Real estate	AL Marqab commercial market company	



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1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالله حسين علي العنزي Abdullah Hussain Ali Alanazy			الاسم الرباعي Full Name	
1404/7/1 هـ	تاريخ الميلاد	سعودي	الجنسية	
1984/4/2	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل	م
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications	
جامعة الملك فهد للبترول والمعادن	2007	علوم مالية	بكالوريوس	1
KFUPM	2007	Finance	Bachelor	
جامعة هولت للأعمال - الامارات	2019	ادارة اعمال	ماجستير	2
Hult International Business School	2019	Business Administration	MBA	
3. الخبرات العملية للعضو Experiences of the Member				
مجالبت الخبرة	الفترة	م		
Experience	Period			
البنك السعودي البريطاني "ساب"	2014 - 2007	1		
كبير مدراء العلاقات المصرفية للشركات الكبرى في المنطقة الوسطى				
SABB Bank	2007 - 2014			
Senior relationship manager for large corporate in the central region				
شركة مجموعة ناف	2015 حتى تاريخه	2		
الرئيس التنفيذي				
NAF Group	2015 up to now			
CEO				
شركة الخليج هولج للمعدات الثقيله والرافعات	2015 حتى تاريخه	3		
نائب الرئيس للشؤون المالية				
Gulf Haulage Heavy Lift Co.	2015 up to now			
Vice President for Finance				
شركة التكامل التقني للخدمات الصناعيه المحدوده	2016 حتى تاريخه	4		
نائب الرئيس للشؤون المالية				
Integrated Technologies for Industrial Services Co. Ltd	2016 up to now			
Vice President for Finance				
الشركه السعوديه للمختبرات الخاصه "مطابقه" مساهمه مقفلة	2024 حتى تاريخه	5		
نائب رئيس مجلس الإدارة				
Saudi Specialized Laboratories Company "MOTABAQAH"	2024 up to now			
Deputy Chairman of the board				



نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة مقفلة	اللجنة التنفيذية	مساهم	تنفيذي	فحص ومعايره	الشركة السعودية للمختبرات الخاصة "مطابقه" مساهمة مقفلة	1
Closed joint stock	Executive Committee	Shareholder	Executive	Inspection	Saudi Specialized Laboratories Company "MOTABAQAH"	
مساهمة مقفلة	لجنة المكافآت والترشيحات	مساهم	تنفيذي	فحص ومعايره	الشركة السعودية للمختبرات الخاصة "مطابقه" مساهمة مقفلة	2
Closed joint stock	Nomination and Remuneration Committee	Shareholder	Executive	Inspection	Saudi Specialized Laboratories Company "MOTABAQAH"	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالمحسن محمد صالح آل الشيخ Abdul Mohsen Muhammad Saleh Al-AlShaikh			الاسم الرباعي Full Name	
1963/09/05 م 1963/09/05	تاريخ الميلاد Date of Birth	سعودي Saudi	الجنسية Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل Date of obtaining the qualifications	اسم الجهة المانحة The issuer of the qualification
1	ماجستير Master Degree	القانون Law	1995	جامعة ديوك Duke Law School, Duke University
	دبلوم دراسات القانون Law Studies Diploma	القانون Law	1989	معهد الإدارة العامة Public Administration Institute
3	بكالوريوس Bachelor's Degree	الدراسات الشرعية Shariah Studies	1984	جامعة الامام محمد بن سعود الإسلامية Imam Mohammad Bin Saud Islamic University

3. الخبرات العملية للعضو Experiences of the Member		
م	الفترة Period	مجالات الخبرة Experience
1	2001 - 1995	محام ومستشار - شركة White & Case
	1995 - 2001	White & Case Company - Lawyer and Consultant
2	2008 - 2001	مالك - مكتب عبد المحسن آل الشيخ للاستشارات القانونية
	2001 - 2008	Owner- Law Office of Abdulmohsen Al-Alshaikh
3	2015 - 2008	مدير عام الإدارة القانونية والالتزام - شركة تداول
	2008 - 2015	Chief Of Legal And Compliance - Saudi Stock Exchange, Tadawul
4	2017 - 2015	مدير عام الإدارة العامة للسياسات والإشراف - شركة تداول
	2015 - 2017	Chief Of Regulatory And Oversight - Saudi Stock Exchange, Tadawul
5	2018 - حتى الآن	شركة بلوم انفست - صندوق النور العقاري
	2018 - Current	Chairman Of Al Nour Real-Estate Fund -Bloom Investment



نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أياً كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيسي	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
					لا ينطبق	1
					N/A	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
سلطان بن عبدالعزيز بن عبدالرحمن الحميدي Sultan Abdulaziz Al Hamidi			الاسم الرباعي Full Name	
1395/03/28 هـ	تاريخ الميلاد	سعودي	الجنسية	
1395/03/28	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	ماجستير	إدارة أعمال	2004	جامعة الملك سعود
	Master	Master of Business Administration (MBA)		King Saud University
2	بكالوريوس	هندسة النظم	1997	جامعة الملك فهد للبترول والمعادن
	Bachelor	Science in Systems Engineering		King Fahd University Of Petroleum & Minerals
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجالات الخبرة		
	Period	Experience		
1	Present	بنك التنمية الاجتماعية: الرئيس التنفيذي وعضو مجلس الإدارة CEO and Board Member of Social Development Bank		
2	2024 - 2019	بنك التنمية الاجتماعية: نائب الرئيس التنفيذي لقطاع الأعمال Social Development Bank: VP for Business Sector		
3	2019 - 2015	بنك الجزيرة: نائب الرئيس لتمويل الأفراد Bank AlJazira: VP for Personal Finance		
4	2015 - 2013	بنك الجزيرة: نائب الرئيس للبطاقات البنكية Bank AlJazira: VP for Banking Cards		
5	2013 - 2011	مصرف الراجحي: مساعد المدير العام للقنوات البديلة Alrajhi Bank: AGM, for Alternative Channels		
6	2011 - 2009	مصرف الراجحي: مساعد المدير العام، رئيس مركز البطاقات Alrajhi Bank: AGM, Head of Cards Center		
7	2009 - 2007	مصرف الراجحي: مدير منتجات البطاقات Alrajhi Bank: Head of Cards		
8	Present	عضو مجلس إدارة الهيئة العامة للمنشآت الصغيرة والمتوسطة Member of the General Authority for Small and Medium Enterprises		



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عضو مجلس الإدارة ورئيس لجنة المراجعة في المؤسسة الخيرية لرعاية الأيتام (إخاء)	Present	9
Board Member and Chairman of the Audit Committee, Charitable Foundation for the Care of Orphans "Ikhah"		
معهد ريادة الأعمال الوطني: عضو مجلس الإدارة ورئيس اللجنة التنفيذية	Present	10
The National Entrepreneurship Institute: Board Member and Chairman of the Executive Committee		
رئيس مجلس إدارة الصندوق السعودي للشركات الصغيرة والناشئة	Present	11
Chairman of the Board of Saudi SME Fund		
عضو مجلس الجمعيات التعاونية	Present	12
Board Member of the Cooperative Societies Council		
عضو اللجنة التوجيهية لبرامج تحقيق الرؤية في منظومة الموارد البشرية والتنمية الاجتماعية	Present	13
Member of the steering committee for vision realization programs in the human resources and social development system		
شركة الاتصالات السعودية: مدير مشروع، إدارة التكامل	2007 - 2006	14
Saudi Telecom company STC: Project Manager, Integration Management		
الشركة السعودية للكهرباء: رئيس نظام التحكم	2006 - 1999	15
Saudi Electricity Company: Head control system		

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أياً كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
اسم الشركة	النشاط الرئيس	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	عضوية اللجان	الشكل القانوني للشركة	م
Company Name	Main Activity	Membership type in board of directors (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	The name of the Committee in which it is a member	Legal form of the company	
الشركة الكيميائية السعودية القابضة	صناعة المتفجرات المدنية والعسكرية، تجارة الأدوية	مستقل	مرشح من مساهم	عضو مجلس الإدارة ورئيس لجنة الترشيحات والمكافآت	مساهمة عامة	1
Saudi Chemical Company	Explosives for civil & military use, pharmaceutical products	independent	nominated by a shareholder	Board Member. Chairman of Nomination and Remuneration Committee.	Joint Stock	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
محمد صديق بن عبدالرحمن بن محمد صديق قصاب			الاسم الرباعي	
Mohammed Siddiq Abdulrahman Mohammed Siddiq Qassab			Full Name	
2 سبتمبر 1970	تاريخ الميلاد	سعودي	الجنسية	
2nd September 1970	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	بكالوريوس	محاسبة	1993	جامعة الملك سعود - الرياض
	Bachelor of Administrative Science (B. Sc)	Accounting		King Saud University
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجالات الخبرة		
	Period	Experience		
1	Present - 2024	شركة راية للتمويل - رئيس لجنة الائتمان والمخاطر		
		Raya Financing Company – Chairman of Credit and Risk Administration committee		
2	Present - 2010	شركة رايات للاستشارات - رئيس مجلس الإدارة		
		Rayat Consultation (Part of Rayat Group) - Chairman		
3	Present – 2016	شركة رايات للتسويق - رئيس مجلس الإدارة		
		Rayat Marketing (Part of Rayat Group) - Chairman		
4	Present - 2017	شركة رايات التقنية - عضو مجلس إدارة		
		Rayat Technology (Part of Rayat Group) – Board Member		
5	2020 - 2019	مصرف الراجحي - مساعد مدير عام - مخاطر التشغيل		
		Al Rajhi Bank - AGM - Operational Risk & organization resilience		
6	2019 - 2017	شركة اليسر للتمويل والإجارة - الرئيس التنفيذي للمخاطر		
		AlYusr Leasing and Financing Company - Chief Risk Officer		
7	2017 - 2014	شركة عبداللطيف جميل للتمويل العقاري - عضو لجنة المراجعة		
		Abdul Lateef Jameel United Real Estate Finance Co. Ltd. - Audit Committee Board Member		
8	Present – 2010	مجموعة شركات رايات (استشارات-تقنية-تسويق) - مؤسس وشريك		
		Rayat Group, KSA, Egypt - Founder & Chief Executive Officer		



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الشركة السعودية للمعلومات الائتمانية - سمه - الرئيس التنفيذي للعمليات	2010 - 2008	9
Saudi Credit Bureau - Chief Operating Officer		
البنك السعودي البريطاني - الرئيس التنفيذي للمخاطر	2008 - 2005	10
The Saudi British Bank – HSBC - Chief Risk Officer		
البنك العربي الوطني - رئيس المحفظة الائتمانية	2005 - 2003	11
The Arab National Bank - Head of Credit Portfolio Management		
البنك الأهلي التجاري - رئيس المحفظة الائتمانية	2003 – 1997	12
The National Commercial Bank- Head of Credit Portfolio Management		
البنك السعودي الفرنسي - مساعد مدير إدارة التخطيط	1997 – 1995	13
Saudi Fransi Bank - Asst. Manager – Corporate Planning		
شركة وني مري إرنست ويونج - مساعد مراجع حسابات	1995 – 1993	14
WM & Co. Ernst & Young - Asst. Auditor – Audit Dept.		



نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أياً كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مسؤولية محدودة	لا يوجد	بصفة شخصية	غير تنفيذي	استشارات إستراتيجية	شركة رايات الاستشارات	1
Limited Liability	N / A	In Person	Nonexecutive	Strategic Consultations	Rayat Consultation company	
مسؤولية محدودة	لا يوجد	بصفة شخصية	غير تنفيذي	حلول تقنية	شركة رايات التقنية	2
Limited Liability	N / A	In Person	Nonexecutive	Technology Solutions	Rayat Technology company	
مسؤولية محدودة	لا يوجد	بصفة شخصية	غير تنفيذي	حلول تسويقية	شركة رايات التسويق	3
Limited Liability	N / A	In Person	Nonexecutive	Marketing Solutions	Rayat Marketing Company	
مساهمة مقفلة	رئيس لجنة الائتمان والمخاطر	بصفة شخصية	مستقل	تمويل	شركة راية للتمويل	4
Closed Joint Stock	Credit and Risk Administration committee	In Person	Independent	Financing	Raya Financing Company	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالله اللطيف خليفة عبد اللطيف عبد الله الملحم			الاسم الرباعي	
Abdullatif Khalifa Abdullatif Abdullah Al Mulhem			Full Name	
1409-12-07	تاريخ الميلاد	سعودي	الجنسية	
1989-07-10	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل	م
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications	
جامعة كونكورديا ، مونتريال	2013	الهندسة المدنية	بكالوريوس	1
Concordia University, Montreal		civil engineering	Bachelor	
جامعة كوينز ، كندا	2016	إدارة الأعمال	الماجستير المهني المصغر	2
Queen's University, Canada		Business Administration	Mini MBA	
3. الخبرات العملية للعضو Experiences of the Member				
مجالات الخبرة	الفترة	م		
Experience	Period			
مهندس بناء (شركة فلور)	2015-2013	1		
Construction Engineer (Fluor Company)	2015-2013			
محلل ائتمان اول (صندوق التنمية الصناعي)	2021-2016	2		
Senior Credit Analyst (Industrial Development Fund)	2021-2016			

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4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it	اسم الشركة	النشاط الرئيس	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	عضوية اللجان	الشكل القانوني للشركة
م	Company name	Main activity	Membership type in board of directors (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	The name of the Committee in which it is a member	Legal form of the company
1	شركة التصنيع الوطنية	بتروكيماويات	مستقل	بصفته الشخصية	عضو مجلس إدارة - عضو لجنة مكافآت وترشيحات	مساهمة مدرجة
	the National Industrialization Company.	Petrochemicals	independent	Nominated as shareholder	Member of the Board of Directors - Member of the Remuneration and Nominations Committee	Listed
2	شركة ولاء للتأمين التعاوني	التأمين	غير تنفيذي	بصفته الشخصية	عضو مجلس إدارة - عضو لجنة مكافآت وترشيحات - عضو اللجنة التنفيذية	مساهمة مدرجة
	Wala Cooperative Insurance	Insurance	nonexecutive	Nominated as shareholder	Member of the Board of Directors - Member of the Remuneration and Nominations Committee - Member of the Executive Committee	Listed
3	بنك الجزيرة	البنوك	غير تنفيذي	بصفته الشخصية	عضو مجلس إدارة - عضو لجنة الترشيحات والمكافآت - عضو لجنة المخاطر	مساهمة مدرجة
	Al Jazeera Bank	Banks	nonexecutive	Nominated as shareholder	Member of the Board of Directors - Member of the Remuneration and Nominations Committee - Member of the Risk Committee	Listed

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1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالعزیز بن متعب بن عبد الله الرشید			الاسم الرباعي	
Abdulaziz Muteb A Alrasheed			Full Name	
1388/03/25 هـ	تاريخ الميلاد	سعودي	الجنسية	
21/06/1968	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل	م
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications	
جامعة الإمام محمد بن سعود	1994	اقتصاد	بكالوريوس	1
Imam Muhammad bin Saud University	1994	Economics	BA	
3. الخبرات العملية للعضو Experiences of the Member				
مجالات الخبرة	الفترة	م		
Experience	Period			
مستشار غير متفرغ - وزارة الصناعة والثروة المعدنية	2023م - حتى الآن	1		
Part-time consultant - Ministry of Industry and Mineral Resources	2023 – Until Now			
مساعد الوزير للسياسات المالية والعلاقات الدولية - وزارة المالية	2019م - 2022م	2		
Assistant Minister for Macro-fiscal Policy and International relations - Ministry of Finance	2019 - 2022			
وكيل الشؤون الاقتصادية - وزارة الاقتصاد والتخطيط	2016م - 2018م	3		
Deputy for Economic Affairs - Ministry of Economy and Planning	2016 - 2018			
مدير عام مكتب الرئيس - هيئة الغذاء والدواء	2014م - 2016م	4		
General Director at the SFDA executive president office	2014 - 2016			
مدير تنفيذي وباحث - مركز المقاصد للاستشارات	2012م - 2014م	5		
Executive Director - ALMAQASED Economic Advisory Center	2012 - 2014			
مدير الوحدة الاستشارية - الهيئة العامة للسياحة والآثار	2005م - 2011م	6		
Advisory Unit Director at the Saudi Commission for Tourism and Antiquities	2005 - 2011			
معيد - جامعة الإمام محمد بن سعود	1996م - 2005م	7		
Teaching Assistant, Department of Economics & Demonstrative - Imam Muhammad bin Saud University	1996 - 2005			

نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة مغلقة	لجنة الترشيحات والمكافآت	مرشح من المؤسسة العامة للتأمينات الاجتماعية	مستقل	النشاط العقاري	شركة أم القرى للتنمية والإعمار	1
Close Joint Stock	Nominations and Remuneration Committee	Nominee from the General Organization for Social Insurance	Independent	Real estate	Umm ALQura for Development & Construction	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
الاسم الرباعي			فيصل عبدالله صالح عبدالله الجاسر	
Full Name			Faisal Abdullah Saleh Abdullah AlJasir	
الجنسية	السعودية	تاريخ الميلاد	1985/03/13	
Nationality	Saudi Arabia	Date of Birth	1985/03/13	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	بكالوريوس	مالية	2009/02/14	جامعة الملك فهد للبترول والمعادن- السعودية
	Bachelor	Finance	2009/02/14	KFUPM
2	مدير المخاطر المالية (FRM)	إدارة المخاطر	2020/02/07	الجمعية العالمية للمتخصصين في إدارة المخاطر المالية-امريكا
	Financial Risk Manager	Risk Management	2020/02/07	Global Association of Risk Professionals
3	شهادة الأسواق المالية ACI	مالية	2011/06/30	جمعية الأسواق المالية -فرنسا
	ACI Dealing Certificate	Finance	2011/06/30	The Financial Markets Association
4	الشهادة العامة للتعامل في الأوراق المالية CME1	مالية	2017/10/04	الأكاديمية المالية - السعودية
	General Securities Qualification Certificate (CME-1)	Finance	2017/10/04	Financial Academy
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجالات الخبرة		
	Period	Experience		
1	2012 - 2009	ساب - متعامل مبيعات خزينة الشركات		
	2009 - 2012	Treasury Corporate Sales Dealer- SABB		
2	2014 - 2012	ساب - مستشار مخاطر الخزينة		
	2012 - 2014	Treasury Risk Advisor - SABB		
3	2017 - 2014	البنك الأول (ساب حاليا) - مدير اول حلول الخزينة		
	2014 - 2017	Senior Treasury Solutions Manager - Alawwal Bank (Currently SAB)		
4	2017 - 2017	البنك الأول (ساب حاليا) - رئيس إقليمي حلول الخزينة		
	2017 - 2017	Head of Regional Treasury Solutions - Alawwal Bank (Currently SAB)		
5	2018 - 2015	شركة حلول النقد - شريك وعضو مجلس إدارة غير تنفيذي		
	2015 - 2018	Partner and Non-Executive board member – Cash Solutions Ltd		
6	2023 - 2021	تنمية كابيتال - نائب رئيس مجلس إدارة مستقل		
	2021 - 2023	Independent Vice Chairman of the Board - Tanmeya Capital		

Form (1) Resume السيرة الذاتية نموذج رقم (1)

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنشقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
ذات مسؤولية محدودة	مجلس المديرين	مساهم	تنفيذي	المشورة والترتيب	شركة إحاطة المالية	1
Limited Liability Company	Board of Directors	shareholder	executive	Advisory and Arranging	Ehata Financial Company	
مساهمة غير مدرجة	مجلس الإدارة	مرشح من مساهم	مستقل	تمويل	الشركة الوطنية للتمويل	2
Joint-stock company (unlisted)	Board of Directors	nominated by a shareholder	independent	Financing	Wataniya Finance Company	
مساهمة مدرجة	لجنة المخاطر	مرشح من مساهم	مستقل	التأمين وإعادة التأمين	شركة المتوسط والخليج للتأمين وإعادة التأمين (ميدغلف)	3
Listed Joint-stock company	Board Risk Committee	nominated by a shareholder	independent	Insurance and reinsurance	MEDGULF Insurance	



نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
عبدالرحمن بن سعيد بن عبدالرحمن اليمني			الاسم الرباعي	
ABDULRAHMAN SAEED ABDULRAHMAN ALYEMNI			Full Name	
1401/04/29	تاريخ الميلاد	سعودي	الجنسية	
1981/03/06	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل	
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications	
جامعة ويبستر - لندن	2007	التجارة الدولية	ماجستير	1
Webster University, London	2007	International Business	MSc	
جامعة الملك فهد للبترول والمعادن	2004	إدارة نظم المعلومات	بكالوريوس	2
King Fahd University of Petroleum and Minerals	2004	Management Information Systems	BSc	

3. الخبرات العملية للعضو Experiences of the Member		
م	الفترة	مجالات الخبرة
	Period	Experience
1	2005 - حتى تاريخه	نائب الرئيس لشركة اليمني للسيارات
	2005 - Present	Vice President, AlYemni Motors company
2	2023 - حتى تاريخه	رئيس مجلس إدارة بي ال ام إي المالية
	2023 - Present	Chairman of the Board, BLME Capital
3	2009 - 2018	عضو مجلس إدارة شركة الجوف الزراعية
	2009 - 2018	Board Member of AlJouf Agricultural Company
4	2012 - 2009	عضو مجلس إدارة شركة نماء للكيماويات
	2009 - 2012	Board Member of Nama Chemicals
5	2018 - 2010	عضو مجلس إدارة شركة الكيمائية السعودية ونائب رئيس مجلس الإدارة
	2010 - 2018	Board Member and Vice Chairman of the Saudi Chemical Company



نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة مقفلة	_____	معين من قبل مساهم يتمتع بحق التعيين	مستقل	أنشطة الصناديق الإستثمارية	شركة بي ال ام اي المالية	1
Closed contribution	_____	appointed by a shareholder who enjoys the right of appointment under the company	independent	Investment fund activities	BLME CAPITAL	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
الاسم الرباعي			سامي بن أحمد بن سليمان البابطين	
Full Name			Sami Ahmed Sulaiman Al-Babtain	
الجنسية	سعودي	تاريخ الميلاد	1408/04/06	
Nationality	Saudi	Date of Birth	1987/11/27	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	بكالوريوس	إدارة مالية	2013	جامعة الأمير سلطان
	Bachelor	Finance		Prince Sultan University
2	شهادة مراجع امن المعلومات المعتمد (CISA)	المراجعة الداخلية / أمن المعلومات	2024	ISACA - USA
	Certified Information System Auditor (CISA)	Internal Audit / Information Security		
3	شهادة مدير امن المعلومات المعتمد (CISM)	المراجعة الداخلية / أمن المعلومات	2024	ISACA - USA
	Certified Information Security Manager (CISM)	Internal Audit / Information Security		
3. الخبرات العملية للعضو Experiences of the Member				
م	الفترة	مجال الخبرة		
	Period	Experience		
1	يوليو 2024 - حاليا	شركة تبوك للتنمية الزراعية - عضو مجلس إدارة ورئيس لجنة المراجعة الداخلية		
	July 2024 - Current	Board Member & Chairman of the Audit Committee - Tabuk Agricultural Development Co.		
2	نوفمبر 2023 - حاليا	شركة الصقر للتأمين التعاوني - عضو مجلس إدارة ورئيس لجنة المراجعة الداخلية		
	Nov 2023 - Current	Board Member & Chairman of the Audit Committee - AlSagr Cooperative Insurance Co.		
3	ديسمبر 2021 - حاليا	الشركة العربية للتعهدات الفنية - رئيس إدارة المراجعة الداخلية		
	Dec 2021 - Current	Head of Internal Audit - Arabian Contracting Services Company		
4	يونيو 2021 - ديسمبر 2021	الخير كابيتال - مدير إدارة المراجعة الداخلية		
	Jun 2021 - Dec 2021	Internal Audit Manager - Al-Khair Capital		
5	نوفمبر 2018 - يونيو 2021	مصرف الراجحي - مشرف فريق المراجعة الداخلية		
	Nov 2018 - Jun 2021	Internal Audit Team Leader - AlRajhi Bank		
6	سبتمبر 2013 - أكتوبر 2018	مجموعة سامبا المالية - مراجع داخلي		
	Sep 2013 - Oct 2018	Internal Auditor - SAMBA Financial Group		

نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
شركة مدرجة مساهمة	رئيس لجنة المراجعة الداخلية	بصفته الشخصية	مستقل	التأمين	الصقر للتأمين التعاوني	1
Listed Company	Chairman of the Audit Committee	In Personal Capacity	Independent	Insurance	AlSagr Cooperative Insurance	
شركة مدرجة مساهمة	رئيس لجنة المراجعة الداخلية	بصفته الشخصية	مستقل	إنتاج الأغذية	تبوك للتنمية الزراعية	2
Listed Company	Chairman of the Audit Committee	In Personal Capacity	Independent	Food & Beverages	Tabuk Agricultural Development Co.	



نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
بدر بن محمد بن حمد العيسى BADER MOHAMMED HAMAD ALEISA			الاسم الرباعي Full Name	
1398	تاريخ الميلاد Date of Birth	سعودي Saudi	الجنسية Nationality	
1978				

2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
اسم الجهة المانحة The issuer of the qualification	تاريخ الحصول على المؤهل Date of obtaining the qualifications	التخصص Specialization	المؤهل Qualifications	م
جامعة الملك سعود السعودية King Saud university	2004	الادارة المالية Financial management	شهادة بكالوريوس ادارة اعمال Bachelor of business administration	1
المعهد المصرفي السعودية Institute of banking	2004	الاستثمار investment	شهادة أساسيات الاستثمار Basic investment certificate	2
المعهد المصرفي السعودية Institute of banking	2005	الأوراق المالية securities	شهادة تداول الأسهم Tadawul certificate	3
هيئة السوق المالية السعودية Capital markets authority	2008	الأوراق المالية securities	ترخيص التعامل في الأوراق المالية CMA 1	4
جامعة كاليفورنيا الامريكية University of California	2008	الادارة المالية Financial management	شهادة ماجستير إدارة الاعمال Master of business administration	5
وزارة التجارة السعودية Ministry of commerce	2011	الادارة management	ترخيص مستشار اداري Certified management advisor	6
وزارة التجارة السعودية Ministry of commerce	2016	المالية Financial	ترخيص مستشار مالي Certified financial advisor	7

نموذج رقم (1) السيرة الذاتية Form (1) Resume

3. الخبرات العملية للعضو Experiences of the Member		
م	الفترة	مجالات الخبرة
	Period	Experience
1	2006 - 2004	مصرفي في البنك السعودي الأمريكي (سامبا)
	2004 - 2006	Banker at financial group Saudi American bank (Samba)
2	2009 - 2006	وسيط في بنك الرياض
	2006 - 2009	Broker at Riyadh bank
3	2024 - 2010	عضو لجنة المراجعة شركات مساهمة
	2010 - 2024	Member of audit committee in many Saudi companies
4	2024 - 2010	عضو مجلس الإدارة شركات مساهمة
	2010 - 2024	Member of board of director in many Saudi companies
5	2024 - 2011	مستشار اداري
	2011 - 2024	Certified management advisor
6	2024 - 2016	مستشار مالي
	2016 - 2024	Certified financial advisor

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أياً كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
م	اسم الشركة	النشاط الرئيس	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	عضوية اللجان	الشكل القانوني للشركة
	Company name	Main activity	Membership type in board of directors (executive, nonexecutive, independent)	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	The name of the Committee in which it is a member	Legal form of the company
1	شركة بروج للتأمين	التأمين	عضو مستقل	مساهم	المراجعة	مساهمة عامة
	buruj insurance	insurance	independent	shareholder	audit	listed

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member				
ياسر بن رشيد بن حمد الرشيد Yassir Reshaid Hamad Al-Reshaid				الاسم الرباعي Full Name
1401/06/11 هـ	تاريخ الميلاد	سعودي	الجنسية	
1981/04/15 م	Date of Birth	Saudi	Nationality	
2. المؤهلات العلمية للعضو Academic Qualifications of the Member				
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة
	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualification
1	الزمالة الأمريكية للمحاسبين القانونيين (CPA)	محاسبة	2009/09/14 م	الهيئة الأمريكية للمحاسبين القانونيين - الولايات المتحدة الأمريكية
	Certified Public Accountant	Accounting	2009/09/14 م	American Institute of Certified Public Accountants
2	الزمالة السعودية للمحاسبين القانونيين (SOCPA)	محاسبة	2021/12/17 م	الهيئة السعودية للمحاسبين والمراجعين
	Saudi Certified Public Accountant	Accounting	2021/12/17 م	Saudi Organization for Chartered and Professional Accountants
3	شهادة المعايير الدولية للتقارير المالية (IFRS)	محاسبة	2023/01/15 م	جمعية المحاسبين القانونيين المعتمدين البريطانية (ACCA)
	International Financial Reporting Standards	Accounting	2023/01/15 م	the Association of Chartered Certified Accountants
4	ماجستير إدارة أعمال (MBA)	إدارة مالية	2006/11/27 م	جامعة دينفر الأمريكية - الولايات المتحدة الأمريكية
	Master of Business Administration	Financial Management	2006/11/27 م	Denver University
5	شهادة المحاسب المالي المعتمد (CFA)	محاسبة	2017/08/12 م	المعهد المحاسبي التقني - الولايات المتحدة الأمريكية
	Certified Financial Accountant	Accounting	2017/08/12 م	Institute of Accounting Technicians
6	بكالوريوس علوم إدارية	محاسبة	2002/06/06 م	جامعة الملك سعود
	Bachelor of Administrative Sciences	Accounting	2002/06/06 م	King Saud University



نموذج رقم (1) السيرة الذاتية Form (1) Resume

3. الخبرات العملية للعضو Experiences of the Member		
م	الفترة	مجالات الخبرة
	Period	Experience
1	2012 - 2002	مراقب بنكي، ثم مراقب تأمين أول لدى البنك المركزي السعودي (مؤسسة النقد العربي السعودي سابقا)
	2002 - 2012	Banking Supervisor, then Senior Insurance Supervisor at the Saudi Central Bank (SAMA)
2	2016 - 2012	محلل استثمار أول لدى مجموعة البنك الدولي (واشنطن دي سي)
	2012 - 2016	Investment Officer at the World Bank Group, D.C.
3	2018 - 2017	كبير أخصائي المالية لدى الشركة الأمريكية للتمويل العقاري (واشنطن دي سي)
	2017 - 2018	Accounting Executive at Guidance Residential, D.C.
4	2021 - 2018	الرئيس التنفيذي للمالية لدى الشركة السعودية لإعادة التمويل العقاري
	2018 - 2021	CFO at Saudi Real Estate Refinance Company (SRC) (PIF Wholly Owned Company)
5	2023 - 2021	وكيل الخدمات المشتركة لدى المعهد الملكي بوزارة الثقافة
	2021 - 2023	CFO and VP of Shared Services at The Royal Institute of Traditional Arts, MoC.
6	2023 - حتى الآن	الرئيس التنفيذي لقطاع الشؤون المالية لدى شركة السودة للتطوير (شركة مساهمة مغلقة مملوكة بالكامل لصندوق الإستثمارات العامة)
	2023 - Present	CFO at Soudah (PIF Wholly Owned Company)

نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الشكل القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهماً، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيس	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
شركة مساهمة	عضو مجلس الإدارة، رئيس لجنة الاستثمار، وعضو لجنة الترشيحات والمكافآت - من داخل المجلس.	بصفته الشخصية	مستقل	قطاع التأمين	شركة ملاذ للتأمين التعاوني	1
Publicly Traded	Board Member, Chairman of Investment Committee, Member of Remuneration and Compensation Committee, from the Board.	Nominee as a Shareholder.	Independent	Insurance	Malath Insurance Company	
شركة مساهمة	عضو مجلس الإدارة، رئيس لجنة المراجعة، ورئيس اللجنة التنفيذية - من داخل المجلس.	بصفته الشخصية	مستقل	خدمات مالية	الشركة السعودية للصناعات المتطورة	2
Publicly Traded	Board Member, Chairman of Audit Committee, and Chairman of Executive Committee, from the Board	Nominee as a Shareholder.	Independent	Financial Services	Saudi Advanced Industries Company	
شركة مساهمة مقفلة	عضو مجلس الإدارة	معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساس	مستقل	خدمات مالية	شركة مسار النمو للتمويل	3
Closed Joint Stock Company	Board Member	appointed by a shareholder who enjoys the right of appointment under the company's articles of association	Independent	Financial Services	Masar AlNomou Finance Company	

نموذج رقم (1) السيرة الذاتية Form (1) Resume

1. البيانات الشخصية للعضو Personal Information of the Member			
محمد بن عبدالكريم بن محمد النافع			الاسم الرباعي
Mohammed Abdulkrem Mohammed Alnafea			Full Name
1981/8/11	تاريخ الميلاد	سعودي	الجنسية
1981/8/11	Date of Birth	Saudi	Nationality
2. المؤهلات العلمية للعضو Academic Qualifications of the Member			
اسم الجهة المانحة	تاريخ الحصول على المؤهل	التخصص	المؤهل
The issuer of the qualification	Date of obtaining the qualifications	Specialization	Qualifications
جامعة الامام محمد بن سعود	2004	محاسبة	بكالوريوس
Imam Muhammad bin Saud University	2004	Accounting	Bachelor
جامعة ولاية ميزوري - امريكا	2008	ادارة الأعمال	ماجستير
Missouri State University	2008	Business Administration (M.B.A)	Master
3. الخبرات العملية للعضو Experiences of the Member			
م	الفترة	مجالات الخبرة	Experience
1	2022 - الى الان	المدير المالي في شركة أرامكو لزيوت الأساس- لوبريف	Chief Financial Officer – Saudi Aramco base oil Company Luberef
2	2021 - 2020	مدير الحسابات العامة في شركة أرامكو السعودية	Manager- General Ledger Accounting – Saudi Aramco
3	2020 - 2019	مدير أنظمة قسم التخطيط والتوقعات في أرامكو السعودية	Manager- Planning and Forecasting System – Saudi Aramco
4	2019 - 2018	قيادة اعداد خطط الاعمال وتقرير المحاسبة لمجلس الادارة أرامكو السعودية	Leading the preparation of Business Plans and the Accountability Report for the Board of Directors of Saudi Aramco
5	2018 - 2009	عدة وظائف فنية وادارية في ادارة المالية والتخطيط في شركة أرامكو السعودية	Work on Several technical and administrative positions in the Finance and Planning Departments at Saudi Aramco

نموذج رقم (1) السيرة الذاتية Form (1) Resume

4. العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أيًا كان شكلها القانوني أو اللجان المنبثقة منها Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it						
الاسم القانوني للشركة	عضوية اللجان	طريقة التعيين (مرشح بصفته مساهمًا، معين من قبل مساهم يتمتع بحق التعيين بموجب نظام الشركة الأساسي، مرشح من مساهم)	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	النشاط الرئيسي	اسم الشركة	م
Legal form of the company	The name of the Committee in which it is a member	Appointment method (a nominee as a shareholder, appointed by a shareholder who enjoys the right of appointment under the company's articles of association, nominated by a shareholder)	Membership type in board of directors (executive, nonexecutive, independent)	Main activity	Company name	
مساهمة مدرجة	رئيس لجنة المراجعة عضو لجنة الاستثمار	مرشح بصفته مساهمًا	عضو مجلس إدارة مستقل	العقارات	شركة مكة للإبشاء والتعمير	1
Publicly listed	Chairman of the Audit Committee Member of the Investment Committee	A nominee as a shareholder	Independent board member	Real Estate	Makkah Construction & Development Company	

Second Item Attachments

Table of Amendments of the Policies and Procedural Standards for Membership in the Board of Directors and its Committees

Amendments of the Policies and Procedural Standards for Membership in the Board of Directors and its Committees for the Year 2024

Article Title	Current Version	Updated Version
Section One: Definitions	<p>The independence of a member shall not be deemed to exist under the following circumstances:</p> <ol style="list-style-type: none"> 1. If he/she holds 5% or more of the shares of the bank or any other company within its group, or is a relative of a person who owns such percentage. 2. If he/she is a representative of a legal person that holds 5% or more of the shares of the Bank or any company within its group. 3. If he/she is a relative of any member of the Board of Directors of the Bank, or any other company within its group. 4. If he/she is a relative of any senior executive of the Bank, or any other company within its group. 5. If he/she is a member of any company within the group of the Bank for which he/she is nominated to be a member. 6. If he/she works or used to work, within the preceding two years, for the Bank, for any party dealing therewith, or for any company within its group, such as external auditors and main suppliers; or if he/she, within the preceding two years, partner or held controlling interests in any such parties. 	<p>The independence of a member shall not be deemed to exist under the following circumstances:</p> <ol style="list-style-type: none"> 1. If he/she holds 5% or more of the shares of the bank or any other company within its group, or is a relative of a person who owns such percentage. 2. If he/she is a relative of any member of the Board of Directors of the Bank, or any other company within its group. 3. If he/she is a relative of any senior executive of the Bank, or any other company within its group. 4. If he/she is a member of any company within the group of the Bank for which he/she is nominated to be a member. 5. If he/she works or used to work, within the preceding two years, for the Bank, or for any company within its group, or main shareholders, external auditors, or main suppliers; or if he, within the preceding two years, held controlling interests in the Bank, or any other company within its group, or main shareholder, or any party dealing with the Bank such as external auditors, or main suppliers. 6. If he/she has a direct or indirect interest in the businesses and contracts executed for the benefit of the Bank, any of its subsidiaries, or within its group.



Article Title	Current Version	Updated Version
Section One: Definitions	<p>7. If he/she has a direct or indirect interest in the businesses and contracts executed for the benefit of the Bank, any of its subsidiaries, or within its group.</p> <p>8. If he/she receives financial consideration from the Bank in addition to the remuneration for his/her membership of the Board or of any of its committees that exceeds an amount of SAR 200,000 or 50% of his/her remuneration of the last year for his/her membership of the Board or any of its committees, whichever is less.</p> <p>9. If he/she engages in a business where he/she competes with the Bank, or conducting businesses in any of the Bank's activities.</p> <p>10. If he/she served for more than nine years, consecutive or inconsecutive, as a member of the Bank.</p> <p>11. If he/she has a credit relationship (Credit cards, credit facilitation, guarantees...) in his/her name or in the name of any of his/her relatives, with the Bank that exceeds SAR 1,000,000.</p> <p>12. Regarding the independent member of the audit committee, and neither of them shall have a credit relationship with the bank in his/her name or in the name of one of his/her relatives, or in any capacity with the bank, its board members, or its executive staff.</p>	<p>7. If he/she receives financial consideration from the Bank in addition to the remuneration for his/her membership of the Board or of any of its committees that exceeds an amount of SAR 200,000 or 50% of his/her remuneration of the last year for his/her membership of the Board or any of its committees, whichever is less.</p> <p>8. If he/she engages in a business where he/she competes with the Bank, or conducting businesses in any of the Bank's activities.</p> <p>9. If he/she served for more than nine years, consecutive or inconsecutive, as a member of the Bank.</p> <p>10. If he/she has a credit relationship (Credit cards, credit facilitation, guarantees...) in his/her name or in the name of any of his/her relatives, with the Bank that exceeds SAR 1,000,000.</p>



Article Title	Current Version	Updated Version
	<p>Requirements Related to the Audit Committee:</p> <p>In line with the requirements set forth in the supervisory rules issued by the Saudi Central Bank (SAMA), as well as those stipulated in the Corporate Governance Regulations regarding the formation of the audit committee or any other supervisory directives, the following requirements shall be adhered to:</p> <ul style="list-style-type: none"> □ This committee shall be composed of no less than three and no more than five members, all of whom shall be independent members. □ It shall be chaired by an independent member of the Board. □ May not be chaired by the Chairman of the Board. □ The majority of the committee members shall be outside the Board. □ Neither of them shall have a credit relationship with the bank in his/her name or in the name of one of his/her relatives, or in any capacity with the bank, its board members, or its executive staff. □ At least two members of the committee, including the chairman, must have recent and relevant experience in one or more fields of finance, accounting, risk management, and accounting standards. 	<p>Requirements Related to the Audit Committee:</p> <p>In line with the requirements set forth in the supervisory rules issued by the Saudi Central Bank (SAMA), as well as those stipulated in the Corporate Governance Regulations regarding the formation of the audit committee or any other supervisory directives, the following requirements shall be adhered to:</p> <ul style="list-style-type: none"> □ This committee shall be composed of no less than three and no more than five members, all of whom shall be independent members. □ It shall be chaired by an independent member of the Board. □ May not be chaired by the Chairman of the Board. □ The majority of the committee members shall be outside the Board. □ At least two members of the committee, including the chairman, must have recent and relevant experience in one or more fields of finance, accounting, risk management, and accounting standards. □ Ensuring that no current executive employees, clients, or advisors of the bank are appointed as members of the committee.



Article Title	Current Version	Updated Version
Section Two: Procedural Standards for Selecting and Appointing Board Members	<ul style="list-style-type: none"> □ Membership of committee members shall not exceed the period of three years, and may be renewed for a maximum of two additional terms. □ Ensuring that no current executive employees, clients, or advisors of the bank are appointed as members of the committee. □ A member of the committee shall not also be a member of the board of directors or the audit committee of any other bank licensed to operate in the Kingdom of Saudi Arabia. □ The nominated board member for committee membership must be independent. □ A member shall not concurrently serve on the audit committees of more than four public companies. □ The committee member shall not be a member of the board of directors, manager, employee, advisor, or representative of any related party of the bank, including but not limited to the following: <ul style="list-style-type: none"> ○ Major shareholders or founders. ○ External auditors. ○ Suppliers. ○ Bank clients. ○ Legal persons that have a financial or commercial relationship, or a first-degree kinship with the board of directors or executive employees of the Bank. 	<ul style="list-style-type: none"> □ A member of the committee shall not also be a member of the board of directors or the audit committee of any other bank licensed to operate in the Kingdom of Saudi Arabia. □ The nominated board member for committee membership must be independent. □ A member shall not concurrently serve on the audit committees of more than five joint-stock companies. □ The committee member shall not be a member of the board of directors, manager, employee, advisor, or representative of any related party of the bank, including but not limited to the following: <ul style="list-style-type: none"> ○ Major shareholders or founders. ○ External auditors. ○ Suppliers. ○ Bank clients. ○ Legal persons that have a financial or commercial relationship, or a first-degree kinship with the board of directors or senior management employees of the Bank.



Article Title	Current Version	Updated Version
Section Two: Procedural Standards for Selecting and Appointing Board Members	<p>Specific Membership Requirements for the Board</p> <p>The Nomination and Remuneration Committee, when reviewing and evaluating candidates for board membership or conducting interviews, shall consider the following requirements:</p> <ul style="list-style-type: none"> □ The candidate must have the necessary general skills, knowledge, and experience that contribute to achieving the bank's strategic objectives. □ The candidate should have appropriate skills, knowledge, and experience in the banking sector, experience in the board's functions and its subcommittees, financial and accounting professional skills, and the ability to understand strategies and their implementation methods. □ The candidate should have suitable personal attributes, such as leadership ability, independence, initiative, competence, and guidance. □ The candidate for membership must have a continual desire for learning and self-development. □ The candidate must be in good health, with no health conditions that would prevent him/her from fulfilling his/her responsibilities as a board member of the bank. □ The candidate must be among the bank's shareholders, either in his/her personal capacity or as a representative of a legal entity. 	<p>Specific Membership Requirements for the Board</p> <p>The Nomination and Remuneration Committee, when reviewing and evaluating candidates for board membership or conducting interviews, shall consider the following requirements:</p> <ul style="list-style-type: none"> □ The candidate must have the necessary general skills, knowledge, and experience that contribute to achieving the bank's strategic objectives. □ The candidate should have appropriate skills, knowledge, and experience in the banking sector, experience in the board's functions and its subcommittees, financial and accounting professional skills, and the ability to understand strategies and their implementation methods. □ The candidate should have suitable personal attributes, such as leadership ability, independence, initiative, competence, and guidance. □ The candidate for membership must have a continual desire for learning and self-development. □ The candidate must be in good health, enabling him/her to fulfill his/her responsibilities as a board member of the bank. □ The candidate must be among the bank's shareholders, either in his/her personal capacity or as a representative of a legal entity.



Article Title	Current Version	Updated Version
Section Two: Procedural Standards for Selecting and Appointing Board Members	<p>The Saudi Central Bank (SAMA) no-objection and notifying the supervisory authorities:</p> <p>A written no-objection letter shall be obtained from the Central Bank prior to nominating any member of the Board and its committees, or appointing any of the holders of leadership positions, in accordance with the relevant Central Bank instructions. The Central Bank shall be notified in writing upon accepting the resignation/departure from work/termination of service of any holder of a leadership position, the termination of membership of any member of the Board and its committees, or the independent member's loss of independence, within five working days.</p> <p>The candidate for board, its subcommittees, or Shariah Committee membership shall obtain the no-objection from the Saudi Central Bank (SAMA) regarding his/her selection prior presenting his/her nomination to the bank's general assembly or his/her appointment.</p> <p>The Secretary of the Board, under the direction of the Nomination and Remuneration Committee and the Board, sufficient time in advance to the scheduled General Assembly meeting designated for selecting and electing board members for a new term, or during the board's term in the event of any vacancy, shall inform the following:</p> <p>The Saudi Central Bank (SAMA): fit & proper form that includes a data questionnaire and confirmations related to each candidate's application, along with the fit & proper assessment results for each candidate and the reasons for his/her nomination.</p>	<p>The Saudi Central Bank (SAMA) no-objection and notifying the supervisory authorities:</p> <p>A written no-objection letter shall be obtained from the Central Bank prior to nominating any member of the Board and its committees, in accordance with the relevant Central Bank instructions. The Central Bank shall be notified in writing upon the termination of membership of any member of the Board and its committees, or Shariah Committee, or the independent member's loss of independence, within five working days.</p> <p>The candidate for board, its subcommittees, or Shariah Committee membership shall obtain the no-objection from the Saudi Central Bank (SAMA) regarding his/her selection prior presenting his/her nomination to the bank's general assembly or his/her appointment.</p> <p>The Secretary of the Board, under the direction of the Nomination and Remuneration Committee and the Board, sufficient time in advance to the scheduled General Assembly meeting designated for selecting and electing board members for a new term, or during the board's term in the event of any vacancy, shall inform the following:</p> <p>The Saudi Central Bank (SAMA): fit & proper form that includes a data questionnaire and confirmations related to each candidate's application, along with the fit & proper assessment results for each candidate and the reasons for his/her nomination.</p>



Article Title	Current Version	Updated Version
Section Two: Procedural Standards for Selecting and Appointing Board Members	<p>Capital Market Authority: A curriculum vitae form for each candidate designated for board membership of listed joint-stock company in the Saudi Capital Market.</p> <p>These regulatory authorities shall be provided with the necessary documents after they have been completed and signed within the specified period, in accordance with the applicable regulatory instructions.</p> <p>According to the supervisory guidelines, the Board of Directors, after its election, must select a Chairman and a Vice Chairman from among the non-executive members, and the bank must obtain the no-objection of the Saudi Central Bank (SAMA) for their appointment.</p> <p>The bank must also obtain the no-objection of the Saudi Central Bank (SAMA) when forming the subcommittees of the board or the Shariah committee and naming their chairs.</p>	<p>Capital Market Authority: A curriculum vitae form for each candidate designated for board membership of listed joint-stock company in the Saudi Capital Market.</p> <p>These regulatory authorities shall be provided with the necessary documents after they have been completed and signed within the specified period, in accordance with the applicable regulatory instructions.</p> <p>According to the supervisory guidelines, the Board of Directors, after its election, must select a Chairman and a Vice Chairman from among the non-executive members, and the bank must obtain the no-objection of the Saudi Central Bank (SAMA) for their appointment.</p> <p>The bank must also obtain the no-objection of the Saudi Central Bank (SAMA) when forming the subcommittees of the board or the Shariah committee and naming their chairs.</p> <p>The Bank shall notify the Authority of the names of the Board members and description of their memberships within five business days from the commencement date of the Board term or from the date of their appointment, whichever is shorter, as well as any changes that may affect their membership within five business days from the occurrence of such changes.</p>



Article Title	Current Version	Updated Version
Section Three: Main Duties Assigned to Board Members	<p>According to the stipulations of the bank's bylaws, the members of the Board of Directors are entrusted with the powers, responsibilities, and authorities necessary for the bank's management. Their practice of these duties and responsibilities are governed by integrity, trust, loyalty, and prioritizing the interests of the bank and its shareholders, and ensuring full compliance with all laws governing banking practices.</p>	<p>According to the stipulations of the bank's bylaws, the members of the Board of Directors are entrusted with the powers, responsibilities, and authorities necessary for the bank's management. Their practice of these duties and responsibilities are governed by integrity, trust, loyalty, and prioritizing the interests of the bank and its shareholders, and ensuring full compliance with all laws governing banking practices.</p> <p>Each member of the Board of Directors is committed to the principles of truthfulness, integrity, loyalty, and care for the Bank's interest and prioritizing the interests of the bank and its shareholders over their personal interests. This includes, in particular, the following:</p> <p>Truthfulness: A member of the Board of Directors shall have an honest professional relationship with the Bank, and shall disclose thereto any relevant information that affect before conducting any transaction or entering into a contract with the Bank or with any of its affiliates.</p> <p>Loyalty: A member of the Board of Directors shall avoid transactions that may entail a conflict of interest, and shall ensure the fairness of dealings while complying with the conflict of interest provisions specified in this regulation.</p> <p>Care: By performing the duties and responsibilities mentioned in Companies Law, the Capital Market Law, and its executive regulations, the Bank's Bylaws, and other relevant laws.</p> <p>The Board of Directors must exercise its competencies and duties in leading the bank within a framework of wise and effective controls that enable the measurement, management of risks, as well as the mitigation of their effects.</p>



Article Title	Current Version	Updated Version
Section Three: Main Duties Assigned to Board Members	<p>The Board of Directors oversees the bank's operations, including approving and supervising the implementation of strategic objectives, endorsing and applying the strategy, approving the risk tolerance policy, and approving governance aspects and principles of professional conduct. Additionally, the Board is responsible for supervising the activities of the bank's senior management and overseeing the risk aspects.</p> <p>A board member of the bank represents all shareholders and is obligated to perform due diligence and loyalty in managing the bank,</p> <p>ensuring the protection and enhancement of its interests and value. The member must also commit to actions that serve the overall interests of the bank, rather than fulfilling personal interests or those of the group they represent or the group that voted for their appointment to the board.</p> <p>In general, the responsibility rests with the Board of Directors for the bank's activities, even if it delegates certain competencies to committees, entities, or individuals. In all cases, the Board may not issue a general or indefinite period delegation to any individual or entity.</p>	<p>The Board of Directors oversees the bank's operations, including approving and supervising the implementation of strategic objectives, endorsing and applying the strategy, approving the risk tolerance policy, and approving governance aspects and principles of professional conduct. Additionally, the Board is responsible for supervising the activities of the bank's senior management and overseeing the risk aspects.</p> <p>A board member of the bank represents all shareholders and is obligated to perform due diligence and loyalty in managing the bank,</p> <p>ensuring the protection and enhancement of its interests and value. The member must also commit to actions that serve the overall interests of the bank, rather than fulfilling personal interests or those of the group they represent or the group that voted for their appointment to the board.</p> <p>The Board of Directors is responsible for organizing its activities and allocating sufficient time to fulfill its assigned tasks and responsibilities, including preparing for board and committee meetings, and ensuring the coordination, and documentation of meeting minutes.</p> <p>In general, the responsibility rests with the Board of Directors for the bank's activities, even if it delegates certain competencies to committees, entities, or individuals. In all cases, the Board may not issue a general or indefinite period delegation to any individual or entity.</p>

Third Item Attachments

Table of Amendments of Remuneration and
Compensation of Members of the Board of Directors,
Committees and Executive Management Policy



Amendments of Remuneration and Compensation of Members of the Board of Directors, Committees and Executive Management Policy

Article	Current Version	Updated Version	Type of Amendment
3.1	Each member of the Bank's Board of Directors shall receive a fixed annual compensation of (450,000) Saudi Riyals for his/her membership in the Bank's Board of Directors and participation in its activities.	The Chairman of the Board of Directors shall receive a fixed amount of 850,000 Saudi Riyals, and each member of the Bank's Board of Directors shall receive an annual fixed compensation of 650,000 Saudi Riyals for his/her membership in the Bank's Board of Directors and participation in its activities.	Amendment
3.1	A member of the Board of Directors shall receive an amount of (50,000) Saudi Riyals annually as an allowance for attending meetings of the Board and any committees of which he/she is a member, whether attendance is in person or via any remote communication channels. It is considered that the total amount received by the member shall not exceed this specified sum, except for members of the Audit Committee. In the event that a member is absent from any meeting, a deduction of (5,000) Saudi Riyals shall be applied for each meeting missed.	A member of the Board of Directors shall receive an amount of 50,000 Saudi Riyals annually as an allowance for attending meetings of the Board, whether attendance is in person or via any remote communication channels. In the event that a member is absent from any meeting, a deduction of 5,000 Saudi Riyals shall be applied for each meeting missed.	Amendment
3.1	The annual compensation awarded to a member of the Board of Directors shall not exceed the sum of 500,000 Saudi Riyals, in accordance with the provisions of the Companies Law, with the exception of the Chairman of the Board of Directors and the Chairman of the Audit Committee.	The annual compensation awarded to a member of the Board of Directors shall not exceed the sum of 1,200,000 Saudi Riyals, in accordance with the provisions of the Companies Law, with the exception of the Chairman of the Board of Directors and the Chairman of the Audit Committee.	Amendment



Article	Current Version	Updated Version	Type of Amendment
3.2	Members of the Audit Committee who are independent Board members shall receive an additional membership allowance of (120,000) Saudi Riyals, which shall be a fixed annual compensation. Furthermore, they shall receive an amount of (5,000) Saudi Riyals as an allowance for attending each meeting of the Committee. However, the total annual additional compensation awarded to a member of the Committee among the independent members of the Board of Directors shall not exceed the amount of 150,000 Saudi Riyals.	<p>Members of the Audit Committee who are Board members shall receive an additional membership allowance of 250,000 Saudi Riyals, which shall be a fixed annual compensation. However, the total annual additional compensation awarded to a member of the Committee among the Board of Directors shall not exceed the amount of 280,000 Saudi Riyals.</p> <p>Members of the committees who are Board members shall receive an additional membership allowance of 200,000 Saudi Riyals, which shall be a fixed annual compensation.</p> <p>Members of the committees who are Board members shall receive an amount of 5,000 Saudi Riyals as allowance for attending each meeting of the Committee.</p>	Amendment

Article	Current Version	Updated Version	Type of Amendment												
3.3	<p>Each member of the Committees of the Bank’s Board of Directors who is from outside the Board shall receive a fixed amount as compensation and allowance for their participation in the activities of the Committees of the Board, to be determined based on a recommendation from the Nominations and Remunerations Committee, in accordance with the classifications below:</p> <table><tr><th>Category</th><th>Amount</th><th>Duration</th></tr><tr><td>1</td><td>120,000</td><td>Saudi Riyals annually</td></tr><tr><td>2</td><td>150,000</td><td>Saudi Riyals annually</td></tr><tr><td>3</td><td>200,000</td><td>Saudi Riyals annually</td></tr></table> <p>The classifications mentioned above are not related to the nature of the Committee’s work but are determined based on a recommendation from the Nominations and Remunerations Committee for the members and upon the approval of the Board of Directors.</p>	Category	Amount	Duration	1	120,000	Saudi Riyals annually	2	150,000	Saudi Riyals annually	3	200,000	Saudi Riyals annually	<p>Each member of the Committees of the Bank’s Board of Directors who is from outside the Board shall receive a fixed amount of 200,000 Saudi Riyals as compensation and allowance for their participation in the activities of the Committees of the Board.</p>	Amendment
Category	Amount	Duration													
1	120,000	Saudi Riyals annually													
2	150,000	Saudi Riyals annually													
3	200,000	Saudi Riyals annually													

Fourth Item Attachments

Table of Amendments of Sustainability and Social
Responsibility Policy

Amendments of Sustainability and Social Responsibility Policy

Section	Text Before Modification	Text After Modification
Policy Purpose	<p>The intended purpose of this policy is to establish corporate social responsibility guidelines at Bank AlJazira, which are aligned with best practices and in accordance with the supervisory directives included in the Governance Principles Document for Banks Operating in the Kingdom of Saudi Arabia issued by the Saudi Arabian Monetary Authority, and the provisions of the Corporate Governance Regulations issued by the Capital Market Authority, as well as any applicable rules or regulations in the Kingdom of Saudi Arabia. This document serves as a general framework for a policy that ensures a balance between the bank's objectives as a profit-oriented banking company and the objectives that society aspires to achieve, with the aim of improving the social and economic conditions of the local community in the Kingdom of Saudi Arabia.</p>	<p>The intended purpose of this policy is to establish guidelines in the areas of sustainability and social responsibility at Bank AlJazira, which are aligned with best practices and in accordance with the supervisory directives included in the Governance Principles Document for Banks Operating in the Kingdom of Saudi Arabia issued by the Saudi Central Bank (SAMA), and the provisions of the Corporate Governance Regulations issued by the Capital Market Authority, as well as any applicable rules or regulations in the Kingdom of Saudi Arabia. This document serves as a general framework for a policy that ensures a balance between the bank's objectives as a profit-oriented banking company and social objectives by activating the bank's role in social responsibility and enhancing sustainability principles through environmental, social, and governance (ESG) practices. This contributes to presenting a positive image of Bank AlJazira as a responsible economic entity engaged in effective plans and projects that help achieve a positive impact on society. Since regulatory requirements stipulate that amendments made to the previously approved version must be presented to the General Assembly, the Board of Directors of Bank AlJazira, in its meeting held on 18 Muharram 1441 AH corresponding to 17 September 2019, agreed to recommend these amendments to the bank's General Assembly scheduled to be held on 18 Rabi' al-Thani 1441 AH corresponding to 16 December 2019, in compliance with the requirements issued by supervisory authorities. The policy was also reviewed and the name "Saudi Arabian Monetary Authority" was changed to "Saudi Central Bank" according to the relevant circular, and it was approved by the Board on 24 February 2021.</p>
Policy Scope	<p>The scope of this policy includes the governance of the entire Bank AlJazira group, including subsidiaries, affiliates, all directors, management, and employees.</p>	<p>The scope of this policy includes the governance of the entire sustainability and social responsibility group.</p>

Section	Text Before Modification	Text After Modification
Amendments	The Corporate Social Responsibility Committee emanating from the Board of Directors of Bank AlJazira must approve the policy and any related amendments before they are submitted to the Board and the General Assembly for final approval. The Board Secretary/Head of the Governance Sector at the bank is responsible for proposing necessary amendments to the Corporate Social Responsibility Committee.	The Sustainability and Social Responsibility Committee emanating from the Board of Directors of Bank AlJazira must approve the policy and any related amendments before they are submitted to the Board and the General Assembly for final approval. This document is reviewed and updated every three years or as needed, or in case of any significant changes in the applicable regulatory frameworks. The Sustainability and Social Responsibility Group is responsible for updating and amending this document, which must be approved by the bank's Policies and Programs Review Committee. It shall be circulated to the relevant departments and implemented from the date of approval.
Policy overview	The main text of the policy outlines the methodology that the bank must follow regarding corporate social responsibility. This policy includes the following sections: <ul style="list-style-type: none"> • Definition and Objectives • Principles • Responsible Practices • Communication Channels • Governance of CSR Programs • Recommendations for Grants and Approvals • Review 	The main text of the policy outlines the methodology that the bank must follow regarding sustainability and corporate social responsibility. This policy includes the following sections: <ul style="list-style-type: none"> • Definition and Objectives • Principles • Responsible Practices • Communication Channels • Governance of Sustainability and Corporate Social Responsibility Programs • Recommendations for Grants and Approvals for CSR Programs • (Review added under the section: Amendments)
Related Policies and Guidelines	None	<ul style="list-style-type: none"> • Article 52 of the Main Principles of Governance in Financial Institutions under the Supervision of the Saudi Central Bank • Article 53 of the Main Principles of Governance in Financial Institutions under the Supervision of the Saudi Central Bank • Article 88 of the Corporate Governance Regulations issued by the Capital Market Authority



Section	Text Before Modification	Text After Modification
Definition and Objectives	<p>Bank Aljazira recognizes the concept of corporate social responsibility, where the bank's responsibility arises from the impact of its activities on people's lives and society. In response to this responsibility, Bank Aljazira emphasizes social, environmental, and ethical aspects, as well as the rights of various stakeholders in the bank's daily operations and relationships with them. In general, through its corporate social responsibility framework, Bank Aljazira seeks to contribute to the following objectives:</p> <ul style="list-style-type: none"> • Providing various Sharia-compliant banking products that meet the needs of customers from different segments at reasonable costs within Saudi Arabia • Conducting its main operations responsibly by prioritizing the community's well-being • Maximizing sustainability and shared value for stakeholders within the ecosystem in which the bank operates • Preventing and minimizing potential negative impacts arising from its activities • Managing Bank Aljazira's reputation • Contributing to various CSR programs across Saudi Arabia, in coordination with the private and non-profit sectors <p>In general, Bank Aljazira's corporate social responsibility policy aims to create a framework that helps identify practices that enhance value for all stakeholders (customers, employees, society) and promote them within the framework of CSR culture. Bank Aljazira must establish indicators that link the bank's performance with social initiatives, ensure the disclosure of CSR goals to employees, and include the results in the annual Board of Directors report.</p>	<p>Bank Aljazira recognizes the importance of integrating sustainability standards into the bank's operations and activities at all levels, including the Board of Directors, which focuses on enhancing governance frameworks and making environmental, social, and governance (ESG) standards a central part of the bank's policies and culture. The bank also emphasizes the social aspects through the impact of its activities on people's lives. In general, Bank Aljazira aims to contribute to the following objectives:</p> <ul style="list-style-type: none"> • Conducting its main operations responsibly by prioritizing the community's well-being • Establishing high-quality partnerships with government, private, and non-profit sectors in Saudi Arabia, contributing to the bank's role in sustainability and social responsibility • Participating in various CSR programs across Saudi Arabia, in coordination with relevant government sectors and the private and non-profit sectors • In general, the sustainability and CSR policy at Bank Aljazira aims to create a framework that helps identify practices that enhance value for all stakeholders within the framework of sustainability and CSR culture. Bank Aljazira must establish indicators that link the bank's performance with its role in adhering to ESG standards and its contributions to social initiatives. • The bank ensures the disclosure of sustainability and CSR goals to employees, raising awareness and educating them, and including key results in the annual Board of Directors report.



Section	Text Before Modification	Text After Modification
Vision of the Sustainability and Social Responsibility Group at Bank Aljazira	Elevating Bank Aljazira to become one of the leading financial institutions with a pivotal role in corporate social responsibility.	Elevating Bank Aljazira to become one of the leading financial institutions with a pivotal role in sustainability through commitment to environmental, social, and governance (ESG) standards and in corporate social responsibility through its contributions to community initiatives and programs.
Mission of the Sustainability and Social Responsibility Group at Bank Aljazira	Developing the skills and capabilities of community members through an integrated system of non-profit programs and activities, aiming to bring about a qualitative shift and sustainable development in the lives of individuals and the community.	Implementing sustainability principles by enhancing commitment to environmental, social, and governance (ESG) standards and developing the skills and capabilities of community members through an integrated system of non-profit programs and activities, aiming to bring about a qualitative shift and sustainable development in the lives of individuals and the community.
Objectives of Bank Aljazira in the field of sustainability and social responsibility		<ul style="list-style-type: none"> • Issuing periodic reports on community programs and the bank's sustainability report. • Activating the bank's role internally and externally in the field of sustainability and social responsibility, according to available capabilities, with the possibility of participating or collaborating with specialized entities in the field. • Establishing high-quality partnerships with government, private, and non-profit sectors in the Kingdom. • Highlighting the bank's role in sustainability and social responsibility on various social media platforms and in the media.



Section	Text Before Modification	Text After Modification
Unidentified practices	<p>Customers</p> <ul style="list-style-type: none"> • Encouraging transparent, clear, and responsible communication, as well as financial literacy, to facilitate informed financial decisions and improve the financial well-being of individuals. • Encouraging the development of products and services with high social and environmental impact. • Enhancing financial inclusion through responsible access to financial services. 	<p>A. Customers</p> <ul style="list-style-type: none"> • Contributing to the development of products and services with high social and environmental impact. • Transparent, clear, and responsible communication. • Adopting projects that align with the bank's objectives in the field of social responsibility.
	<p>Employees</p> <ul style="list-style-type: none"> • Creating a safe work environment that ensures mutual communication between the bank's management and all employees. • Respecting diversity and promoting equal opportunities, as well as non-discrimination based on gender, age, disabilities, or any other circumstances. • Enhancing practices aimed at achieving a work-life balance. • Implementing practices that ensure the safety of the workforce and promote the health of all employees, enabling them to engage in voluntary activities. • Training, knowledge transfer, and providing opportunities for employees through creating a work environment that encourages participatory principles. 	<p>B. Employees</p> <ul style="list-style-type: none"> • Promoting a culture of sustainability within the workplace. • Encouraging a culture of social responsibility among employees. • Enhancing principles of solidarity within the workplace.
	<p>Community and Environment</p> <ul style="list-style-type: none"> • Supporting the development of communities where the bank operates through financial activities and contributing to social programs focused on financial and social awareness, education, entrepreneurship, and various forms of knowledge. • Participating in community initiatives and collaborating with the government, private, and non-profit sectors to promote sustainability and social responsibility principles. • Contributing to the creation of new job opportunities to absorb the workforce in the community and create suitable conditions for them. • Providing training programs to develop the capabilities of targeted groups in the community. 	<p>C. Community and Environment</p> <ul style="list-style-type: none"> • Participating in community initiatives and collaborating with the government, private, and non-profit sectors to promote sustainability and social responsibility principles. • Providing training programs to develop the capabilities of targeted groups in the community.



Section	Text Before Modification	Text After Modification
Communication Channels	The bank prepares reports related to extraordinary activities and achievements related to corporate social responsibility as part of the bank's annual Board of Directors report, in accordance with the legislative and regulatory requirements set forth in the Governance Principles document issued by the Saudi Arabian Monetary Agency and the provisions of the Corporate Governance Regulation issued by the Capital Market Authority. Bank Aljazira must also announce its social responsibility goals to its employees through a communication platform to increase awareness and knowledge of social responsibility, and must provide educational programs to the community to introduce the bank's social responsibility goals and programs.	The bank prepares sustainability and corporate social responsibility reports as part of the bank's annual Board of Directors report, in accordance with the legislative and regulatory requirements set forth in the Governance Principles document issued by the Saudi Central Bank (SAMA) and the provisions of the Corporate Governance Regulation issued by the Capital Market Authority. The bank shares its sustainability and social responsibility goals with its employees through internal and external communication platforms, aiming to increase awareness and knowledge. Additionally, the bank must provide educational programs to the community to introduce the bank's sustainability and social responsibility goals and programs.
Sustainability Governance and Corporate Social Responsibility Programs	Once the responsible business plans have been determined, the Secretary General of the Council / Head of Corporate Governance will be responsible for coordinating the implementation of the planned actions with the relevant parties, in accordance with the applicable guidelines. The development of procedures within the framework of the corporate social responsibility policy is voluntary for the bank and does not arise from any regulatory obligation or standard duty.	Once the responsible business plans have been identified, the Head of the Sustainability and Social Responsibility Group will be responsible for coordinating the implementation of the planned actions with the relevant parties, in alignment with the applicable guidelines. The procedures developed within the framework of the sustainability and social responsibility policy are voluntary for the bank and do not arise from any regulatory obligation or standard duty.



Section	Text Before Modification	Text After Modification
Grant Recommendations and Approval for Social Responsibility Programs	<p>Recommendation Process</p> <ul style="list-style-type: none"> • A completed grant recommendation form, along with the above-mentioned documents, is submitted to the Compliance Officer at the bank. • The Compliance Officer reviews the completed form and attached documents to ensure that the grant recipient is not listed on the black list of the Saudi Arabian Monetary Agency. 	<p>Recommendation Process</p> <ul style="list-style-type: none"> • A completed grant recommendation form, along with the above-mentioned documents, is submitted to the Compliance Department at the bank (AML.Sanction@BankAljazira.com). • The Compliance Officer reviews the completed form and attached documents to ensure that the grant recipient is not listed on the sanction / ban lists of the Saudi Central Bank (SAMA), except for government and quasi-government entities. • If any of the bank's departments contributes to a community program in line with its goals, coordination with the Sustainability and Social Responsibility Group is required, as well as enhancing the budget of the "Khayr Al-Jazira Li-Ahl Al-Jazira" program to document and preserve the bank's efforts in social responsibility.

Fifth Item Attachments

Table of Amendments of Senior Management
Compensation & Benefits Policy of Bank AlJazira

Amendments of Senior Management Compensation & Benefits Policy of Bank AlJazira

Article #	Before	After	Type
1.1.	The Human Capital and Corporate Support (HCCS) Senior Management Compensation and Benefits Policy defines BAJ's approach to the compensation and benefits of Senior Managers working for the bank.	The Human Capital and Corporate Support (HCCS) Senior Management Compensation and Benefits Policy defines BAJ's approach to the compensation and benefits of Senior management working for the bank.	Rephrase
1.2.	The contents of this document will be reviewed whenever changes in operational/ system processes necessitate it, or regulatory requirements mandate it; at a maximum every three (3) years. The amendments to the manual should be done by the Policy Owner.	The contents of this document will be reviewed whenever changes in operational/system processes necessitate it, or regulatory requirements mandate it; at a maximum every three (3) years. The amendments will be done by the Policy Owner.	Amendment
1.4.	If no exception is indicated for a specific item within the policy, the General Assembly is authorized to approve the exception(s).	If no exception is indicated for a specific item within the policy, the General Assembly delegates Board of Directors to approve the exception(s).	Amendment
1.5.	Under this process the individual has to return ownership of an amount of variable remuneration paid in the past or which has already vested, to the bank under certain conditions.	Under this process the individual must return ownership of an amount of variable remuneration paid in the past or which has already vested, to the bank under certain conditions.	Rephrase
2.1.	<ul style="list-style-type: none"> Provide the framework and governance for the provision of Senior Management compensation and benefits. Support business strategy by putting in place measures that allow the bank to attract, motivate and retain talented Senior Managers. The Compensation Policy should comprehensively cover all aspects of compensation so as to ensure that risks related to compensation have been prudently managed. Design compensation schemes that focus on promoting effective risk management and achieving financial soundness and stability of the bank. Ensure the bank's compensation practices are in compliance with SAMA Rules on Compensation Practices & FSB Principles and Standards. Provide guidance on effective risk management through compensation and hence promote alignment of compensation and risk taking. 	<ul style="list-style-type: none"> Provide the framework and governance for the provision of Senior Management compensation and benefits. Support business strategy by putting in place measures that allow the bank to attract, motivate and retain talented Senior management. The Compensation Policy should comprehensively cover all aspects of compensation so as to ensure that risks related to compensation have been prudently managed. Design compensation schemes that focus on promoting effective risk management and achieving financial soundness and stability of the bank. Ensure the bank's compensation practices are in compliance with SAMA Rules on Remuneration Practices & FSB Principles and Standards. Provide guidance on effective risk management through compensation and hence promote alignment of compensation and risk taking. Ensure that implementation of this policy promotes sound remuneration practices, ethical behavior and compliance with laws regulations and internal conduct standards. 	Amendment
2.2.	New	<ul style="list-style-type: none"> This policy is applicable to all majority owned subsidiaries excluding Al Jazira Capital Company. For foreign owned subsidiaries, in instances where there is conflict between provisions of this policy and local regulations, the local regulations take precedence. 	Addition



Article #	Before	After	Type
2.3.	<p>2.3. Roles and Responsibilities</p> <ul style="list-style-type: none"> ▪ Based on NRC and Board recommendations, HCCS will be responsible to design the policy and the General Assembly of the bank be responsible to approve this document and future changes unless SAMA doesn't requires it anymore. ▪ The General Assembly delegates the monitoring and running of this policy to the Board which in turn assigns the NRC to conduct half-yearly reviews. ▪ Once this document is approved and not changed then no need to annual review and approval unless there are changes. The NRC shall review and endorse the policy half-yearly in line with SAMA requirements. ▪ The NRC conducts performance evaluation and the bonus allocation for all the Group Heads in the bank for Board approval. ▪ The Board shall ensure that the management has put in place elaborate systems and procedures and an effective oversight mechanism to ensure compliance with the policy. ▪ Compensation and Benefits policies falls under the responsibility of the HCCS Group. ▪ Any rules, terms and conditions not mentioned in this policy are subject to the Board endorsement and General Assembly approval. ▪ The NRC and HCCS Group shall ensure that variable pool sizing and employee compensation takes into account all existing and potential risks including difficult-to-measure risks such as liquidity risk, reputation risk and cost of capital. Furthermore, the size of the variable compensation pool and its allocation within BAJ should consider the full range of risks. ▪ Finance Group shall employ appropriate techniques to adjust its accounting profits for the full range of identifiable risks keeping in view the size and complexity of its operations. ▪ Enterprise Risk Management shall ensure the review of Compensation Policy to assess its adequacy and effectiveness should be made an integral part of the bank's risk management. 	<p>2.3. Roles and Responsibilities</p> <p>2.3.1. General Assembly</p> <ul style="list-style-type: none"> ▪ The General Assembly delegates the monitoring and running of this policy to the Board which in turn assigns the NRC to conduct half-yearly reviews. ▪ Any rules, terms and conditions not mentioned in this policy are subject to the Board endorsement and General Assembly approval. <p>2.3.2. Board and NRC</p> <ul style="list-style-type: none"> ▪ The Board shall ensure that the management has put in place elaborate systems and procedures and an effective oversight mechanism to ensure compliance with the policy. ▪ Engaging actively with senior management, including challenging senior management's remuneration assessments and recommendations if warranted when serious or recurring misconduct occurs and ensure that root cause analysis is performed, lessons learned are promulgated bank-wide and new policies are adopted, as necessary, to prevent it from happening again ▪ Based on NRC and Board recommendations, HCCS will be responsible for designing the policy and the General Assembly of the bank will be responsible for approving this document and future changes in line with SAMA requirements. ▪ Once this document is approved and not changed then there will be no need to conduct annual Board and AGM reviews and approvals unless if there are changes. The NRC shall review and endorse the policy half-yearly in line with SAMA requirements. ▪ The NRC conducts performance evaluation and the bonus allocation for all the bank's Group Heads, the Board provides the final approval. 	Rephrase



Article #	Before	After	Type
2.3.	<ul style="list-style-type: none"> ▪ The bank shall provide its employees with attractive compensation packages upon a set criterion to ensure fairness and competitiveness in the external market, while retaining talent. ▪ Compensation payments should be sensitive to the time horizon of risks and, if needed, the variable component of compensation should be deferred where risks are realized over long periods ▪ HCCSG is responsible to submit a compliance semiannual report to SAMA twice a year which covers all action taken by the bank to comply with SAMA Rules and the FSB Principles/Standards on compensation practice. ▪ HCCS group is responsible to submit the CEO benefits on a separate guidelines to NRC and Board for approval. CEO Benefits can be reviewed based on Head of HCCSG Recommendation to NRC and/or if an ad hoc request is received to conduct the review from NRC or Board. Additional benefits can be part of the CEO contract / offer. ▪ The bank through the CEO and HCCSG shall ensure that regulatory caps in remuneration as specified by SAMA or any other regulatory authority are complied with. 	<ul style="list-style-type: none"> ▪ HCCS Group is responsible for submitting the CEO benefits under separate guidelines to NRC and Board for approval. CEO Benefits can be reviewed based on Head of HCCSG recommendation to NRC and/or if any ad hoc request is received to conduct the review from NRC or Board. Additional benefits can be part of the CEO contract / offer. <p>2.3.3. HCCSG</p> <ul style="list-style-type: none"> ▪ Compensation and Benefits policies falls under the responsibility of the HCCS Group. ▪ The bank shall provide its senior management with attractive compensation packages upon a set criterion to ensure fairness and competitiveness in the external market, while retaining talent. ▪ Compensation payments should be sensitive to the time horizon of risks and, if needed, the variable component of compensation should be deferred where risks are realized over long periods ▪ HCCSG is responsible to submit a compliance semiannual report to SAMA twice a year which covers all action taken by the bank to comply with SAMA Rules and the FSB Principles/Standards on compensation practices. ▪ The bank through the CEO and HCCSG shall ensure that regulatory caps in remuneration as specified by SAMA or any other regulatory authority are complied with. <p>2.3.4. Finance</p> <ul style="list-style-type: none"> ▪ Finance Group shall employ appropriate techniques to adjust its accounting profits for the full range of identifiable risks keeping in view of the size and complexity of its operations. <p>2.3.5. Risk</p> <ul style="list-style-type: none"> ▪ Enterprise Risk Management shall ensure the review of Compensation Policy to assess its adequacy and effectiveness should be made an integral part of the bank's risk management. ▪ The NRC and HCCS Group shall ensure that variable pool sizing and employee compensation takes into account all existing and potential risks including difficult-to-measure risks such as liquidity risk, reputation risk and cost of capital. Furthermore, the size of the variable compensation pool and its allocation within BAJ should consider the full range of risks. 	Rephrase
2.5.	<ul style="list-style-type: none"> ▪ The bank identifies material risk takers (MRT) for compensation purposes. 	The bank identifies material risk takers (MRT) for compensation purposes in coordination with Enterprise Risk Management Group.	Addition
2.3.2.	New	Engaging actively with senior management, including senior management's remuneration assessments and recommendations if warranted when serious or recurring misconduct occurs and ensure that root cause analysis is performed, lessons learned are promulgated bank-wide and new policies are adopted, as necessary, to prevent it from happening again	Addition



Article #	Before	After	Type
2.6.2.	The Variable Pay Guidelines will define how the bonus pools are derived and distributed across different businesses. This includes differentiation of pool and awards between revenue generating areas and control functions.	The Variable Pay Guidelines will define how the bonus pools are derived and distributed across different businesses. This includes differentiation of pool and awards between revenue generating businesses and control functions.	Rephrase
3.3.2.1.	New	In some cases, and when endorsed by Head of HCCS and approved by CEO&MD, Expat and Saudi employees can apply for housing allowance to be issued as a lump sum a year in advance.	Addition
3.8.4.	New	Eligible amount can be paid up to the limit upon submission of Education Support request with the supporting document (Invoice / Quotation).	Addition
3.8.5.	New	HCCSG have the right to ask payment proof any time after crediting the amount and any discrepancy will be reported and deducted from the staff account.	Addition
4.6.2.	New	The medical insurance can be extended for Leavers / retirees based on HCCSG direction.	Addition
4.6.5.	Employees' request to include eligible dependents in Medical Insurance shall be within the allowed registration period and determined by the cost of the policy at the time of the request as the contract is renewed annually and benefits of cost may change.	Employees' request to include eligible dependents in Medical Insurance shall be within the allowed registration period and determined by the cost of the policy at the time of the request as the contract is renewed annually and costs of benefits may change.	Rephrase
5.2.	Dues waiving are subject to the financial limits.	Dues waiving / notice period waiving are subject to the financial limit and HCCSG endorsement.	Rephrase
5.4.1.	8.4.1. Employees are eligible to apply for advance one month salary and shall not exceed three (3) months' Salary	Employees are eligible to apply for advance one month salary and shall not exceed three (3) requests in each calendar year.	Amendment
5.6.4.	Eligible employees performance shall be at least "Achieve" for the last two years. If no performance, the Group Head and Business Partner to approve the request.	Eligible employees performance shall be at least "Meet Expectation" or equivalent "Balance Score Card rating" for the last two years. If no performance, Head of HCCS and CEO&MD endorsement, final approval by the NRC	Amendment
5.10.2.	Such cases must be endorsed by Head of HCCSG and approved by NRC.	Such cases must be endorsed by Head of HCCSG and CEO&MD. Final approval is granted by the NRC	Amendment



Article #	Before	After	Type
5.11.2.	Such cases must be endorsed by Head of HCCSG and approved by NRC.	Such cases must be endorsed by Head of HCCSG and CEO&MD and approved by NRC.	Amendment
10.5.9.	Clawback applies to the reversal of any actual variable annual performance Bonus Compensation, that has already been either paid, accrued, in either cash, or other negotiable monetary instruments, irrespective of any long-term unfolding of future events and circumstances, and most importantly, from a predetermined point in time back in the past up to the present, and possibly going forward. Clawbacks imply a retrograde action, or the "refund" of compensation already paid or secured as defined herein.	Delete	Removal
6.5.	New	<p>6.5. Shares Retention</p> <p>6.5.1. BAJ has share retention which further enhances the alignment of senior employees and shareholders to the long-term success of the bank.</p> <p>6.5.2. Once the employee shares vest they are transferred to the individual employee investment account and are now subject to the BAJ share retention guidelines.</p> <p>6.5.3. Upon transfer into employee account, the shares are subject to retention period that ends by the end of the Capital Market Authority Restriction period, for which they cannot be sold or transferred until the restriction period ends.</p> <p>6.5.4. During this share retention period, the shares will be subject to the forfeiture and non-forfeiture guidelines as defined in this policy.</p> <p>6.5.5. Clawback and Malus provisions can be applied to employee shares during the retention period.</p> <p>6.5.6. On completion of the retention period, the shares will now be available to be utilized/ administered by the employee.</p>	Addition



Article #	Before	After	Type
6.6.	New	<p>6.5. Clawback and Malus</p> <p>6.5.1. Clawback</p> <p>BAJ uses the Clawback as a means of recovering variable pay based compensation from its employees in circumstances where there has been misconduct or financial losses that is attributed to the negligent or incompetent actions of the employees. Clawbacks act as a control/deterrent against behaviours that may lead to excessive risk-taking or unethical conduct.</p> <p>Events that lead to the application of clawbacks are summarized below:</p> <ul style="list-style-type: none"> ▪ Misconduct: Engaging in fraudulent activities, unethical behavior, or violating bank policies. ▪ Financial Restatements: Errors or misstatements in financial reporting that impact financial results. ▪ Risk Management Failures: Breaches of risk limits or failure to adhere to risk management guidelines. ▪ Material Losses: Significant financial losses attributable to an individual's actions or decisions. <p>The clawback process follows three key steps:</p> <ol style="list-style-type: none"> 1) Investigation and Determination: Conducting an investigation to determine if a triggering event has occurred and if a clawback is warranted. 2) Notification: Notifying the affected employee(s) of the intention to claw back compensation. 3) Recovery Mechanism: Outlining the methods for recovering the compensation, such as repayment in cash or forfeiture of unvested stock options. <p>6.5.2. Malus</p> <p>The purpose of a malus policy is to allow BAJ to reduce or cancel future variable pay-based compensation that has not yet been paid out to an employee, typically before it has vested or been fully earned. This is done as a preventive measure to address potential risks or misconduct before they result in financial harm or regulatory violations. In the case of BAJ this is only applicable to Senior Employees who are on the LTIP or Bonus Deferral plans.</p> <p>Events that result in triggering of malus are summarized below:</p> <ul style="list-style-type: none"> ▪ Breach of Risk Limits: When an employee exceeds authorized risk limits or engages in activities that pose significant risk to the bank. ▪ Regulatory Violations: Instances where an employee is found to have violated regulatory requirements or ethical standards. ▪ Conduct Issues: Misconduct or unethical behavior that does not necessarily result in financial harm but is deemed serious enough to warrant a penalty. <p>Malus application follows the same governance steps as clawback application.</p>	



Article #	Before	After	Type
6.6.	New	<p>6.5.3. Clawback and Malus Application</p> <ul style="list-style-type: none"> ▪ In case of poor financial performance leading to a decrease in the total variable remuneration, the bank shall submit clear justifications of the decrease in variable remuneration to SAMA; ▪ Take into account, as a minimum, those under review when determining accountability for adverse risk events; the liability or proximity to the misconduct, rank and role, individual's motivation (e.g. personal gain, malice, fraud, ignorance, lack of training), negligence in exercise of individual's duties, level of participation in and responsibility for the events under review, history of misconduct, actions that were taken or could have been taken to prevent such events from occurring, including any failures within the bank to internally supervise and oversee staff, and the root cause of the events triggering review; ▪ When deciding the amounts of remuneration to be adjusted, performance and remuneration adjustment policies should take into account all relevant indicators of the severity of impact, which may include the cost of fines and regulatory actions, direct and indirect financial losses and/or the impact on profitability attributable to the relevant failure, any reputational damage, the impact of such events on customers, and costs to redress the events under review; ▪ The use of remuneration adjustment should not be limited to those most directly involved and responsible for misconduct, but it should extend beyond them. Specifically, adjustment should be considered for the heads of control functions and for employees in control or direct line of business functions who by virtue of their role could be considered responsible or accountable for the failure or for the weakness in the control framework relevant in the employee misconduct, if such failure or weakness was attributed to lack of due diligence or misuse. Also it should be considered for senior management or members of the Board or relevant committees who, while not directly responsible were either aware, or could have been reasonably expected to be aware due to their seniority or role in the bank, of the failure or misconduct at the time, but failed to take adequate steps to promptly address it. 	Addition



Article #	Before	After	Type
6.7.2	Any incentive amounts earned above set annual caps may be deferred over 3 years starting the year after the initial incentive is paid and payable at 40% in year 1, 30% in year 2, and the final 30% in year 3, and may be subject to the Clawback policy and misconduct/malus provisions.	Any incentive amounts earned above set annual caps may be deferred over 3 years starting the year after the initial incentive is paid and payable at 33% in year 1, 33% in year 2, and the final 34% in year 3, and may be subject to the Clawback policy and misconduct/malus provisions.	Amendment
6.7.13.	New	The bank shall continue to study the effect of any such policy on retention of key Employees including those who may be penalized.	Addition
6.8.2.	New	<p>The Variable Pay Guidelines for each year will include the following information for approval by the NRC before the disbursement of any bonuses:</p> <ul style="list-style-type: none"> ▪ Bonus Pool Funding Methodology: Clear demonstration of how the bonus pool funding for each year has been derived. This includes the link to the overall pool funding to the financial performance of the bank. Also incorporates risk parameters that have been used to make any adjustments. ▪ Bonus Model: The foundation of how the bonus pools are derived and distributed, particularly separation of the pools amongst: Control, Business and Other Functions. ▪ Bonus Top Up Approach: Defines the discretion that is used to apply further recognition for employees who have gone outperformed. ▪ Performance Distribution Curves: The approach to how overall performance is differentiated by function which has the ultimate impact of how the bonus pool funding are distributed. ▪ Bonus Eligibility Guidelines: Approach adopted for each year showing the criteria of the bonus distribution and any discretion to be awarded to the CEO&MD. 	Addition
6.8.3.	New	The Bonus Pool determination takes into account the overall performance of the bank and distribution to employees follows individual and department performance. Current and potential risks are taken into account in determining the size and distribution of the bonuses.	Addition
6.10.1.	New	Business Trips are subject to the issued guidelines by the HCCSG to ensure sufficient and effective use of the benefit.	Addition
6.10.2.	New	International Business Trips starts a day before the day of the business engagement.	Addition



Article #	Before	After	Type
6.10.3.	New	Training Business trips can start one day before and one day after depends on the HC assessment and HCCSG Head endorsement and guidance.	Addition
6.10.4.	New	If a Visa fee is necessary, the cost must be approved by the Group Head of the cost centre and the approval should be shared with the relevant department.	Addition
6.10.9.	International Trip Country Regions Definitions: ▪ Region 1: W. Europe/N. America/DXB ▪ Region 2: MENA/GCC/Africa ▪ Region 3: Far East/Japan/S.E Asia/India/ S. America, all others	International Trip Country Regions Definitions: ▪ Region 1: Europe/N. America/UAE ▪ Region 2: MENA/GCC/Africa ▪ Region 3: Far East/Japan/S.E Asia/India/ S. America, all others	Amendment
6.10.10.	New	In cases of Training per Diem only (Does not apply for business Travel) an extra day is added to cover the before and after travel days to the remote training site, as training days calculations start from day 1 of actual training.	Addition
6.10.11.	New	The per diem for training may differ from the cost of a business trip when the bank arranges accommodation and provides daily meals. ▪ If accommodation is the only service that is provided, 50% of the per diem will be reimbursed. ▪ If accommodation and meals, an additional 35% of the per diem will be reimbursed. ▪ Staff members that are eligible for per diem are reimbursed for transportation expenses in the case that the training takes place in a different city.	Addition
6.10.13.	New	Employees nominated by external entities to participate in external short OR long-term programs are subject to HCCSG assessment in terms of per diem, travel expenses, and staff status. These programs shall be coordinated by business and Head of HCCS	Addition
6.11.	Any Salary increases or Promotions for Group Heads and SAMA approved positions will be subject to NRC approval. The rest of the bank will be approved by the CEO who may in turn delegate to HHCG with a defined criteria.	Any Salary increases or Promotions for Group Heads and SAMA no objection positions will be subject to NRC approval. The rest of the bank will be approved by the CEO&MD who may in turn delegate to HHCCSG with a defined criteria.	Rephrase

Sixth Item Attachments

Employee Shares Plan

Introduction

Employee income elements are divided into two parts, fixed income and variable income. All of them are motivating factors for employees.

Further to the directives of the regulatory authorities with regard to remuneration, and that part of variable pay is deferred for some positions specified by the Bank.

To achieve the maximum stages of alignment and common goals of the bank and the employee, and to ensure the achievement of strategic goals in the long term, and after reviewing the best practices in the financial and banking sector.

The Bank would like to purchase a specific number of its shares available in the trading market as treasury shares for the purpose of using them in employee remuneration and compensation programs in line with the directives of the regulatory authorities and to raise the level of performance in the medium and long term through incentive programs.

Employee Shares Program

- The shares are awarded to eligible participants subject to eligibility, performance and other conditions.
- The granting of shares under BAJ ESP will be as:
 - Part of the Annual Performance Bonus
 - Part of Long-Term Incentive Plan.

Recommendation

Voting on the Employee Shares Plan and the purchase of (4,500,000) shares from its shares and keep them as treasury shares, for the purpose of allocating them to the Employee Share Plan as per regulations, provided that financing the purchase is from the bank's own resources, and authorizing the Board of Directors to complete the purchase within a maximum period of 6 months from The date of the Extraordinary General Assembly's decision, specifying the current and future terms of the program, and that the purchased shares are kept for a period not exceeding (10) years from the date of the Extraordinary General Assembly's approval. After the expiration of this period, the bank will follow the procedures and controls stipulated in relevant laws and regulations.

Seventh Item Attachments

Bank Purchase of (4,500,000) Shares from Its Shares
and Keep Them as Treasury Shares



Ernst & Young Professional Services (Professional LLC)
Paid-up capital (SR 5,500,000 – Five million five hundred thousand Saudi Riyal)
King's Road Tower, 13th Floor
King Abdul Aziz Road (Malek Road)
P.O. Box 1994
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Kingdom of Saudi Arabia
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LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALJAZIRA (A SAUDI JOINT STOCK COMPANY)

Scope

We have been engaged by Bank AlJazira (a Saudi Joint Stock Company) (the “Bank”) to perform a ‘limited assurance engagement’, as defined by International Standards on Assurance Engagements, here after referred to as the engagement, to report on whether anything has come to our attention that causes us to believe that the Schedule in relation to the proposed buy-back of shares from its shareholders (the “Subject Matter”) which was prepared by the management of the Bank as set out in the attached (Appendix A), has not been reported and presented fairly, in all material respects, in accordance with the applicable criteria mentioned below.

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the Schedule, and accordingly, we do not express a conclusion on this information.

Criteria Applied by the Bank

In preparing the Subject Matter, the Bank applied the below criteria (the “Criteria”). Such Criteria were specifically designed for the Schedule prepared by the management of the Bank in relation to the proposed buy-back of shares transaction of the Bank. As a result, the subject matter information may not be suitable for another purpose.

- Requirements stipulated in Paragraph 3 of Article 17 of the Implementing Regulation of the Companies’ Law for Listed Joint Stock Companies issued by the Board of the Capital Market Authority (“CMA”) pursuant to Resolution No. 8-127-2016 dated 16/1/1438H (corresponding to 17/10/2016G) based on the Companies’ Law issued by Royal Decree No. M/3 dated 28/1/1437H (corresponding to 10/3/2015G) as amended by the Resolution of the Board of the CMA No. 2-26-2023 dated 5/9/1444H (corresponding to 27/3/2023G) based on the Companies’ Law issued by Royal Decree No. M/132 dated 1/12/1443H (corresponding to 30/6/2022G).

Bank’s Responsibilities

The Bank’s management is responsible for selecting the Criteria, and for presenting the Subject Matter in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records and making estimates that are relevant to the preparation of the Subject Matter, such that it is free from material misstatement, whether due to fraud or error.

Our Responsibilities

Our responsibility is to express a conclusion on the presentation of the Subject Matter based on evidence we have obtained.

We conducted our engagement in accordance with the *International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* (“ISAE 3000 (Revised)”) that is endorsed in the Kingdom of Saudi Arabia, and the terms of reference for this engagement as agreed with the Bank on 14 November 2024. Those standards require that we plan and perform our engagement to express a conclusion on whether we are aware of any material modifications that need to be made to the Subject Matter in order for it to be in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.



LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALJAZIRA (A SAUDI JOINT STOCK COMPANY) (continued)

Independence and Quality Management

We have maintained our independence and confirm that we have met the requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia, and have the required competencies and experience to conduct this assurance engagement.

Our firm also applies International Standard on Quality Management 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, that is endorsed in the Kingdom of Saudi Arabia, which requires that we design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Description of Procedures Performed

Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered the effectiveness of management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

A limited assurance engagement consists of making enquiries, primarily of persons responsible for preparing the Subject Matter and related information and applying analytical and other appropriate procedures.

Our procedures included:

1. Compared the total assets, total liabilities and total contingent liabilities included in the attached Schedule as at 30 September 2024 to the Bank's interim condensed consolidated financial information and accounting records as at 30 September 2024.
2. Checked the arithmetical accuracy of the net assets (which represents the balance after deducting the total liabilities and total contingent liabilities from total assets) included in the Schedule as at 30 September 2024 prior to and after deducting the balance of estimated cost of purchasing treasury shares.
3. Recalculated the estimated cost of purchasing treasury shares which was calculated based on the average share prices from 14 August 2024 to 13 November 2024 provided by the management multiplied by the proposed number of shares to buy back.
4. Compared the working capital for the next twelve months immediately following the date of the completion of the share buy-back transaction (estimated to be for the periods ending 30 April 2025 and 30 April 2026) included in the schedule with the working capital in the financial plan prepared and approved by the management for the periods ending 30 April 2025 and 30 April 2026.



LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALJAZIRA (A SAUDI JOINT STOCK COMPANY) (continued)

Description of Procedures Performed (continued)

5. Recalculated the balance of excess retained earnings mentioned in the attached schedule after deducting the balance of estimated cost of purchasing treasury shares from retained earnings as at 30 September 2024 as per the interim condensed consolidated financial information.

We also performed such other procedures as we considered necessary in the circumstances.

Inherent limitation of procedures performed

- The adequacy of working capital was determined based on Management's forecast and assumptions. The requirements mentioned in the Criteria that were followed by Management in preparing the Subject Matter do not define or determine what constitutes an adequate working capital, and therefore our procedures does not include an assessment whether the working capital is adequate. Our work has been limited to the procedures performed as described in *Description of Procedures Performed* section of our report.
- The share price of the Bank on the actual date of execution of the proposed buy-back of shares transaction may be substantially different from the share price used in arriving at the estimated purchase cost of the proposed buy-back of shares transaction in the Schedule as at the date prepared by the management and accompanying our report. Further, the working capital following the proposed buy-back of shares transaction may also differ significantly from the calculation made by management and reflected in the Schedule.
- The interim condensed consolidated financial information as of 30 September 2024, are stated in order of liquidity and the working capital cannot be derived directly from the statement of financial position.. The realization of the working capital as projected in the Schedule may therefore differ depending on the result of the Bank's operations and realization of projected assumptions for the periods ending 30 April 2025 and 30 April 2026.
- Our procedures are subject to inherent limitations and, accordingly, errors or irregularities may occur and not be detected.



LIMITED ASSURANCE REPORT ON THE SCHEDULE OF INFORMATION PREPARED IN CONNECTION WITH THE IMPLEMENTING REGULATION OF THE COMPANIES LAW FOR LISTED JOINT STOCK COMPANIES RELATING TO THE PROPOSED BUY-BACK OF SHARES TRANSACTION TO THE SHAREHOLDERS OF BANK ALJAZIRA (A SAUDI JOINT STOCK COMPANY) (continued)

Conclusion

Based on our procedures and evidence obtained, and subject to the inherent limitations as described above, we are not aware of any material modifications that need to be made to the Subject Matter as of 17 November 2024 and as stated in the attached (Appendix A), in order for it to be in accordance with the Criteria.

Other Matter

The attached (Appendix A) is stamped by us for identification purposes.

Restricted Use

This report is intended solely for the information and use of the Bank and the CMA, to assist the Bank in fulfilling its reporting obligations to CMA in accordance with the Criteria and is not intended to be and should not be used by anyone other than those specified parties.

for Ernst & Young Professional Services

Hussain Saleh Asiri
Certified Public Accountant
License No. (414)

Jeddah: 15 Jumada Al-Ula 1446H
(17 November 2024G)



Appendix (A)

Table of financial adequacy, related to Bank Aljazira compliance with the requirements of the Paragraph 3 of Article 17 of the Implementing Regulation of the Companies Law for Listed Joint Stock Companies Issued by the Board of the Capital Market Authority Pursuant to Resolution Number (8-127-2016) Dated 16/1/1438H Corresponding to 17/10/2016G

1) Adequacy of working capital

SR'000	
The expected date for the completion of the repurchase of treasury shares	Average working capital for the period of 12 months after the completion date of the Treasury Shares repurchase
Between November 2024 and April 2025	13,800,000

2) Summary of total assets and total liabilities including total contingent liabilities as at 30 September 2024

SR' 000					
Total Assets	Total Liabilities	Total Contingent Liabilities	Net Assets	Estimated cost of purchasing treasury shares	Surplus Assets
A	B	C	D=A-B-C	E	F=D-E
145,192,020	127,805,931	116,700	17,269,389	76,494	17,192,895

3) Treasury Shares

SR' 000		
Estimated cost of purchasing treasury shares	Retained Earnings as at 30 September 2024	Excess Retained Earnings
A	B	C= B-A
76,494	2,587,328	2,510,834

4) Number of shares proposed to be purchased:

Number of shares:	4,500,000
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Bank AlJazira



Hani Noori

Chief Financial Officer



Head Office: Jeddah - Saudi Arabia

A Saudi Joint Stock Company - Fully Paid Capital SAR 10,250,000,000
Tax Identification Number: 300000226900003 - C.R. No. 4030010523
National Address: King Abdulaziz Road, Al Shati, Building No. 7724
Zipcode 23513, Additional No. 3551, Unit No. 1, P.O. Box 6277, Jeddah 21442
Telephone: +966 12 6098888 - Fax +966 12 6098881 - bankaljazira.com
Bank AlJazira is under the supervision of Saudi Central Bank

المركز الرئيسي: جدة - المملكة العربية السعودية

شركة مساهمة سعودية - رأس المال 10,250,000,000 ريال مدفوع بالكامل
رقم التعريف الضريبي: 300000226900003 - س.ت. 4030010523
العنوان الوطني: بنك الجزيرة، طريق الملك عبدالعزيز - الشاطئ، رقم المبنى 7724
الرمز البريدي 23513، الرقم الإضافي 3551، وحدة رقم 1، ص.ب. 6277 جدة 21442
هاتف: +966 12 6098888 - فاكس +966 12 6098881 - bankaljazira.com
بنك الجزيرة يخضع لإشراف ورقابة البنك المركزي السعودي

Eighth Item Attachments

Table of Amendments of Audit Committee Charter

Amendments of the Audit Committee's Charter

Article Title	Current Version	Updated Version
Article Two: Formation of the Committee	1. Based on the recommendation of the Board of Directors, which is founded on the recommendation of the Nominations and Remuneration Committee, the Audit Committee is formed by a decision of the General Assembly of the bank. All committee members must be independent, whether they are shareholders or not, and none of them should have any credit relationship with the bank in his/her name or in the name of any of his/her relatives, or in any capacity with the bank, its Board Members, or its executive employees.	1. Based on the recommendation of the Nominations and Remuneration Committee, the Audit Committee is formed by a decision of the Board of Directors of the bank. All committee members must be independent, whether they are shareholders or not, and none of them should have any credit relationship with the bank exceeding one million riyals in his/her name or in the name of any of his/her relatives, or in any capacity with the bank, its Board Members, or its executive employees.
Article Two: Formation of the Committee	2. The number of members of the audit committee shall not be less than three or more than five, and the majority of members shall be outside the board, provided that one of its members is specialized in finance and accounting. The decision specifies the duration of their membership, which shall not exceed three years and may be renewed for a maximum of two additional terms.	2. The number of members of the audit committee shall not be less than three or more than five, and the majority of members shall be outside the board, provided that one of its members is specialized in finance and accounting. The naming and selection of committee members should be considered when forming each term of the board, which is set for three years. The committee's term ends with the termination of the board of directors' term, and the committee is reformed at the beginning of each board term.



Article Title	Current Version	Updated Version
Article Two: Formation of the Committee	<p>5. When nominating members of the audit committee, the bank shall consider the following rules:</p> <p>a. The candidate shall not have been subject to any judgment for committing an act involving moral dishonesty or breach of trust or that violates the laws and regulations of the Kingdom of Saudi Arabia or any other jurisdiction.</p> <p>b. The selection of the candidate must not violate the relevant laws, regulations, and instructions.</p> <p>c. None of them shall have a credit relationship with the bank in his/her name or in the name of his/her relatives, or in any capacity with the bank, its Board Members, or its executive employees.</p> <p>d. All committee members shall have academic qualifications and professional experience in auditing accounts and risk management, including knowledge of accounting standards, the ability to read financial reports, and understanding of the laws and rules issued by the supervisory authorities, as well as good knowledge of organizational and administrative aspects.</p>	<p>5. When selecting members of the audit committee, the bank shall consider the following rules:</p> <p>a. The candidate shall not have been subject to any judgment for committing an act involving moral dishonesty or breach of trust or that violates the laws and regulations of the Kingdom of Saudi Arabia or any other jurisdiction.</p> <p>b. The selection of the candidate must not violate the relevant laws, regulations, and instructions.</p> <p>c. All committee members shall have academic qualifications and professional experience in auditing accounts and risk management, including knowledge of accounting standards, the ability to read financial reports, and understanding of the laws and rules issued by the supervisory authorities, as well as good knowledge of organizational and administrative aspects.</p>
Article Two: Formation of the Committee	Addition	<p>d. A member of the audit committee shall not be a member of the audit committees of more than five listed joint stock companies at the same time.</p>

Article Title	Current Version	Updated Version
Article Eight: Remuneration of Committee Members and the committee's secretary	<p>The remuneration and attendance allowances for committee members and the committee's secretary shall be determined in accordance with the compensation policy in Bank ALJazira and the decisions of the Board of Directors, which shall be consistent with supervisory guidelines and approved by the General Assembly upon the election of the committee for each term of the Board.</p> <p>1. Compensation for Board Members for Committee Membership:</p> <ul style="list-style-type: none"> Each member of the bank's Board of Directors shall receive an amount of (100,000) Saudi Riyals as allowance for participating in the activities of the Audit Committee. This compensation is a fixed annual amount for their membership in the committee. A member of the Board of Directors shall receive an amount of (5,000) Saudi Riyals for attendance at each committee meeting, whether attendance is in person or through any means of remote communication. <p>2. Compensation for Committee Members Outside the Board:</p> <ul style="list-style-type: none"> Each member of the committee outside the board shall receive an amount of (100,000) Saudi Riyals as allowance for participating in the activities of the committee. This compensation is a fixed annual amount for their membership in the committee. A member of the committee outside the board shall receive an amount of (5,000) Saudi Riyals for attendance at each committee meeting, whether attendance is in person or through any means of remote communication. <p>3. Compensation for the Committee Secretary:</p> <ul style="list-style-type: none"> The Committee Secretary shall receive an amount of (50,000) Saudi Riyals as allowance for performing the duties of the committee secretary. This compensation is a fixed annual amount for his/her responsibilities as the committee secretary. <p>The compensation and remuneration due to all committee members for their participation, as well as the expenses incurred for participating in committee meetings, will be calculated annually in relation to those participations. The financial amount will be paid, and they will be informed of the details through the relevant department in the Bank.</p> <ul style="list-style-type: none"> If a decision is made by the General Assembly or the Board to relieve a member from committee membership due to absence from three consecutive meetings within one year without a valid excuse accepted by the Board of Directors, the member shall not be entitled to any remuneration or compensation for the period following the last meeting attended. Additionally, the member shall return all remuneration and compensation received for that period. The Bank has the right to claim compensation for any damage to its reputation and to recover any remuneration, compensation, and other costs incurred by the Bank to facilitate the member's responsibilities, if the member commits an act that involves undermining honor and integrity, forgery, or that violates the laws and regulations of the Kingdom of Saudi Arabia or any other jurisdiction, or in the event of a breach of his/her responsibilities, duties, and obligations, which results in damage to the interests of the Bank. 	<p>The remuneration and attendance allowances for committee members and the committee's secretary shall be determined in accordance with the general framework of the remuneration and compensation of members of the Board of Directors, committees, and executive management policy as approved by the bank's General Assembly.</p>



Article Title	Current Version	Updated Version
Article Nine: Review of the Charter	<p>This Charter is subject to periodic review or when deemed necessary, with a maximum frequency of once a year, for the purpose of developing and updating it in accordance with the relevant laws and regulations, and as deemed appropriate by the Board. No amendments may be made except with the approval of the Board of Directors and the approval of the General Assembly of the Bank's Shareholders.</p>	<p>This Charter is subject to periodic review or when deemed necessary, with a maximum frequency every three years, for the purpose of developing and updating it in accordance with the relevant laws and regulations, and as deemed appropriate by the Board. No amendments may be made except with the approval of the Board of Directors and the approval of the General Assembly of the Bank's Shareholders.</p>

Attachments of Item Nine to Sixty-Eight

Table of Amendments of the
Bank's Article of Association

Amendments to the Article of Association of Bank AlJazira in Accordance with the New Companies Law

Article Number and Title	Current Version	Updated Version	Type of Change
Article (1): Article (1): Establishment	Article (1): In accordance with the provisions of the Companies Act, the Banking Control Law, other rules, and regulations in force in the Kingdom of Saudi Arabia, and these Bylaws, a Saudi joint stock company is hereby established between the relevant shareholders.	Article (1): Establishment Established in accordance with the provisions of the Companies Law issued by Royal Decree No. (M/132) dated 12 /01 1443/ AH, and its executive regulations issued by Resolution No. (284) dated 06 1444/23/ AH of His Excellency the Minister of Commerce, and this Article of Association is a Saudi joint-stock company according to the following:	Amended
Article (2): Company's Name	The name of the Company shall be "Bank AlJazira" (hereinafter referred to as the "company").	Bank AlJazira (a Saudi public joint stock company), hereinafter referred to as "the Company".	Amended
Article (3): Head Office	Article (5): Head office and subsidiaries The head office of the company shall be in Jeddah which office may be relocated to any other place in the Kingdom of Saudi Arabia based on a resolution passed at a general meeting. The board of directors may establish branches, agencies, or subsidiaries in the Kingdom of Saudi Arabia and abroad and may appoint correspondents at such places in the Kingdom and abroad as may be necessary or convenient for conducting the operations of the company, subject always to due observance of the relevant rules and regulations in force in the Kingdom of Saudi Arabia and after obtaining SAMA no-objection.	Article (3): Head Office The company's head office is located in Jeddah, and branches may be established inside or outside the Kingdom based on a decision of the Board of Directors after obtaining the prior written approval of the Saudi Central Bank (SAMA). The company's head office may be transferred to any other location within the Kingdom of Saudi Arabia after obtaining the prior written approval of the Saudi Central Bank (SAMA) and with a decision from the extraordinary general assembly.	Amended
Article (4): Company's Objects	Article (3): Company's objects s) To establish subsidiaries, or participate, in any way, in companies or bodies of activities that fall within the company's objectives, or is similar, or complementary thereto, or helps to achieve them, or integrate therewith or purchase them. It may also have an interest or participate in any way with other companies by not more than 20% of its capital and reserves or by not more than (10%) of the capital of the company in which it participates. Such participations shall not exceed the value of the reserves. It is provided that such establishment or participation shall be approved by the company's general meeting, are in line with the provisions of the banking control law and the rules and regulations in force in the Kingdom of Saudi Arabia and subject to SAMA prior written no-objection.	Article (4): Company's Objects s) To establish subsidiaries, or participate, in any way, in companies or bodies of activities that fall within the company's objectives, or is similar, or complementary thereto, or helps to achieve them, or integrate therewith or purchase them. It may also have an interest or participate in any way with other companies by not more than 20% of its capital and reserves or by not more than (10%) of the capital of the company in which it participates. Such participations shall not exceed the value of the reserves. It is provided that such establishment or participation shall be approved by the company's general meeting, are in line with the provisions of the banking control law and the rules and regulations in force in the Kingdom of Saudi Arabia and subject to the Saudi Central Bank (SAMA) prior written no-objection.	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (4): Company's Objects	Article (3): Company's objects t) To issue, subject to SAMA and CMA approval, syndication and specialized sukuk and other financing forms which are not in contradiction with the company's Articles of Association, declared policies or Banking Control Law.	Article (4): Company's Objects t) To issue, subject to the Saudi Central Bank (SAMA) and The Capital Market Authority (CMA) approval, syndication and specialized sukuk and other financing forms which are not in contradiction with the company's Articles of Association, declared policies or Banking Control Law.	Amended
Article (4): Company's Objects	Article (3): Company's objects —	Article (4): Company's Objects The Company shall conduct all operations necessary to realize its purposes and obtain the necessary licenses from the relevant authorities, if any.	Added
Article (5): Participation in and Holding of Companies	Article (4): Participation in and holding of companies Without prejudice to the Banking Control Law and subject to obtaining SAMA prior written no-objection, the company may individually establish sole proprietorship, whether limited liability, closed joint stock companies, or special purpose vehicle. It may also hold interests or shares in other existing companies, or merge with such companies, or participate with others in establishing companies, including joint-stock or limited liability companies, or funds, subject to satisfaction of the provisions of the rules and regulations in force in the Kingdom of Saudi Arabia. The company may dispose of such interests or shares provided trading brokerage thereof is excluded.	Article (5): Participation in and Holding of Companies Without prejudice to the Banking Control Law and subject to obtaining the Saudi Central Bank (SAMA) prior written no-objection, the company may individually establish sole proprietorship, whether limited liability company, closed joint stock companies, or simplified joint-stock company. special purpose vehicle. It may also hold interests or shares in other existing companies, or merge with such companies, or participate with others in establishing companies, including joint-stock or limited liability companies, or funds, subject to satisfaction of the provisions of the rules and regulations in force in the Kingdom of Saudi Arabia. The company may dispose of such interests or shares provided trading brokerage thereof is excluded.	Amended
Article (6): Company Duration	The duration of the Company shall be (99) ninety-nine calendar years, commencing from the date of the resolution taken by the Minister of Commerce announcing the incorporation of the company, which life may be extended thereafter by a resolution passed by an extraordinary general meeting at least one year before the end of the said term.	The duration of the Company shall be (99) ninety-nine Hijri calendar years, commencing from the date of the resolution taken by the Minister of Commerce announcing the incorporation of the company, which life may be extended thereafter by a resolution passed by an extraordinary general meeting at least one year before the end of the said term.	Amended
Article (7): Capital	The share capital of the Company shall be SAR 10,250,000,000 divided into 1,025,000,000 fully paid shares of equal nominal value of ten Saudi Riyals (SAR 10) each, all of which will be ordinary shares, and all of which shall rank pari passu as one class in all respects.	The share capital of the Company is (10,250,000,000) ten billion two hundred and fifty million Saudi Riyals divided into (1,025,000,000) one billion twenty-five million shares of equal nominal value of ten Saudi Riyals (SAR 10) each, all of which are ordinary shares, and the value of the amount paid from it is (10,250,000,000) ten billion two hundred and fifty million Saudi Riyals.	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (8): Issue of Shares at Premium - Jointly Held Shares	The nominal value of the company's share shall be SAR 10.0 (Saudi Riyals ten). In the event of an increase of share capital, the new shares shall not be issued at less than their par value, but they may be issued at a higher value and in such case the difference shall be recognized in an independent item under shareholders' equity and may not be distributed as dividends to shareholders. A share shall be indivisible vis-à-vis the company. In the event that a share is owned by several individuals, they shall select one person from them to exercise, on their behalf, the rights pertaining to the share, and they shall be jointly responsible for the obligations arising from the ownership of the share.	The nominal value of the company's share shall be SAR 10.0 (Saudi Riyals ten). In the event of an increase of share capital, the new shares shall not be issued at less than their par value, but they may be issued at a higher value and in such case the difference shall be recognized in an independent item under shareholders' equity and may not be distributed as dividends to shareholders. A share shall be indivisible vis-à-vis the company. In the event that a share is owned by several individuals, they shall select one person from them to exercise, on their behalf, the rights pertaining to the share, and they shall be jointly responsible for the obligations arising from the ownership of the share. The Company may also forward split its shares into shares of a lower nominal value, or reverse split its shares to represent shares of a higher nominal value, subject to the applicable laws and regulations in the Kingdom of Saudi Arabia in this regard and after obtaining the approval of the extraordinary general assembly.	Amended
-	Article (9): Share trading The shares shall be transferable, however, considering all restrictions provided for herein or in any other regulations or guidelines valid in the Kingdom of Saudi Arabia.	-	Deleted
Article (9): Shareholders' Register	Article (10): Shareholders' register	Article (9): Shareholders' Register	Amended
Article (10): Share Trading	Article (11): share trading manner All shares will be transferable in accordance with the provisions of the Capital Market Law.	Article (10): Share Trading All shares will be transferable in accordance with the provisions of the Capital Market Law and its implementing regulations.	Amended
Article (11): Seizure and Sale of Seized Shares	Article (12): Seizure and sale of seized shares	Article (11): Seizure and Sale of Seized Shares	Amended

Article Number and Title	Current Version	Updated Version	Type of Change
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>1. Subject to the provisions of Banking Control Law and all other rules and regulations in force in the Kingdom of Saudi Arabi, the extra-ordinary general meeting of the company, after having obtained a no-objection from SAMA, may increase the company's share capital provided that the share capital has been fully paid. However, the capital is not required to be fully paid if the unpaid portion of capital relates to shares issued in exchange for converting financing debt instruments or Sukuk into shares where the prescribed period for such conversion has not lapsed.</p>	<p>Article (12): Capital Increase</p> <p>1. Subject to the provisions of Banking Control Law and all other rules and regulations in force in the Kingdom of Saudi Arabi, the extraordinary general meeting of the company, after having obtained a no-objection from The Saudi Central Bank (SAMA), the extraordinary general assembly may increase the company's share capital within the limits of authorized capital, provided that the share capital has been fully paid. However, the is not required to be fully paid if the unpaid portion of capital relates to shares issued in exchange for converting financing debt instruments or Sukuk into shares where the prescribed period for such conversion has not lapsed.</p>	Amended
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>2- The extra-ordinary general meeting may, in all cases, allocate the issued shares upon capital increase, or a part thereof to the employees of the company and subsidiaries or any of them, and shareholders may not exercise the right of preference when the company issues shares allocated to employees.</p>	<p>Article (12): Capital Increase</p> <p>2- The extraordinary general meeting may, in all cases, allocate the issued shares upon capital increase, or a part thereof to the employees of the company and subsidiaries or any of them, and shareholders may not exercise the right of preference when the company issues shares allocated to employees. In all cases, the nominal value of the new shares shall be equal to the nominal value of the original shares of the same type or class.</p>	Amended
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>3. A shareholder who holds shares at the issuance of the extraordinary general meeting's resolution approving the increase of capital shall have priority to subscribe to the new shares issued against cash.</p>	<p>Article (12): Capital Increase</p> <p>3. A shareholder who owns the share on the date of issuance of the extraordinary general assembly's decision approving the increase of issued capital or the date of issuance of the board of directors' decision approving the increase of issued capital within the limit of the authorized capital shall have a preemptive right to subscribe to new shares issued against cash contributions. A shareholder shall be notified of such right, if any, by registered mail sent to the address stated in the shareholders' register or by any means of technology. The shareholder shall also be notified of the capital increase decision, the conditions and method of subscription, and the dates on which said subscription begins and ends, subject to the type and class of shares owned by him</p>	Amended
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>–</p>	<p>Article (12): Capital Increase</p> <p>5. A shareholder may sell or assign its preferential right with or without financial consideration according to the Implementing Regulations of the Companies Law</p>	Added



Article Number and Title	Current Version	Updated Version	Type of Change
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>5. A shareholder may sell or assign its preferential right to the new shares relating to such rights during the period from the date of the issuance of general meeting resolution approving the capital increase to the closing date of subscription in line with the guidelines set by the relevant regulatory authority.</p>	<p>Article (12): Capital Increase</p> <p>6. A shareholder may sell or assign its preferential right to the new shares relating to such rights during the period from the date of the issuance of general meeting resolution or from the date of issuance of the board of directors' decision approving the increase of issued capital within the limit of the authorized capital to the closing date of subscription in line with the guidelines set by the relevant regulatory authority.</p>	Amended
Article (12): Capital Increase	<p>Article (13): Capital increase</p> <p>6. Subject to paragraph (4) above, such new shares shall be allotted to the holders of preferential rights who applied for subscription in proportion to their respective existing holdings of preferential rights resulting from capital increase, provided that the number of new shares allotted to a shareholder shall not exceed what the shareholder has applied for. The remaining new shares shall be allotted to the holders of preferential rights who applied for more than their entitlement provided that the number of new shares they are allotted does not exceed what they have applied for. Any remaining new shares not allotted to existing shareholders shall be offered for public subscription unless the extraordinary general meeting resolution or the Capital Market Law provides otherwise.</p>	<p>Article (12): Capital Increase</p> <p>7. Subject to paragraph (4) above, such new shares shall be allotted to the holders of preferential rights who applied for subscription in proportion to their respective existing holdings of preferential rights resulting from capital increase, provided that the number of new shares allotted to a shareholder shall not exceed what the shareholder has applied for. The remaining new shares shall be allotted to the holders of preferential rights who applied for more than their entitlement provided that the number of new shares they are allotted does not exceed what they have applied for. Any remaining new shares not allotted to existing shareholders shall be offered for public subscription unless the extraordinary general meeting resolution or the Capital Market Law provides otherwise. In all cases, prior written approval from the Saudi Central Bank (SAMA) is required.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (13): Capital Decrease	<p>Article (14): Capital decrease</p> <p>The extra-ordinary general meeting, based on acceptable justifications, in line with the relevant rules and regulations, and after having obtained SAMA no-objection and approval of competent authorities, may resolve to decrease the company's share capital if it exceeds its requirements or if the company incurs losses. Such a decision may not be taken unless the auditors have provided a report detailing justifications, company's liabilities, and the effects of capital decrease on such liabilities. The resolution shall determine the way in which the capital decrease will be implemented. Should the decrease be due to the capital being in excess of the company's requirements, creditors shall be invited to object thereto within sixty days following the publication of the decrease resolution in a daily newspaper circulated in the city where the company's head office is located. In case a creditor objects thereto and submits his documents within the said period, the company shall pay him his debt if it is due for payment or furnish him with sufficient collateral if deferred.</p>	<p>Article (13): Capital Decrease</p> <p>The extraordinary general meeting, based on acceptable justifications, in line with the relevant rules and regulations, and after having obtained SAMA no-objection and approval of competent authorities, may resolve to decrease the company's share capital if it exceeds its requirements or if the company incurs losses. Such a decision may not be taken unless the auditors have provided a report detailing justifications, company's liabilities, and the effects of capital decrease on such liabilities. The resolution shall determine the way in which the capital decrease will be implemented. Should the decrease be due to the capital being in excess of the company's requirements, creditors shall be invited to submit their objections to the decrease, if any, at least 45 days prior to the date set for the extraordinary general assembly meeting to decide on the decrease. The invitation shall include a statement indicating the amount of capital prior to and after the decrease, the date of the meeting, and the date the decrease becomes effective. In case a creditor objects thereto and submits his documents within the said period, the company shall pay him his debt if it is due for payment or furnish him with sufficient collateral if deferred.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (14): Purchase or Own Shares	<p>Article (15): Purchase or pledge own shares</p> <p>The company may pledge or buy its shares based on the rules set by the competent authorities, after having obtained a no-objection from SAMA. The company may also, after having obtained a no-objection from SAMA, purchase its shares to be used as treasury shares and sold in line with the terms and conditions issued by CMA. The shares bought by the company shall not have voting powers at AGMs. Shares may be pledged in line with the terms and conditions set by the competent authorities. The pledgee shall be entitled to receive the dividends and use the rights related to the shares, unless otherwise agreed in the pledge contract. However, a pledgee may not attend or vote at shareholders general meetings.</p>	<p>Article (14): Purchase or Own Shares</p> <p>The company may pledge or buy its shares based on the rules set by the competent authorities, after having obtained a no-objection from the Saudi Central Bank (SAMA). The company may also, after having obtained a no-objection from the Saudi Central Bank (SAMA), purchase its shares to be used as treasury shares and sold in line with the terms and conditions issued by CMA. The shares bought by the company shall not have voting powers at AGMs. Shares may be pledged in line with the terms and conditions set by the competent authorities. The pledgee shall be entitled to receive the dividends and use the rights related to the shares, unless otherwise agreed in the pledge contract. However, a pledgee may not attend or vote at shareholders general meetings.</p> <p>The company may also, after obtaining the no-objection of the Saudi Central Bank (SAMA), purchase its shares to use them as treasury shares for the purpose of allocating them to the company's employees in accordance with the controls and conditions issued by the regulatory authorities. The shares purchased by the company do not have votes in shareholders' meetings.</p>	Amended
Article (15): Debt Instruments	Article (16): Debt instruments	Article (15): Debt Instruments	Amended
Section (4): Board of directors	Section (4): Management of company	Section (4): Board of directors	Amended
Article (16): Management of Company	<p>Article (17): Board of directors</p> <p>The Company shall be managed by a board of directors, which shall be composed of nine (9) directors elected, after having obtained SAMA no objection, by the ordinary general meeting for three-year terms pursuant to the accumulative voting method. All Directors may be reappointed for new terms.</p>	<p>Article (16): Management of Company</p> <p>After fulfilling the suitability requirements determined by the Saudi Central Bank (SAMA) and obtaining a letter of no-objection from it; the Company shall be managed by a board of directors, which shall be composed of nine (9) directors elected, by the ordinary general meeting for three-year terms pursuant to the accumulative voting method. All Directors may be re-elected or reappointed for new terms.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (17): End or Termination of Board Membership	<p>Article (18): End of board membership</p> <p>The office of a director shall be vacated:-</p> <p>at the end of board term,</p> <p>upon resignation or death of director,</p> <p>if the Director becomes disqualified from holding office under any law in force in the Kingdom of Saudi Arabia,</p> <p>if the Director is removed from his office by a resolution passed by the general meeting without prejudice to their rights to compensation in case the termination was unjustified or at an inappropriate time.</p> <p>if the Director is found to be of unsound mind,</p> <p>if the Director is convicted of an offence involving dishonesty, fraud, or moral turpitude,</p> <p>if the Director becomes bankrupt or makes any arrangement or settlement with his creditors.</p> <p>if the director takes the directorship of any other bank in the Kingdom of Saudi Arabia.</p> <p>If a director resigns, provided that such resignation is made at a proper time, otherwise he shall be responsible vis-à-vis the Company for any damages resulting from his resignation.</p> <p>If a director fails to attend 3 meetings in a year without a justifiable reason</p>	<p>Article (17): End or Termination of Board Membership</p> <p>The office of a director shall be vacated according to the following cases and restrictions: -</p> <p>Upon the expiration of its term or upon the expiration of the member's validity thereof in accordance with any applicable laws or instructions in the Kingdom of Saudi Arabia. The general assembly may, upon the recommendation of the board of directors, terminate the membership of any member who fails to attend three consecutive meetings during the year or five non-consecutive meetings during the course of his membership without an excuse acceptable to the board.</p> <p>upon resignation of director,</p> <p>if the Director is found to be of unsound mind,</p> <p>if the Director is convicted of an offence involving dishonesty, fraud, or moral turpitude,</p> <p>if the Director becomes bankrupt or makes any arrangement or settlement with his creditors.</p> <p>if the director takes the directorship of any other bank in the Kingdom of Saudi Arabia.</p> <p>The ordinary general assembly may, however, and after notifying the Saudi Central Bank (SAMA) in writing, remove some or all board members. In such case, the ordinary general assembly shall elect a new board of directors or a replacement for removed members, as the case may be, after obtaining a written non-objection from the Saudi Central Bank (SAMA), in accordance with the provisions of companies Law.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (18): Expiry of the Term of the Board of Directors, the Retirement of its Members, or the Vacancy of Membership	<p>If the position of a director becomes vacant, the board may, after having obtained SAMA no-objection, temporarily appoint a director in the vacant position, provided such appointed director is an experienced and competent member. The Ministry of Commerce, CMA and SAMA shall be notified of such appointment within five (5) business days. Such appointment shall be presented to the next ordinary general meeting for approval. The so appointed director shall complete the term of his predecessor. If the number of board directors falls below the quorum required for its meetings, the ordinary general meeting shall be called to meet within 60 days to elect the required number of directors.</p>	<p>Article (18): Expiry of the Term of the Board of Directors, the Retirement of its Members, or the Vacancy of Membership.</p> <ol style="list-style-type: none"> 1. The board of directors shall call the ordinary general assembly to convene in ample time prior to the expiration of the board's term to elect a board of directors for a new term. If the election cannot be held and the term of the current board expires, its members shall continue to carry out their duties until a board of directors is elected for a new term, provided that they do not continue to carry out their duties beyond the period specified in the Regulations. 2. If the chairman and members of the board of directors resign, they shall call for an ordinary general assembly meeting to elect a new board. The resignation shall not take effect until a new board is elected, provided that the resigning board does not continue to carry out its duties beyond the period specified in the Regulations. 3. A board member may resign pursuant to a written notice submitted to the chairman of the board of directors. If the chairman of the board resigns, the notice shall be submitted to the board members and the board's secretary. In both cases, the resignation shall take effect from the date specified in the notice. 4. If the position of a board member becomes vacant due to his death or resignation, and if the minimum number of members required for the validity of board meetings is not affected by such vacancy, the board may appoint a qualified person with relevant expertise to provisionally fill the vacancy. The appointment shall be reported to the Commercial Register in the Ministry of Commerce within 15 days, and to the CMA and Saudi Central Bank (SAMA) shall be notified of such appointment within five (5) business days. And to meet the Saudi Central Bank (SAMA) and the regulatory authorities with the necessary appointment and disclosure requirements in addition to requesting a no-objection from the Saudi Central Bank (SAMA), and it shall be submitted to the ordinary general assembly in its first meeting. The appointed member shall complete the term of his predecessor. 5. If the number of board members falls below the minimum number required for the validity of board meetings, the remaining members shall call for an ordinary general assembly meeting within 60 days to elect the required number of members. 	Added & Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (19): Power of the Board	<p>Article (19): Powers of board of directors</p> <p>Without prejudice to the to the powers conferred on the general meetings, the board shall be vested with full powers to manage the business of the company and supervise its affairs to achieve its objectives hereunder, provided these by-laws should not have explicitly provided for fulfillment of such duties by the general meeting. The board shall, in the discharge of its duties, exercise all such powers and do all such acts and things as the company is authorized to exercise and doThe board is empowered to make loans for terms exceeding 3 years, to buy, sell and mortgage real estate and assets, to release the company's debtors from their obligations, to compromise and to accept arbitration, establish companies, participate, and hold shares or interests in other companies or establishments in and out of the Kingdom of Saudi Arabia, and supervise and manage them.</p> <p>The board shall have full powers, after having obtained SAMA approval, to enter into a technical service management agreement with any company specialized in banking business, or to partner therewith as appropriate.</p> <p>The board may delegate any of its powers to its chairman and/or managing director, another director or to any committee consisting of board members, or to any of the company's officers or employees. The board may also, from time to time, delegate any specific power or powers to any other persons for such period as the board may think fit. However, the board may not donate any of the company's monies except within the limits provided for in the rules and regulations in force in the Kingdom of Saudi Arabia.</p>	<p>Article (19): Power of the Board</p> <p>Without prejudice to the to the powers conferred on the general meetings, the board shall be vested with full powers to manage the business of the company and supervise its affairs to achieve its objectives hereunder, provided these by-laws should not have explicitly provided for fulfillment of such duties by the general meeting. The board shall, in the discharge of its duties, exercise all such powers and do all such acts and things as the company is authorized to exercise and doThe board is empowered to make loans for terms exceeding 3 years, to buy, sell and mortgage real estate and assets, to release the company's debtors from their obligations, to compromise and to accept arbitration, establish companies, participate, and hold shares or interests in other companies or establishments in and out of the Kingdom of Saudi Arabia, and supervise and manage them.</p> <p>The board shall have full powers, after having obtained Saudi Central Bank (SAMA) approval, to enter into a technical service management agreement with any company specialized in banking business, or to partner therewith as appropriate.</p> <p>The board may delegate any of its powers to its chairman and/or managing director, another director or to any committee consisting of board members, or to any of the company's officers or employees. The board may also, from time to time, delegate any specific power or powers to any other persons for such period as the board may think fit. However, the board may not donate any of the company's monies except within the limits provided for in the rules and regulations in force in the Kingdom of Saudi Arabia.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (20): Executive Committee	<p>The board shall appoint, from among its members, an executive committee after having obtained SAMA no-objection for member appointment. In line with the guidelines and terms issued by the board from time to time, the executive committee may exercise all powers vested thereon by the board, however, the committee shall not have the power to alter any decisions, rules or regulations taken or laid down by the board. The executive committee shall consist of (5) members, including the chairman. The board of directors may replace the members of the executive committee and appoint a replacement in the vacant positions. The board shall determine the powers and competences of the executive committee. The executive committee shall meet at the request of its chairman or two of its members. The committee shall appoint a secretary to note its deliberations, decisions, and recommendations. No executive committee meeting shall be valid unless attended by at least 4 members either in person or by way of proxy provided that 3 members shall at least be present personally. A member of the executive committee may delegate another member to attend and vote at the meetings of the executive committee. However, a member may not attend in proxy for more than one member of the executive committee. The resolutions of the executive committee shall be passed unanimously, and in case of equal votes, the chairman shall have the casting vote. The proceedings, resolutions and recommendations of the committee shall be documented in minutes of meetings signed by the chairman and secretary of the committee and circulated to all board members. Attendance of committee meetings may be made through visual or audio communication means, or both. Attendance in such ways shall be deemed a personal attendance. Resolutions of the committee can be issued by circulation unless any member requests in writing to hold a meeting for deliberation thereon. The committee members shall be paid attendance fees as decided by the board in line with any terms provided for by the rules and regulations.</p>	<p>The Board of Directors shall form an Executive Committee from among its members in accordance with the relevant issued regulations, rules and instructions, provided that a written non-objection is obtained from the Saudi Central Bank (SAMA).</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (21): Audit Committee	<p>An audit committee shall be formed by a resolution of the ordinary general meeting from non executive board members, either shareholders or others. The audit committee shall consist of not less than three (3) and not more than five (5) members, to be appointed after obtaining SAMA no-objection. The resolution of the ordinary general meeting shall specify tasks, operation guidelines and member remuneration of the audit committee in line with the rules and regulations in force. The members of the audit committee should meet the regulatory guidelines and terms and must be approved in writing by SAMA before their appointment. A meeting of the Audit Committee shall only be valid if attended by the majority of its members. The Committee's resolutions will be taken by the majority of members present, and the chairman of the Audit Committee shall have a casting vote in the event of a tie. The audit committee is empowered to supervise the company's activities, access the company's books and records, request information and clarification from directors or executive management, and convene the general meeting if the board obstructs its work or if the company incurs significant losses or damages. The audit committee shall examine the company's financial statements, reports and notes provided by the auditor, and prepare an annual report regarding the sufficiency of the internal audit policies and controls, and any other work conducted within its scope. The board shall make available for shareholders a sufficient number of copies at the company's head office at least twenty-one (21) days before the general meeting. Such report shall be read during the general meeting.</p>	<p>The Board of Directors shall form the Audit Committee in accordance with the relevant issued regulations, rules and instructions, provided that the written non-objection of the Saudi Central Bank (SAMA) is obtained.</p>	Amended
Article (22): (a) Board Member Attendance Fee	<p>Article (22): (a) Board member attendance fees</p> <p>The remuneration and attendance fees of the board members shall consist of a specific amount and attendance fees on the basis of specified amounts. The remuneration terms shall be specified in a separate policy approved by the general meeting. A member of the executive committee and other board committees shall be paid for each meeting attended the same allowance as that specified for the board meetings. Such remuneration and allowances shall not exceed the amounts specified in Article 76 of the Companies Act. They will also be in line with guidelines and terms set by SAMA.</p>	<p>Article (22): (a) Board Member Attendance Fee</p> <p>The remuneration and attendance fees of the board members shall consist of a specific amount and attendance fees on the basis of specified amounts. The remuneration terms shall be specified in a separate policy approved by the general meeting. A member of the executive committee and other board committees shall be paid for each meeting attended the same allowance as that specified for the board meetings, provided that it is fair, incentivizing, and commensurate with the performance of the member and the company. The Regulations shall specify the rules necessary for the implementation of this Article.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary	<p>Article (23): Appointment of Chairman/Deputy Chairman/CEO/MGD/ Secretary:</p> <p>The chairman shall have the right to fully represent the company before all authorities concerned, judiciary authorities and others and request arbitration. He is empowered to the right of demand, filing claims, institute actions, plead and defend, hear claims, and reply thereto; request to include or interfere before all courts, bureau of grievances and settlement committees; seek reconsideration; request annulment of judgements by the supreme court; request disqualification of judges.</p> <p>present witnesses, statements, and appeal against the same; acknowledge, deny, compromise, assign, relieve liability, request oath, refute and refrain to give oath; answer; contest and amend; claim forgery; reject scripts, seals & signatures; request rehabilitation; request travel ban and uplift ban; follow up with implementation departments; request imprisonment and uplift thereof, request blockage and enforcement of judgment, request arbitration, appoint experts and arbitrators and fix their fees; accept, and reject their reports, request replacement thereof; request execution of judgments, accept or deny judgments, submit objection to judgments and appeal against them in all legal ways; receipt of judgements and amounts before all types of judiciary authorities and committees.</p> <p>...</p>	<p>Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary</p> <p>The chairman shall have the right to fully represent the company before all authorities concerned, judiciary authorities and others and request arbitration. He is empowered to the right of demand, filing claims, institute actions, plead and defend, hear claims, and reply thereto; request to include or interfere before all courts, bureau of grievances and settlement committees; seek reconsideration; request annulment of judgements by the supreme court; request disqualification of judges.</p> <p>present witnesses, statements, and appeal against the same; acknowledge, deny, compromise, assign, relieve liability, request oath, refute and refrain to give oath; answer; contest and amend; claim forgery; reject scripts, seals & signatures; request rehabilitation; request travel ban and uplift ban; follow up with implementation departments; request imprisonment and uplift thereof, request blockage and enforcement of judgment, request arbitration, appoint experts and arbitrators and fix their fees; accept, and reject their reports, request replacement thereof; request execution of judgments, accept or deny judgments, submit objection to judgments and appeal against them in all legal ways; receipt of judgements and amounts before all types of judiciary authorities and committees.</p> <p>...</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary	<p>The chairman, CEO and Managing director, jointly or singly, shall have the right to sell properties at deferred price or on instalments, uplift mortgage by a letter from Bank Aljazira, transfer of sponsorship and sale under property mortgage, assign and accept assignment, amend pledged title deeds, hand over and receive price, transfer of sponsorship, split and alienate, receive, merge, update and amend title deeds before the notary publics and all competent authorities within the terms specified by the board of directors; assign area shortage and accept increased area; transfer residential land to agricultural or industrial lands and vice versa; amend name of owner, civil status and ID number; amend borders, lengths, areas and numbers of plots, plans and title deeds and dates, names of districts; annex the extra area adjacent to the land; waive and compromise in favor of government properties; issue duplicate title deeds, transfer arm to meters in the deed; issue a fencing license, demolition, building or renovation of buildings, issue building completion certificate; draw a plan of the owned land, follow up with municipalities and receive amounts and special compensations; receive special pricing, accept and reject pricing, lease, sign, amend, renew, revoke lease contracts and receive and deliver rent; appoint and delegate the official representatives of the company and companies participating therein and fix their fees and appointment term; follow up with the directorate general of traffic, directorate general of prisons, police centers, attorney public, directorate of forensic affairs, directorate of civil defense; follow up with all government and non-government departments; request implementation of services and cancellation thereof; complete all transactions and receive and deliver all requirements to finalize the company's transactions with these departments; establish companies, sign memorandums of association and amendment endorsements and partners resolutions and basic regulations; appoint managers and specify their powers and removal thereof; specify and amend the management article; capital increase and decrease by way of all regular manners; specify and buy shares and pay the price; sell the shares and receive the price, assign shares, transfer of shares and bonds; amend the company's objects, amend the provisions of the memorandums of Association and amendment supplements and Articles of associations before all official departments and notary public; issue and renew commercial registers and licenses; sign the company's contracts with others, publish memorandums and Articles of Association and amendments and summaries; deal with banks and local and external banking institutions; sign, receive and deliver; empower any selected person from inside or outside the company to carry out all or part of the powers reflected in this article; empowering the delegated representative to delegate his powers to others in line with the provisions of the Banking Control Law.</p>	<p>The chairman, CEO and Managing director, jointly or singly, shall have the right to sell properties at deferred price or on instalments, uplift mortgage by a letter from Bank Aljazira, transfer of sponsorship and sale under property mortgage, assign and accept assignment, amend pledged title deeds, hand over and receive price, transfer of sponsorship, split and alienate, receive, merge, update and amend title deeds before the notary publics and all competent authorities within the terms specified by the board of directors; assign area shortage and accept increased area; transfer residential land to agricultural or industrial lands and vice versa; amend name of owner, civil status and ID number; amend borders, lengths, areas and numbers of plots, plans and title deeds and dates, names of districts; annex the extra area adjacent to the land; waive and compromise in favor of government properties; issue duplicate title deeds, transfer arm to meters in the deed; issue a fencing license, demolition, building or renovation of buildings, issue building completion certificate; draw a plan of the owned land, follow up with municipalities and receive amounts and special compensations; receive special pricing, accept and reject pricing, lease, sign, amend, renew, revoke lease contracts and receive and deliver rent; appoint and delegate the official representatives of the company and companies participating therein and fix their fees and appointment term; follow up with the directorate general of traffic, directorate general of prisons, police centers, attorney public, directorate of forensic affairs, directorate of civil defense; follow up with all government and non-government departments; request implementation of services and cancellation thereof; complete all transactions and receive and deliver all requirements to finalize the company's transactions with these departments; establish companies, sign memorandums of association and amendment endorsements and partners resolutions and basic regulations; appoint managers and specify their powers and removal thereof; specify and amend the management article; capital increase and decrease by way of all regular manners; specify and buy shares and pay the price; sell the shares and receive the price, assign shares, transfer of shares and bonds; amend the company's objects, amend the provisions of the memorandums of Association and amendment supplements and Articles of associations before all official departments and notary public; issue and renew commercial registers and licenses; sign the company's contracts with others, publish memorandums and Articles of Association and amendments and summaries; deal with banks and local and external banking institutions; sign, receive and deliver; the chairman of the board of directors may, pursuant to a written decision, delegate certain powers to other board members or to others to carry out certain acts, empower any selected person from inside or outside the company to carry out all or part of the powers reflected in this article; empowering the delegated representative to delegate his powers to others in line with the provisions of the Banking Control Law.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary	<p>Article (23): Appointment of Chairman/ Deputy Chairman/CEO/MGD/Secretary</p> <p>f) The term of the chairman, CEO, managing director and secretary - if he is a member of the board of directors – shall not exceed the duration of their respective memberships on the board, and they may be re-elected.</p>	<p>Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary</p> <p>f) The term of the chairman, CEO, managing director and secretary - if he is a member of the board of directors – shall not exceed the duration of their respective memberships on the board, and they may be re-elected. The board of directors may remove the chairman, vice-chairman, managing director, chief executive officer, and board secretary, or any of them, from their positions. However, this shall not result in the termination of their board membership.</p>	Amended
Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary	<p>Article (23): Appointment of Chairman/ Deputy Chairman/CEO/MGD/Secretary</p> <p>g) SAMA no-objection shall be obtained for the selection and appointment of members in the positions mentioned herein.</p>	<p>Article (23): Powers of the Chairman, Deputy Chairman, Managing Director and Secretary</p> <p>g) The Saudi Central Bank (SAMA) no-objection shall be obtained for the selection and appointment of members in the positions mentioned herein.</p>	Amended
Article (24): Board Meetings	<p>Without prejudice to the requirements of the rules and regulations, the board of directors shall meet at any specified place (4) times at least per year at the invitation of its chairman which invitation shall be accompanied by the meeting agenda. The chairman of the board shall call for the meeting if asked by two members. Each member shall be invited by registered mail, fax, or e-mail at least two weeks prior to the meeting date. In the absence of the chairman at any meeting, the deputy chairman shall preside over the meeting, and in case both were absent, the director appointed by the present members shall preside over the meeting.</p>	<p>Without prejudice to the requirements of the rules and regulations, the board of directors shall meet at any specified place (4) times at least per year, at least one meeting every three months, at the invitation of its chairman or a request from one of its members which invitation shall be accompanied by the meeting agenda. The chairman of the board shall call for the meeting If any member of the Council requests him in writing to discuss any issues. Each member shall be invited e-mail or through other means of communication at least five days prior to the meeting date, and the board of directors shall determine the location of its meetings, and may hold its meetings through means of technology. In the absence of the chairman at any meeting, the deputy chairman shall preside over the meeting, and in case both were absent, the director appointed by the present members shall preside over the meeting. The invitation may be sent within a period of less than five days if the situation calls for an emergency meeting.</p>	Amended

Article Number and Title	Current Version	Updated Version	Type of Change
Article (25): Board Meeting and Resolutions	Article (25): Quorum and resolutions of board	Article (25): Board Meeting and Resolutions	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (26): Disclosure of Personal Interests and Competing with Company	<p>A director may not have any personal interest, whether direct or indirect, in any business or contracts made for the account of the company, unless authorized by the ordinary general meeting in line with the terms set by the competent authorities. A director must declare to the board of his direct or indirect interest in the deals and contracts made to the company's account. Such declaration shall be recorded in the minutes of the board meeting. Such director shall not participate in the voting on the resolution passed on such matter at the board or general meetings. The Chairman shall inform the general meeting of the business or contracts in which a director has a direct or indirect interest, and such notification will be accompanied by a special report prepared by the company's auditor. In case an interested director fails to disclose his interest, the company or any interested party may request the judicial authority to revoke such contract or oblige the director to surrender any profit made out of such deals or contracts. Board members objecting to the resolution shall not be held liable once they expressly prove their objection in the minutes of meeting.</p> <p>Non- attendance of the meeting at which the resolution has been passed shall not be deemed a cause of exemption from liability unless the absent member proves he was unaware of the resolution or was unable to object thereto after becoming aware thereof. A board member may not participate in any business that would compete with the company, or which would compete with the company in any of its lines of activity, failing which the company shall have the right to request him, before the competent judiciary authority, to pay an appropriate compensation thereto, unless he had obtained a permit from the AGM allowing him to undertake such activity, in accordance with the regulations set by the competent authorities. The Company may, within its objects and the conditions and actions it follows in its transactions with the public, and in accordance with the provisions of the Banking Control Law and SAMA guidelines, extend loans to a member of the board, or a shareholder, or open letters of credit to him, or provide him with a security against the loans he obtains from other parties.</p>	<p>A director and a member of one of its committees may not have any personal interest, whether direct or indirect, in any business or contracts made for the account of the company, unless authorized by the ordinary general meeting or from the Board of Directors under authorization from the ordinary general assembly in line with the terms set by the competent authorities. A director must declare to the board of his direct or indirect interest in the deals and contracts made to the company's account. Such declaration shall be recorded in the minutes of the board meeting. Such director shall not participate in the voting on the resolution passed on such matter at the board or general meetings. The Chairman shall inform the general meeting of the business or contracts in which a director has a direct or indirect interest, and such notification will be accompanied by a special report prepared by the company's auditor. In case an interested director fails to disclose his interest, the company or any interested party may request the judicial authority to revoke such contract or oblige the director to surrender any profit made out of such deals or contracts. Board members objecting to the resolution shall not be held liable once they expressly prove their objection in the minutes of meeting.</p> <p>Non- attendance of the meeting at which the resolution has been passed shall not be deemed a cause of exemption from liability unless the absent member proves he was unaware of the resolution or was unable to object thereto after becoming aware thereof.</p> <p>Liability for damages arising from the transactions and contracts shall be borne by the board member having interest in such transactions or contracts; liability shall also be borne by other board members for their omission or negligence in the performance of their duties in violation of said paragraph, or if it is established that the transactions and contracts are unfair or involve a conflict of interest and shareholders sustain damage therefrom.</p> <p>A board member may not participate in any business that would compete with the company, or which would compete with the company in any of its lines of activity, failing which the company shall have the right to request him, before the competent judiciary authority, to pay an appropriate compensation thereto, unless he had obtained a permit from the AGM allowing him to undertake such activity, in accordance with the regulations set by the competent authorities.</p> <p>The Company may, within its objects and the conditions and actions it follows in its transactions with the public, and in accordance with the provisions of the Banking Control Law and The Saudi Central Bank (SAMA) guidelines, extend loans to a member of the board, or a shareholder, or open letters of credit to him, or provide him with a security against the loans he obtains from other parties.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (27): Issuing Board Decisions on Urgent Matters	—	Article (27): Issuing Board Decisions on Urgent Matters The board of directors may issue decisions on urgent matters by circulation to all members, unless a member submits a written request for a board meeting to deliberate such matters. The decisions shall be passed by the majority vote of members. Such decisions shall be presented to the board of directors at its subsequent meeting to be recorded in the minutes of said meeting.	Added
Article (28): Board Deliberations	Article (27): Board and Executive Committee Meetings register The proceedings and resolutions of the board shall be written in minutes to be circulated among all members of the board and signed by the chairman and the secretary after having been approved by the board, by having all members' signatures affixed on one copy of the minutes. Such minutes shall be recorded in a special register signed by both the chairman and secretary.	Article (28): Board Deliberations 1. Deliberations and decisions of the board of directors shall be recorded in minutes prepared by the board secretary and signed by the meeting chairman, attending board members, and board secretary. 2. The minutes shall be recorded in a special register signed by the chairman of the board and board secretary. 3. Means of technology may be used to obtain signatures, record deliberations and decisions, and prepare meeting minutes.	Amended
Article (29): Shareholders General Meeting	Article (28): Shareholders general meeting	Article (29): Shareholders General Meeting	Amended
Article (30): General Assembly Meeting of Shareholders	Article (29): Attendance of general meetings Each shareholder, regardless of the number of shares he holds, shall have the right to attend shareholders general assembly meetings physically or through the other means permitted in line with the relative rules and regulations. He may also delegate another person, who is not a board member, staff or a person assigned permanent technical or administrative job for the company, to attend the general meeting on his behalf.	Article (30): General Assembly Meeting of Shareholders 1. Shareholder general assembly meetings shall be chaired by the chairman of the board of directors, the vice-chairman in case of the chairman's absence, or any member designated by the board of directors in the absence of both the chairman and vice-chairman. If none of the above is possible, the shareholders shall vote to designate a board member or any other person to chair the general assembly meeting. The chairman shall appoint the Secretary of the assembly, and shall also appoint two vote collectors from among the present shareholders.	Amended
Article (31): Constituent General Meeting	Article (30): Constituent general meeting	Article (31): Constituent General Meeting	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (32): Ordinary General Meeting	Article (31): Ordinary general meeting	Article (32): Ordinary General Meeting	Amended
Article (33): Extraordinary General Meetings	Article (32): Extra-ordinary general meetings	Article (33): Extraordinary General Meetings	Amended
Article (34): Call for Assemblies Meetings	<p>Article (33): Convening of general meetings:</p> <p>The ordinary or extra-ordinary general meeting shall be convened at the instance of the board of directors. The board of directors shall convene the ordinary general meeting if requested to do so by SAMA or the Auditors or the Audit Committee or by a number of shareholders, representing at least 5% (five per cent) of the share capital, or based upon a resolution by the competent authority.</p> <p>If the general meeting is not convened within a month of the date scheduled for the meeting, the competent authority may convene the meeting at the request of shareholders representing 2% of the company's capital at least should any of the cases provided for in the Companies Act or other related rules, apply.</p> <p>The notice of the general meeting, after having obtained the approval of supervisory authorities, shall be published in the official Gazette and in a daily newspaper circulating in the locality of the company's head office at least 21 days prior to the date fixed for the meeting.</p> <p>Such notice may be sent to all shareholders by registered mail within the said period. The notice shall contain the time and place of the meeting as well as the meeting agenda. Copies of the invitation and the agenda should be sent to SAMA, Ministry of Commerce and CMA during the period fixed for publication.</p>	<p>Article (34): Call for Assemblies Meetings</p> <p>The ordinary or extraordinary general meeting shall be convened at the instance of the board of directors using contemporary technologies means. The Board shall invite the Ordinary General Assembly meeting to convene within 30 days if requested by the auditor or by a shareholder, or more, representing at least 10% of the company's voting shares. If the board fails to call for a general assembly meeting the auditor may call for such meeting. The Board shall also call the Ordinary General Assembly to convene upon the request of the Saudi Central Bank (SAMA).</p> <p>The call for an assembly meeting shall be made at least 21 days prior to the date set for the meeting in accordance with the provisions of the Companies Law and its implementing regulations, provided that:</p> <ul style="list-style-type: none"> - Shareholders are notified of the meeting by registered mail sent to the addresses registered in the shareholders' register, or by an announcement using means of technology. 	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (35): General Meeting Attendance Register	<p>Article (34): General meeting attendance register:</p> <p>Shareholders wishing to attend the ordinary or extra-ordinary general meeting shall register their names at the company's head office prior to the start of the general meeting.</p> <p>When the meeting convenes, a list shall be drawn showing the names of the shareholders present in person or represented by proxy, the number of the shares held by each shareholder in person or by proxy and the number of votes attached to such shares. Any interested party shall have the right to examine such list.</p>	<p>Article (35): General Meeting Attendance Register</p> <p>Shareholders wishing to attend the ordinary or extraordinary general meeting shall register their names at the company's head office prior to the time specified to convened and the start of the meeting, or using contemporary technologies means.</p>	Amended
Article (36): Quorum of Ordinary General Assembly Meetings	<p>Article (35): Ordinary general meeting quorum</p> <p>The ordinary general meeting shall be valid only if attended by shareholders representing at least one quarter of the share capital. In case this quorum is not attained at the first meeting a notice shall be made for a second meeting to be held within thirty days after the preceding meeting. Such notice shall be published in the manner prescribed in Article (31) hereof. However, a second meeting may be held within one (1) hour following the time set for the preceding meeting provided that the meeting notice expressly allows for that. The second meeting shall be valid irrespective of the number of shares represented therein.</p>	<p>Article (36): Quorum of Ordinary General Assembly Meetings</p> <p>The ordinary general meeting shall be valid only if attended by shareholders representing at least one quarter of the company's voting shares. In case this quorum is not attained at the first meeting a notice shall be made for a second meeting to be held under the same conditions stipulated in Article (91) in Companies Law within thirty days after the preceding meeting. Such notice shall be published in the manner prescribed in Article (91) in Companies Law. However, a second meeting may be held within one (1) hour following the time set for the preceding meeting provided that the meeting notice expressly allows for that. The second meeting shall be valid irrespective of the number of voting shares represented therein.</p>	Amended
Article (37): Quorum of Extraordinary General Assembly Meetings	<p>Article (36): Extra-ordinary general meeting quorum:</p> <p>The extra-ordinary general meeting shall be valid only if attended by shareholders representing at least one half of the share capital. In case this quorum is not attained at the first meeting a notice shall be made for a second meeting to be held within thirty days after the preceding meeting. Such notice shall be published in the manner prescribed in Article (31) hereof. However, a second meeting may be held within one (1) hour following the time set for the preceding meeting provided that the meeting notice expressly allows for that. In all cases, the second meeting shall be valid if attended by shareholders representing one quarter of the share capital at least. In case the quorum for the second meeting is not attained, an invitation for a third meeting shall be made in line with Article 31 hereof. The third meeting shall be valid irrespective of the number of shares represented therein.</p>	<p>Article (37): Quorum of Extraordinary General Assembly Meetings</p> <p>The extraordinary general meeting shall be valid only if attended by shareholders representing at least half of the company's voting shares. In case this quorum is not attained at the first meeting a notice shall be made for a second meeting to be held under the same conditions stipulated in Article (91) in Companies Law. However, a second meeting may be held within one (1) hour following the time set for the preceding meeting provided that the meeting notice expressly allows for that. In all cases, the second meeting shall be valid if attended by shareholders representing a quarter of the company's voting shares at least. In case the quorum for the second meeting is not attained, an invitation for a third meeting shall be made in line with Article (91) hereof. The third meeting shall be valid irrespective of the number of voting shares represented therein.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (38): Voting in Assemblies	<p>Article (37): Voting rights</p> <p>Votes at an ordinary and an extraordinary general meeting shall be calculated on the basis of one (1) vote for each share. However, members of the board may not participate in voting on resolutions of the ordinary and extraordinary general meeting pertaining to their remuneration and benefits or to relieving them from liability for their management of the company or giving them the necessary permits required to perform or contract some business which entail direct or indirect interests. Accumulative voting method shall be used when electing directors of the board so that the voting right of a share may not be used more than once.</p>	<p>Article (38): Voting in Assemblies</p> <p>1. Votes at assemblies shall be calculated on the basis of one (1) vote for each share, accumulative voting method shall be used when electing directors of the board so that the voting right of a share may not be used more than once.</p> <p>2. Members of the board may not participate in voting on resolutions of the assemblies meeting pertaining to contracts or businesses which entail direct or indirect interests or comprises conflict of interest. their remuneration and benefits or to relieving them from liability for their management of the company.</p>	Amended
Article (39): Resolutions of Assemblies	<p>Article (38): Resolutions of general meetings</p> <p>Resolutions of the ordinary general meeting shall be adopted by a majority of votes represented at the meeting. Resolutions of the extraordinary general meeting shall be adopted by a majority vote of at least two thirds of the shares represented at the meeting thereof except in respect of resolutions pertaining to the increase or decrease of share capital, the extension of the company's duration or its dissolution before its term or merging it into another company, which shall be adopted by a majority of votes of three fourths of the share capital represented at the meeting. The resolution shall not be valid unless SAMA written no-objection has been obtained.</p> <p>The board of directors shall announce the resolutions of extra-ordinary general meeting if these include amendment to the company's Articles of Association, as per the provisions of Companies Act.</p>	<p>Article (39): Resolutions of Assemblies</p> <p>Resolutions of the ordinary general meeting shall be adopted by a majority of votes represented at the meeting. Resolutions of the extraordinary general meeting shall be adopted by a majority vote of at least two thirds of the shares represented at the meeting thereof except in respect of resolutions pertaining to the increase or decrease of share capital, the extension of the company's duration or its dissolution before its term or merging it into another company, which shall be adopted by a majority of votes of three fourths of the share capital represented at the meeting. The resolution shall not be valid unless Saudi Central Bank (SAMA) written no-objection has been obtained.</p> <p>Decisions of the extraordinary general assembly which are required to be registered with the Commercial Register as prescribed by the Implementing Regulations of Companies Law shall be registered therewith by the board of directors within 15 days from their issuance date.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (40): Discussion in Assemblies	<p>Article (39): Shareholders right to raise questions at the general meetings:</p> <p>Any shareholder shall have the right to discuss the matters put on the agenda of the general meeting as well as to address pertinent questions to the directors and the auditors. The directors and auditors shall answer shareholders' questions to such an extent that would not jeopardize the company's interest. In case a shareholder feels that the answer to his question is unsatisfactory he may appeal to the general meeting whose decision shall be binding.</p>	<p>Article (40): Discussion in Assemblies</p> <p>Any shareholder shall have the right to discuss the matters put on the agenda of the general Assembly meeting as well as to address pertinent questions to the directors and the auditors. The directors or auditors shall answer shareholders' questions to such an extent that would not jeopardize the company's interest. In case a shareholder feels that the answer to his question is unsatisfactory he may appeal to the general Assembly meeting whose decision shall be binding.</p>	Amended
Article 14 (1): Preparation of Minutes Assemblies	<p>Article (40): general meeting deliberations</p> <p>The chairman of the board shall preside over shareholders general meetings, and the deputy chairman will assume this task in the absence of chairman. In the absence of both chairman and deputy chairman, any director selected by the board shall preside over such meetings. The chairman of the board shall appoint a secretary of the assembly and vote canvassers from among the present shareholders.</p> <p>Minutes shall be written for the general meeting showing the names of shareholders present or represented, the respective shares they hold personally or by way of proxy, the number of votes allotted thereto, the resolutions adopted, the number of votes for or against them and an adequate resume of the discussions which took place at the meeting. Such minutes shall be recorded after each meeting in a special register to be signed by the chairman, the secretary, and the vote canvassers.</p>	<p>Article (41): Preparation of Minutes Assemblies</p> <p>Minutes shall be written for the general meeting showing the names and number of shareholders present or represented, the respective shares they hold personally or by way of proxy, the number of votes designated thereto, the resolutions adopted, the number of votes for or against them, and an adequate resume of the discussions which took place during the meeting. Such minutes shall be recorded after each meeting in a special register to be signed by the chairman, the secretary, and the vote canvassers.</p>	Amended
Section (6): Auditors	Section (6): Auditors	Section (6): Auditors	No update



Article Number and Title	Current Version	Updated Version	Type of Change
Article (42): Appointment, Removal, and Resignation of Company Auditor	<p>Article (41): Auditors</p> <p>The Company shall have two Auditors to be appointed annually by the general meeting, based on a recommendation by the Audit Committee, from amongst the approved chartered accountants licensed to operate in the Kingdom of Saudi Arabia. The said general meeting shall fix their term and remuneration and may reappoint them.</p>	<p>Article (42): Appointment, Removal, and Resignation of Company Auditor</p> <p>The Company shall have one auditor, or more for accounts, licensed to practice in the Kingdom and independent according to the professional standards adopted in the Kingdom, they are not allowed to purchase shares or stocks in the company whose accounts they are auditing, nor to sell them during the audit period. Auditors to be appointed annually by the general meeting, The general meeting shall fix their remunerations and may reappoint them if the term of the auditor or the supervising partner has not completed seven consecutive or non-consecutive financial years.</p>	Amended
Article (43): Auditors Powers	<p>Article (42): Auditors powers</p> <p>The auditors shall have access at all times to the company's books, records, and any other documents and to request any details or clarifications they may deem necessary. They have also to examine the company's assets and liabilities.</p>	<p>Article (43): Auditors Powers</p> <p>The auditors may, at any time, access the company's files, accounting records, and other supporting documents, and he may request any information and clarifications he deems necessary to verify the company's assets and liabilities as well as any other matters falling within his scope of work. The company's board of directors shall enable the auditor to carry out his assignment. If the auditor encounters any difficulty in carrying out his assignment, he shall submit a report to this effect to the board of directors. If the board of directors fails to facilitate the auditor's work, the auditor shall submit a request thereto to call for a meeting of general assembly to review the matter. If the board of directors fails to call for a meeting within 30 days from the date of the auditor's request, the auditor himself may call for a meeting.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (44): Auditors' Report	<p>Article (43): Auditors' report</p> <p>The auditors shall submit and read to shareholders at the annual general meeting a report in which they shall set forth the attitude of the company's management towards enabling them to get the information and explanations they required, any violations of the provisions of the Companies Act, the Banking Control Law or these Bylaws and their opinion as to the fairness of the company's accounts.</p>	<p>Article (44): Auditors' Report</p> <p>The auditors shall submit to the general assembly at its annual assembly meeting a report to be prepared in accordance with auditing standards and the Saudi Central Bank (SAMA) guidelines. The auditor's report shall indicate the extent to which the company's the board of directors enabled them to obtain the information and clarifications they requested. The report shall include any violations of the Companies Law, the Banking Control Law, or the Saudi Central Bank (SAMA) guidelines', as may be amended, rephrased, or appendices from time to time, or the company's articles of association as well as their opinions on the integrity of the company's financial statements. The auditor shall present his report or a summary thereof at the annual general assembly meeting or present the report by circulation, as the case may be, in accordance with the provisions of the companies Law.</p>	Amended
Section (7): Company Finances and Dividend Distribution	Section (7): Company accounts and dividend distribution	Section (7): Company Finances and Dividend Distribution	Amended
Article (45): Fiscal Year	Article (44): Fiscal year	Article (45): Fiscal Year	Amended
Article (46): Financial Documents	<p>Article (45): Annual reports</p> <p>3) The chairman shall furnish shareholders with the financial statements, directors' report and auditors' report, unless these were published in one newspaper circulating in the city where the head office of the company is located. He shall also send copies of these documents to the Ministry of Finance, SAMA, and the Capital Market Authority in the period referred to in 2 hereinabove.</p>	<p>Article (46): Financial Documents</p> <p>3) The chairman of the board of directors shall provide shareholders with the company's financial statements and the board's report after signing the same, as well as the auditor's report, if any, unless they are published using any means of technology, at least 21 days prior to the date set for the annual ordinary general assembly meeting. He shall also send copies of these documents to the Ministry of Finance, the Saudi Central Bank (SAMA), and the Capital Market Authority in the period referred to in 2 hereinabove.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (47): Dividend Distribution	<p>Article (46): Dividend distribution</p> <p>The annual net profits specified, after having deducted all general expenditures and other expenses, and after having constituted the provisions for bad debts, losses on investments and contingent liabilities as the board may think appropriate as per the requirements of the Banking Control Law, and the directives issued by SAMA, shall be allocated as follows:</p>	<p>Article (47): Dividend Distribution</p> <p>The ordinary general assembly may, when determining dividends from the net profit, Subsequent to the allocation of the statutory reserve. Decide to create reserves to serve the company's interest or ensure the distribution of fixed dividends, as feasible, to the shareholders. Said assembly may allocate amounts from the net profit for social objectives that benefit the company's staff.</p> <p>The annual net profits specified, after having deducted all general expenditures and other expenses, and after having constituted the provisions for bad debts, losses on investments and contingent liabilities as the board may think appropriate as per the requirements of the Banking Control Law, the directives issued by the Saudi Central Bank (SAMA), and the supervisory authorities, as may be amended, rephrased, or appendices from time to time, shall be allocated as follows:</p>	Amended
Article (47): Dividend Distribution	<p>Article (46): Dividend distribution</p> <p>f) Without prejudice to (a), (b), (c), (d) and (e) hereof, the company may, after having obtained SAMA no-objection and in line with the related regulatory rules, distribute interim dividends to its shareholders, half-yearly, or quarterly, if any.</p>	<p>Article (47): Dividend Distribution</p> <p>f) Without prejudice to (a), (b), (c), (d) and (e) hereof, the company may, after having obtained the Saudi Central Bank (SAMA) no-objection and in line with the related regulatory rules, distribute interim dividends to its shareholders, half-yearly, or quarterly, if any.</p>	Amended
Article (48): Dividends	<p>Article (47): Dividends</p> <p>a) Shareholders shall be entitled to their share of profits pursuant to the general meeting resolution passed in this regard. Such resolution shall specify the entitlement and distribution dates. Eligibility for dividends shall be to shareholders registered in the shareholders register at the end of the payment due date.</p> <p>b) The company may retain any dividends payable to any shareholder and may apply the same in or towards satisfaction of his debts or liabilities to the company</p>	<p>Article (48): Dividends</p> <p>Shareholders shall be entitled to their share of profits pursuant to the general meeting resolution passed in this regard. Such resolution shall specify the entitlement and distribution dates. Eligibility for dividends shall be to shareholders registered in the shareholders register at the end of the payment due date. The company may retain any dividends payable to any shareholder and may apply the same in or towards satisfaction of his debts or liabilities to the company. The Board must implement the General Assembly resolution with respect to dividend distribution to the Registered Shareholders within fifteen (15) business days from the date they become entitled to such dividends as determined in such resolution, or the Board's resolution for the distribution of interim dividends as the case may be.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (49): Disputes	<p>Article (48): Disputes</p> <p>The company may file an action in liability versus the board of directors or any director for the wrongful acts committed by them causing damages to shareholders. The general meeting shall decide the filing of this case and appoints the company's representative.</p> <p>Any shareholder shall have the right given to the company to file an action in liability versus the directors in case a wrongful act committed by them is of a nature that causes him special damage provided that such action is taken within allowed time frame and the company's right to file such action is still in force. The shareholder shall inform the company of his intention to file such action 60 days in advance before the competent judicial authority. However, such right of shareholder shall be restricted to claim compensation for the specific damage incurred by him.</p> <p>The company may be adjudged to bear the costs incurred by the shareholder for filing such case, if the conditions provided for in Article 80 of the Companies Act apply.</p>	<p>Article (49): Disputes</p> <p>The company may file an action in liability versus the board of directors or board members for any damage incurred by the company resulting from the violation of Companies Law, or articles of association or from a wrongful act, negligence, or omission in the performance of their duties. The decision to initiate the action and to designate a representative on behalf of the company to pursue such action shall be made by the general assembly. If the company is under liquidation, the liquidator shall initiate the action. If any liquidation proceedings are initiated against the company under the Bankruptcy Law, the action shall be initiated by its legal representative.</p> <p>A shareholder, or more, representing 5% of the company's capital may initiate a derivative action on behalf of the company if such action is not initiated by the company, provided the action serves the interests of the company and is based on valid grounds, and the plaintiff is acting in good faith and is a shareholder in the company at the time of initiating the action.</p> <p>To initiate the action referred above of this Article the board members shall be notified of the intent to initiate the action at least 14 days prior to the initiation date.</p> <p>A shareholder may initiate a private right of action against the board members if the wrongful act attributed thereto results in a damage personally affecting him.</p> <p>The competent judicial authority may, at the request of the shareholder, order the company to pay the expenses he incurred in the initiation of a derivative action, regardless of its outcome, if he initiates the action in good faith and such action is in the interest of the company.</p>	Amended
Section (9): Liquidation and Termination of the Company	Section (9): Liquidation and dissolution of the company	Section (9): Liquidation and Termination of the Company	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Article (50): Termination of the Company	<p>Article (49): Liquidation and dissolution of the company The company shall be dissolved, if so decided, before the end of its term for any reason, or for end of company duration, in which case the extra-ordinary general meeting, at the board recommendation, shall decide the manner of dissolution and appoint one or more liquidators and fix their powers and fees. The company shall also be dissolved if all the company's shares are transferred to a single shareholder, where the provision of Article 55 of the Companies Act does not apply, in which case the company shall be solely liable for its debts and liabilities. Such shareholder, however, shall be required to ensure the company is compliant with the Companies Act, the Banking Control Law, and SAMA guidelines within a period not exceeding one year, otherwise the company will be dissolved by the operation of the law. Should the losses of the company amount to half of the paid-up share capital at any time during the fiscal year, any official of the company, or the auditor shall, once he is aware of such losses, notify the chairman of the board of directors immediately. The chairman of the board of directors shall immediately inform the board members, and the board of directors shall then, within fifteen days from notice, call for the extraordinary general meeting to convene within forty-five days from the date they became aware of such losses, to decide whether to increase or decrease the company's capital, in line with the Companies Act, Banking Control Law and SAMA guidelines, to the extent that the ratio of losses is below half of the paid-up capital, or to dissolve the company prior to the expiration of its duration, as set out in these bylaws. The company shall be deemed dissolved by operation of law if the extra-ordinary general meeting was not held during the period specified above, or if it was held but failed to reach a decision on the matter, or if the extra-ordinary general meeting resolves to increase the capital in accordance with the conditions prescribed in this Article but the increase was not fully subscribed for within 90 days from such resolution. The Company shall enter into liquidation upon its dissolution, and it shall retain its legal personality to the extent required for liquidation. The resolution for the voluntarily liquidation shall be issued by the extra-ordinary general meeting which shall include the appointment of liquidator, specification of his authorities, compensation, any restrictions on such authorities, and the liquidation period which shall not exceed five years or be extended without a judicial order. The powers of the board of directors of the company shall cease once the company is dissolved, however, they shall continue to manage the company. They shall be deemed, vis-à-vis third parties, as liquidators until a liquidator is appointed. In all above instances, the board of directors shall coordinate with SAMA, obtain its no-objection, and observe all other rules and regulations in force in the Kingdom of Saudi Arabia.</p>	<p>Article (50): Termination of the Company The company shall be dissolved, if so decided, before the end of its term for any reason, or for end of company duration, in which case the extraordinary general meeting, at the board recommendation, shall decide the manner of dissolution and appoint one or more liquidators and fix their powers and fees. The company shall also be dissolved if all the company's shares are transferred to a single shareholder, in which case the company shall be solely liable for its debts and liabilities. Such shareholder, however, shall be required to ensure the company is compliant with the Companies Law, the Banking Control Law, and the Saudi Central Bank (SAMA) guidelines within a period not exceeding one year, otherwise the company will be dissolved by the operation of the law. Should the losses of the company amount to half of the paid-up issued capital the board of directors shall, within 60 days from the date of its knowledge thereof, announce the losses and the recommendations relating thereto, and shall, within 180 days from said date, call for an extraordinary general assembly meeting to consider the continuation of the company by taking measures necessary to resolve such losses or the dissolution of the company. The company shall be terminated for any of the reasons stipulated in Article 243 of the Companies Law, and entering the liquidation stage according to the provisions of part (12) of the Companies Law, If a company is terminated and its assets are not sufficient to pay its debts, or if it is distressed under the Bankruptcy Law, it shall petition the competent judicial authority to initiate any liquidation proceedings under the Bankruptcy Law without prejudice to the provisions of the Law of Systemically Important Financial Institutions issued by Capital Market Authority, it aims to achieve several objectives, the most prominent of which are the protection of the financial system and the financial sector in the Kingdom, and the avoidance of any severe negative impacts on their stability. The company shall notify the Saudi Central Bank (SAMA) in the event of any occurrence mentioned in this article and comply with any instructions issued by it.</p> <p>The Company shall enter into liquidation upon its dissolution, and it shall retain its legal personality to the extent required for liquidation. The resolution for the voluntarily liquidation shall be issued by the extraordinary general meeting which shall include the appointment of liquidator, specification of his authorities, compensation, any restrictions on such authorities, and the liquidation period which shall not exceed three years or be extended without a judicial order. The powers of the board of directors of the company shall cease once the company is dissolved, however, they shall continue to manage the company. They shall be deemed, vis-à-vis third parties, as liquidators until a liquidator is appointed. In all above instances, the board of directors shall coordinate with the Saudi Central Bank (SAMA), obtain its no-objection, and observe all other rules and regulations in force in the Kingdom of Saudi Arabia.</p>	Amended



Article Number and Title	Current Version	Updated Version	Type of Change
Section (10): Concluding Provisions	Section (10): Miscellaneous Provisions	Section (10): Concluding Provisions	Amended
Article (51): Administrative Staff and Others	Article (50): Administrative staff and others	Article (51): Administrative Staff and Others	Amended
Article (52): Board Members and Staff Undertaking to Maintain Confidentiality	Article (51): Board members and staff undertaking to maintain confidentiality	Article (52): Board Members and Staff Undertaking to Maintain Confidentiality	Amended
Article (53) Concluding Provisions	–	<p>Article (53) Concluding Provisions</p> <p>1. The Company is subject to the applicable laws and regulations in the kingdom of Saudi Arabia.</p> <p>2. In case of any discrepancy of the provisions of the Companies Law, the Banking Control Law, and the Saudi Central Bank (SAMA) guidelines', and in the provisions of these Articles of Association shall be deemed invalid, and the provisions of the laws and regulations shall prevail. Any matter not provided for in these Articles of Association shall be subject to the Companies Law and its Implementing Regulations.</p> <p>3. Prior written no-objection must be obtained from the Saudi Central Bank (SAMA) before issuing the Articles of Association of the company or any amendments thereto.</p>	Added
Article (54)	<p>Article (52): Miscellaneous Provisions:</p> <p>These Articles of Association shall be deposited and published in accordance with the provisions of Companies Act. These Articles shall also be subject to the provisions of Banking Control Law and other applicable rules and regulations issued by the Minister of Finance, in line with the Islamic Shari'a Rules.</p>	<p>Article (54)</p> <p>These Articles of Association shall be deposited and published in accordance with the provisions of Companies Law and its implementing regulations.</p>	Amended

Thank You