



Board of Directors
Membership Policy

First: The shareholder's right to run for membership in BoD.

Every shareholder in the company has the right to nominate himself, or others, for membership in the Board of Directors in accordance with the provisions of the Companies Law, its executive regulations, the governance regulations, and the Articles of Association.

Second: Conditions for nomination membership in the Board of Directors

The Nominations & Remuneration Committee recommends the nomination of members of the Board of Directors through its study of the candidates' CVs, taking into account the following:

- 1- That the candidate has the academic qualifications, It's preferred that the candidate should be aware of financial statements and reports who have qualifications in this field
- 2 -Previous experience in the boards of directors of joint-stock companies, preferably someone whose experience was in the field of the company's activities.
- 3 -The candidate must not have been previously convicted of a crime involving breach of honor and trust.
- 4 -The candidate's age must not be less than (25) twenty-five years.
- 5- It must meet the requirements and the like that may be required by the relevant authorities.

Third: Nomination Procedures for Membership in the Board of Directors

1- The company publishes the nomination announcement on the company's website, the Tadawul website, or any means determined by the Capital Market Authority in order to invite people interested in running for membership in the Board of Directors, provided that the nomination period at least one month from the date of publishing the announcement.

2- The information regarding the candidates for membership of the Board of Directors will be announced on the Tadawul website when publishing or directing an invitation to convene the General Assembly of Shareholders, provided that this information includes a description of the candidates' experiences, qualifications, skills, jobs, and previous and current memberships, and a copy of this information is available at the company's main office and its website.

3-Cumulative voting is used to elect members of the Board of Directors, and the right to vote per share may not be used more than once.

4- Voting in the General Assembly of Shareholders is limited to candidates for Board of Directors membership whose information has been announced in accordance with what was stated in Paragraph (2) of this clause.

5- The candidate for membership in the Board of Directors must disclose to the General Assembly any cases of conflict of interest in accordance with the procedures established by the Authority, including: -

A) Direct or indirect interest in the business and contracts carried out on behalf of the company for which he wishes to run for the Board of Directors.

B) Participation in work that would compete with the company, or compete with it in one of the branches of activity it practices.

Fourth: Approval and Enforcement

This policy will be effected after approval by the General Assembly of Shareholders and will be available to all candidates at the company's head office and the company's website.