

<p>Article (11): Purchase and Pledge of the Company's Shares.</p> <p>The Company may purchase, sell, and pledge its shares in accordance with the controls set by the competent authority.</p>	<p>Article (11): Purchase and Pledge of the Company's Shares</p> <ol style="list-style-type: none"> 1. The Company may purchase, sell, and pledge its shares in accordance with the controls set by the competent authority. 2. The Company may purchase its ordinary, preferred, or redeemable shares, sell them, pledge them, or provide them as collateral, in accordance with the controls set by the competent authorities in this regard. Such shares purchased by the Company shall not carry voting rights in shareholders' assemblies. 3. The Company may purchase its shares for use as treasury shares in accordance with the purposes and controls set by the Capital Market Authority. 4. The Company may purchase its shares for the purpose of allocating them to its employees under an employee share scheme. The Company must comply with the other controls related to the purchase of its shares and the conditions set by the Capital Market Authority for this purpose. 5. The Company may sell treasury shares in one or more stages in accordance with the controls set by the Capital Market Authority. 6. Any person entitled to own or hold shares of the Company on behalf of another party may pledge such shares in accordance with the controls set by the Capital Market Authority. The pledgee creditor shall be entitled to receive dividends and exercise the rights attached to the shares, unless otherwise agreed in the pledge agreement. However, the pledgee creditor may not attend or vote at the shareholders' General Assembly meetings.
<p>Article (42): Distribution of Dividends:</p>	<p>Article (42): Distribution of Dividends</p>

The Ordinary General Assembly may resolve to form additional reserves to the extent that serves the Company's interest or ensures, to the extent possible, the distribution of stable dividends to shareholders.

1. The General Assembly may allocate a portion of net profits for social purposes benefiting the Company's employees.
2. The General Assembly shall determine the percentage of net profits to be distributed to shareholders after deducting reserves, if any.
3. The General Assembly may decide to distribute dividends on an annual, semi-annual, or quarterly basis, and may delegate the Board of Directors to do so.

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3. The General Assembly may decide to distribute dividends on an annual, semi-annual, or quarterly basis, and may delegate the Board of Directors to do so.
4. The Board may distribute interim dividends to shareholders on a semi-annual or quarterly basis after meeting the following requirements:
 - a) The Ordinary General Assembly authorizes the Board to distribute interim dividends pursuant to a resolution renewed annually.
 - b) The Company has good and consistent profitability.
 - c) The Company has reasonable liquidity and can reasonably forecast its profit levels.
 - d) The Company has distributable profits based on the latest reviewed or audited financial statements sufficient to cover the proposed dividends, after deducting any dividends previously distributed or capitalized from such profits after the date of those financial statements.
5. The Board of Directors shall include in its annual report submitted to the General Assembly the percentages of dividends distributed to shareholders

	<p>during the various periods of the financial year, in addition to the percentages of dividends proposed to be distributed at the end of the financial year and the total amount thereof.</p> <p>6. Dividend distributions shall be recorded against retained earnings accumulated from previous years or distributable reserves formed from profits, or both. The Company shall maintain consistency and regularity in the manner and ratios of dividend distribution based on its capabilities and available liquidity. The Board shall disclose and announce the periodic dividend ratios to be distributed to shareholders in due course.</p> <p>7. The Company shall disclose to the Authority and the public immediately and without delay upon adopting a decision to distribute interim dividends.</p>
<p>Article (17): Expiry or Termination of Board Membership</p> <p>1. The membership of the Board of Directors shall expire upon the expiry of its term or upon the termination of a member's eligibility in accordance with any applicable laws or regulations in the Kingdom. The General Assembly may, upon a recommendation of the Board, terminate the membership of a member who is absent from three consecutive meetings or five separate meetings during his/her membership without a legitimate excuse acceptable to the Board.</p> <p>Notwithstanding the foregoing, the Ordinary General Assembly may remove all or some of</p>	<p>Article (17): Expiry or Termination of Board Membership</p> <p>1. The membership of the Board of Directors shall expire upon the expiry of its term or upon the termination of a member's eligibility in accordance with any applicable laws or regulations in the Kingdom. The General Assembly may, upon a recommendation of the Board, terminate the membership of a member who is absent from (three) consecutive meetings or (5) separate meetings during his/her membership without a legitimate excuse acceptable to the Board.</p> <p>2. Notwithstanding the foregoing, the Ordinary General Assembly may remove all or some of the Board</p>

the Board members. In such case, the Ordinary General Assembly shall elect a new Board of Directors or appoint a replacement for the removed member, as applicable, in accordance with the provisions of the Companies Law.

A Board member may resign from the Board by submitting a written notice to the Chairman. If the Chairman resigns, the notice shall be submitted to the remaining Board members and the Secretary of the Board. In both cases, the resignation shall take effect from the date specified in the notice.

members. In such case, the Ordinary General Assembly shall elect a new Board of Directors or appoint a replacement for the removed member, as applicable, in accordance with the provisions of the Companies Law.

3. A Board member may resign from the Board by submitting a written notice to the Chairman. If the Chairman resigns, the notice shall be submitted to the remaining Board members and the Secretary of the Board. In both cases, the resignation shall take effect from the date specified in the notice.
4. Upon a recommendation of the Board, the membership of any member who is absent from three consecutive Board meetings without an excuse acceptable to the Board may be terminated.
5. Upon expiry of the membership term, a new Board shall be formed, and its members shall be elected by the General Assembly following the same procedures.
6. Any request submitted by one or more shareholders to remove Board members by the Ordinary General Assembly shall be subject to the following controls:

a) The request must be submitted by one or more shareholders representing (10%) of the Company's voting shares to remove all or some of the Board members in accordance with Articles (90) and (96) of the Companies Law.

b) For a request to remove all Board members, at least six months must have elapsed since the commencement of the Board's term.

c) For the removal of one or more Board members, the requesting party must demonstrate that the member is unable to perform his/her duties as prescribed by law,

including, without limitation, absence from three consecutive Board meetings or five separate meetings during the term, conviction of a crime involving dishonesty, or the issuance of a decision by a competent authority in accordance with applicable regulations affecting the member's ability to perform his/her duties.

d) Upon receiving the request referred to in paragraph (c) of this Article, the Board shall:

1. Notify the concerned member of the removal request immediately upon receipt.
2. Announce the removal request after verifying that it meets the requirements set out in this Article, provided that such announcement is included in the notice of the General Assembly meeting, and that the notice includes the name of the requesting party and the reasons for the request. The concerned member shall have the right to submit a written statement to be made available to shareholders upon publication of the notice and to present his/her statement at the relevant General Assembly meeting.

e) If the General Assembly's approval of the removal request results in a breach of the quorum requirements for the validity of Board meetings due to the number of members falling below the minimum required under the Companies Law or the Company's bylaws, the resolution shall stipulate that the removal shall not be effective until the General Assembly approves the election of a new Board or the appointment of a replacement for the removed member. The Board shall take the necessary actions to convene the General Assembly to elect a new Board or appoint a replacement within a period not exceeding

(75) days from the date of the General Assembly's approval of the removal request.

f) No person shall be re-nominated for membership of the Board of a company if such person was previously removed from its Board, or resigned after receiving a removal request and prior to the General Assembly convened to vote on such request, until the end of the term during which such removal or resignation occurred.

g) A Board member shall notify the Board immediately and without delay upon the issuance of any final judicial ruling convicting him/her of a crime involving dishonesty, or upon the issuance of a decision by a competent authority in accordance with applicable regulations affecting his/her ability to perform his/her duties.

h) The Board shall, upon becoming aware of a final judicial ruling convicting any of its members of a crime involving dishonesty, or upon becoming aware of a decision issued by a competent authority in accordance with applicable regulations affecting a member's ability to perform his/her duties, recommend to the Ordinary General Assembly the removal of such member.

i) If a Board member resigns and has any remarks regarding the Company's performance, he/she shall submit a written statement thereof to the Chairman, and such statement shall be presented to the Board members.

j) If it is not possible to elect a new Board for a new term and the current Board's term has expired, its members shall continue to perform their duties until a new Board is elected, provided that such continuation shall not exceed (90) days from the date of expiry of the Board's term. The Board shall take the

	<p>necessary actions to elect a new Board before the expiry of such period.</p> <p>k) If the Chairman and all Board members resign, they shall call for the Ordinary General Assembly to convene to elect a new Board. The resignation shall not take effect until the new Board is elected, provided that the continuation period of the resigning Board shall not exceed (120) days from the date of such resignation. The Board shall take the necessary actions to elect a new Board before the expiry of such period.</p>
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