Extraordinary General Assembly

Elm Company

By means of modern technology

Tuesday

25/08/2026

12/03/1448H

"Elm" Company Extraordinary General Assembly
First Meeting Agenda

Agenda of "Elm" Extraordinary General Assembly Meeting in Riyadh (Through Modern Technology).
(Tuesday) Evening at 7:00 PM, 25 Aug 2026, Corresponding to 12 Rabi' al-Awwal 1448H (According to the Umm al-Qura calendar).

#	Items
1.	Voting on the amendment of the Company's Articles of Association to comply with the mandatory requirements of the Saudi Competitiveness and Business Center, including the reorganization, renumbering, and retitling of its articles in line with the Saudi Competitiveness and Business Center Articles of Association template. (Attached)
2.	Voting on the amendment of Article (1) of the Company's Articles of Association relating to Establishment. (Attached)
3.	Voting on the amendment of Article (2) of the Company's Articles of Association relating to Company Name. (Attached)
4.	Voting on the amendment of Article (3) of the Company's Articles of Association relating to Company Purposes. (Attached)
5.	Voting on the amendment of Article (5) of the Company's Articles of Association relating to Company's head office. (Attached)
6.	Voting on the amendment of Article (6) of the Company's Articles of Association relating to Term of the Company. (Attached)
7.	Voting on the amendment of Article (7) of the Company's Articles of Association relating to Capital. (Attached)
8.	Voting on the amendment of Article (8) of the Company's Articles of Association relating to Subscription in Shares Capital. (Attached)
9.	Voting on the amendment of Article (17) of the Company's Articles of Association relating to Company's Management. (Attached)
10.	Voting on the amendment of Article (18) of the Company's Articles of Association relating to Expiration or Termination of Board membership. (Attached)
11.	Voting on the amendment of Article (20) of the Company's Articles of Association relating to Competencies of the Board of Directors. (Attached)
12.	Voting on the amendment of Article (21) of the Company's Articles of Association relating to Remuneration of Board Members. (Attached)
13.	Voting on the amendment of Article (22) of the Company's Articles of Association relating to Competencies of the Chairman of the Board and Vice Chairman, and Secretary. (Attached)
14.	Voting on the amendment of Article (24) of the Company's Articles of Association relating to Quorum for Board of Directors Meetings. (Attached)
15.	Voting on the amendment of Article (29) of the Company's Articles of Association relating to Invitation of General Assemblies. (Attached)
16.	Voting on the amendment of Article (32) of the Company's Articles of Association relating to Voting at General Assemblies. (Attached)
17.	Voting on the amendment of Article (35) of the Company's Articles of Association relating to Chairing General Assemblies and Preparing Minutes. (Attached)
18.	Voting on the addition of Article (49) to the Company's Articles of Association relating to final provisions. (Attached)
19.	Voting on the amendment of Audit Committee Charter. (Attached)
20.	Voting on the amendment of Nomination and Remuneration Committee Charter. (Attached)
21.	Voting on the amendment of Remuneration Policy of Board of Directors, its subcommittees, and the executive management (Attached)
22.	Voting on the amendment of Nomination Policy and Standards for the Membership of the Board of Directors. (Attached)
23.	Voting on the amendment of Dividend Distribution Policy. (Attached)

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Item No.1

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Item No.18

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<table>
<tr><th>Article before the amendment</th><th>Article after the amendment</th></tr>
<tr><td>Article 1: Establishment

Is established in accordance with the provisions of the Companies Law issued by Royal Decree No. (M/132) of 01/12/1443 A.H., Its implementing regulation issued by the resolution of His Excellency the Minister of Commerce No. (284) of 23/06/1444 A.H. and these Articles of Association a Saudi Joint-Stock Company based on the following:</td><td>Article 1: Establishment

The Company is incorporated pursuant to the provisions of the Companies Law issued by Royal Decree No. (M/132) dated 1/12/1443H, its Implementing Regulations, and these Articles of Association, as a Saudi Joint Stock Company in accordance with the following provisions:</td></tr>
<tr><td>Article 2: Company Name

Elm Company (a Saudi Joint-Stock Company), hereinafter referred to in these Articles of Association as "The Company".</td><td>Article 2: Company Name

Elm Company is a Saudi Joint Stock Company (Listed Joint Stock Company).</td></tr>
<tr><td>Article 3: Company Purposes

The Company practices and implements the following purposes:

1. Providing the services of telecommunications, information technology, information security, e-business, and credit information exchange.

2. Providing electronic connectivity services across the public and private sectors

3. Managing, processing, operating, and maintaining data and information centers.

4. Practicing wholesale and retail trade, importing and exporting electronic devices and mechanisms, spare parts, software, informati9on systems, and communication networks.

5. Managing, maintaining, operating, and developing electronic devices and mechanisms, information systems, and communication networks.

6. Providing websites for purchasing and selling via the Internet.

7. Providing, training, and developing the workforce to manage, operate, and develop the business and services of the public and private sectors in the field of information and communication technology and other fields.

8. Obtaining franchise related to the purposes of the Company.</td><td>Article 4: Company Purposes

The Company shall carry on and undertake the following activities:

<table>
<tr><th>Chapter</th><th>Category</th></tr>
<tr><td>Information and Communication</td><td>Software Publishing</td></tr>
<tr><td>Information and Communication</td><td>Computer Programming Activities</td></tr>
<tr><td>Information and Communication</td><td>Computer Consultancy and Computer Facilities Management Activities</td></tr>
<tr><td>Information and Communication</td><td>Data Processing, Hosting and Related Activities</td></tr>
<tr><td>Information and Communication</td><td>Book Publishing</td></tr>
<tr><td>Information and Communication</td><td>Publishing of Directories and Mailing Lists</td></tr>
<tr><td>Information and Communication</td><td>Publishing of Newspapers, Journals and Periodicals</td></tr>
<tr><td>Information and Communication</td><td>Other Publishing Activities</td></tr>
<tr><td>Information and Communication</td><td>Motion Picture, Video and Television Programme Production Activities</td></tr>
<tr><td>Information and Communication</td><td>Motion Picture, Video and Television Programme Post-Production Activities</td></tr>
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9. Managing, marketing, and presenting the Company's technology projects or those of a third party inside and outside the Kingdom.

10. Providing all activities and services of development, marketing, and technology investment.

11. Providing Technology Projects Management services and supervising their execution.

12. Providing training services in the fields of development, marketing, and technology investment.

13. Investing inside and outside the Kingdom in technology companies and projects.

14. Attracting local and foreign investments to participate in any of the Company's activities.

15. Providing specialized consultations in information technology and security, communications, e-business, and credit information exchange.

16. Inspection of different systems and measurement of their performance.

17. Activities of inspection for events and recreational facilities.

The Company practices its activities on a commercial basis, in accordance with the applicable laws, and after obtaining the necessary licenses from the relevant authorities, if any.

Information and Communication	Motion Picture, Video and Television Programme Distribution Activities
Information and Communication	Motion Picture Projection Activities
Information and Communication	Sound Recording and Music Publishing Activities
Information and Communication	Radio Broadcasting
Information and Communication	Programming and Broadcasting Activities
Information and Communication	Wired Telecommunications Activities
Information and Communication	Wireless Telecommunications Activities
Information and Communication	Satellite Telecommunications Activities
Information and Communication	Other Telecommunications Activities
Information and Communication	Other Information Service Activities Not Elsewhere Classified
Information and Communication	News Agency Activities, including activities of news companies and agencies providing news, photographs, and news bulletins to media organizations
Professional, Scientific and Technical Activities	Business and Management Consultancy Activities
Professional, Scientific and Technical Activities	Technical Testing and Analysis
Professional, Scientific and Technical Activities	Architectural and Engineering Activities and Related Technical Consultancy

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<tr><td>Professional, Scientific and Technical Activities</td><td>Other Professional, Scientific and Technical Activities Not Elsewhere Classified</td></tr>
<tr><td>Administrative and Support Service Activities</td><td>Organization of Conventions and Trade Shows</td></tr>
<tr><td>Arts, Entertainment and Recreation</td><td>Other Amusement and Recreation Activities Not Elsewhere Classified</td></tr>
<tr><td>Education</td><td>Other Education Not Elsewhere Classified</td></tr>
<tr><td>Construction</td><td>Construction of Buildings</td></tr>
<tr><td>Manufacturing</td><td>Repair of Electronic and Optical Equipment</td></tr>
<tr><td>Other Transportation Support Activities</td><td>Transportation and Storage</td></tr>
<tr><td>Service Activities Incidental to Land Transportation</td><td>Transportation and Storage</td></tr>
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The Company shall conduct its activities on a commercial basis, in accordance with the applicable laws and regulations, and after obtaining any licenses or approvals required from the competent authorities, where applicable.
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<td>Article 5: Company's Head Office

The Company's head office is in Riyadh, Kingdom of Saudi Arabia. The Board of Directors may, under a resolution issued thereby, establish branches, offices, or agencies of the Company, inside or outside the Kingdom.</td>
<td>Article 3: Company's Head Office

The Company's head office shall be located in the City of Riyadh.

Article 7: Branches

The Company may, by a resolution of the Board of Directors, establish branches, offices, or agencies within or outside the Kingdom of Saudi Arabia.</td>
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<td>Article 6: Term of the Company

The duration of the Company is (50) fifty years according to the Gregorian calendar, starting from the date when the Royal Decree No. (M/90) was issued and the date of 03/11/1428 A.H, which established that the Company shall be turned into a joint stock company. Such duration may always be extended by a resolution</td>
<td>Article 5: Term of the Company

The duration of the Company shall be fifty (50) years, commencing from the date of its registration in the Commercial Register. The term may be extended at any time by a resolution of the Extraordinary General Assembly, provided that such resolution is adopted at least one (1) year prior to the expiry of the Company's term.</td>
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to be issued by the Extraordinary General Assembly at least one (1) year before the expiry of such duration.	
Article 7: Capital The Company's capital is set at eight hundred million Saudi Riyals (SAR 800,000,000) divided into (80,000,000), eighty million nominal shares each with a value of ten Saudi Riyals (SAR 10) per share, all of which are common cash shares. (38,333,205) thirty-eight million three hundred thirty-three thousand two hundred five in cash shares and (41,666,795) forty-one million six hundred and sixty-six thousand nine hundred and ninety-five in-kind shares.	**Article 8: Capital** The Company's issued share capital is Eight Hundred Million Saudi Riyals (SAR 800,000,000), divided into Eighty Million (80,000,000) registered shares of equal value, with a nominal value of Ten Saudi Riyals (SAR 10) per share. All shares are ordinary shares issued against cash and in-kind contributions. The full value of the in-kind contributions, amounting to Four Hundred Sixteen Million Six Hundred Sixty-Seven Thousand Nine Hundred Fifty Saudi Riyals (SAR 416,667,950), has been fully paid in accordance with the valuation report issued by an accredited valuer. The cash contributions, amounting to Three Hundred Eighty-Three Million Three Hundred Thirty-Two Thousand Fifty Saudi Riyals (SAR 383,332,050), have been deposited with a duly licensed bank in the Kingdom.
Article 8: Subscription in Shares Capital Shareholders subscribed in full Company's share capital and the same is fully paid up.	**Article 9: Subscription in Shares Capital** The shareholders have subscribed to the entire issued share capital of the Company amounting to Eight Hundred Million Saudi Riyals (SAR 800,000,000), which has been fully paid.
Article 17: Company's Management 1. The Company shall be managed by a Board of Directors consisting of nine members, elected by The Ordinary General Assembly for a four-year term. Any shareholder may nominate themselves or others for Board membership, provided that all members are natural persons. 2. The Board of Directors shall appoint a Chairman and a Vice Chairman from among its members and may define their respective competencies and responsibilities, as long as these do not conflict with the Company's Articles of Association and other relevant regulations. The Chairman of the Board of Directors shall not hold any executive positions within the Company. 3. The Board of Directors shall appoint a Secretary, chosen from among its members or a third party, and specify his responsibilities and remuneration, as long as it is in line with the Company's Articles of Association and other relevant regulations.	**Article 18: Company's Management** (A) The Company shall be managed by a Board of Directors consisting of nine (9) members, who must be natural persons. The members shall be elected by the Ordinary General Assembly of the shareholders for a term not exceeding four (4) years. (B) The Board of Directors shall conduct its business in accordance with the following: **1.** A meeting of the Board shall be duly constituted if attended by at least fifty-one percent (51%) of the Board members. **2.** Resolutions of the Board shall be valid if approved by at least fifty-one percent (51%) of the members present at the meeting. **3.** A Board member may appoint to attend on his behalf at meetings by proxy.

4. The maximum term for the Chairman of the Board, the Vice Chairman, the Secretary, and a Board member shall be equal to the term of the Board membership, and they may be reappointed. 5. The Board of Directors may appoint a Managing Director or CEO from among its members or a third party. The resolution appointing them shall define their responsibilities, duties, and financial rights. The CEO or Managing Director shall be responsible for executing the Board's decisions, managing the Company's day-to-day operations, and supervising employees under the Board's supervision. They shall have the competencies as specified in the Company's Articles of Association, and the Company's rules and regulations. 6. The Board of Directors may relieve the Chairman, the Vice-Chairman, the Managing Director, the CEO, and the Board Secretary, or any of them from their positions without relieving them of their membership in the Board.	
Article 18: Expiration or Termination of Board Membership 1. The Board Membership shall be terminated upon the expiration of the appointment period, according to any applicable laws or regulations in the Kingdom. However, the Ordinary General Assembly may, at any time, dismiss all or some of the members of the Board of Directors, and in such a case, the Assembly should elect a new Board of Directors or who may replace the dismissed member, as the case may be. 2. A Board member may resign from their position by submitting a written notice to the Board Chairman. If the Chairman resigns, the notice shall be directed to the remaining members of the Board and the Board Secretary. The resignation shall become effective from the date specified in the notice. 3. The General Assembly, upon the recommendation of the Board of Directors, may terminate the membership of any member who has been absent from attending three consecutive meetings or five separate meetings of the Board without an excuse acceptable to the Board. 4. If the Chairman and members of the Board resign, they shall call the Ordinary General Assembly to convene for the election of a new Board of Directors. The resignation shall not apply until the new Board is elected, provided that the duration of the outgoing Board does not exceed (120) days from the date of resignation. The outgoing Board shall take necessary actions to elect a new Board before the specified period expires.	**Article 19: Expiry or Termination of Board Membership** 1. A Board member's term of office shall expire upon the expiration of the Board's term or upon the member becoming ineligible to serve in accordance with any applicable laws or regulations in the Kingdom of Saudi Arabia. The Ordinary General Assembly may, upon the recommendation of the Board of Directors, terminate the membership of any Board member who fails to attend three (3) consecutive meetings or five (5) non-consecutive meetings during his or her term of office without a legitimate excuse accepted by the Board of Directors. 2. The Ordinary General Assembly may, at any time, remove all or any of the members of the Board of Directors. In such case, the Ordinary General Assembly shall elect a new Board of Directors or appoint a replacement for the removed member, as applicable. 3. A Board member may resign from the Board by submitting a written notice to the Chairman of the Board. If the Chairman resigns, the notice shall be addressed to the remaining Board members and the Board Secretary. In either case, the resignation shall become effective on the date specified in the notice. 4. If the Chairman and all members of the Board of Directors resign, they shall convene the Ordinary General Assembly to elect a new Board of Directors. The resignation shall not take effect until the new Board has been elected, provided that the outgoing Board shall continue in office for a period not exceeding one hundred and twenty (120) days from the date of resignation. The resigning Board

shall take all necessary measures to ensure the election of a successor Board before the expiry of the continuation period specified in this paragraph.

Article 20: Competencies of the Board of Directors

While upholding the mandates stipulated by The Ordinary General Assembly, the Board of Directors shall be endowed with extensive authorities and prerogatives in the administration of the Company, the management of its affairs, and the execution of all activities and transactions that contribute to the realization of the Company's objectives. This excludes matters explicitly exempted by specific provisions delineated within the Companies Law or this Articles of Association, which fall under the exclusive purview of the General Assembly. In the absence of any Ordinary General Assembly imposed restrictions on the Board of Directors regarding particular concerns, the Board is further empowered to delegate, at its discretion, one or more of its members or external parties to execute designated functions within its jurisdiction.

In the diligent execution of its responsibilities, the Board possesses the latitude to exercise, by way of example:

1. Loans Agreements whose term does not surpass the duration of the Company's existence, subject to the following conditions:

A. The Board shall elucidate, through a formal resolution, the utilization of said loans and the modalities of their repayment.

B. Take into account the loan terms and the accompanying collateral shall be undertaken to ensure the absence of any detriment to the Company, its shareholders, or the overarching security of its creditors.

2. The right of purchase and acceptance, paying the price, mortgaging the assets, real estate, and movables of the Company and its facilities, releasing the mortgage, selling, discharging, collecting the price, and delivering the priced, provided that the Board shall be determine in its decision, the reasons and justifications for it. The price of the sold asset shall be approximate to its market value, and it shall be determined in accordance with the assets recognized accounting principles. The price should be payable immediately except in cases of necessity, with sufficient guarantees, and without causing harm to the company, disrupting its activities, or incurring additional obligations due to the terms of sale or mortgage.

3. The right to reconcile, waive claims, contract, commit, and engage, as well as the right to litigate, collect the Company's debts, accept settlements, and engage in arbitration.

Article 20: Competencies of the Board of Directors

With due regard to the powers prescribed for the General Assembly, the Board of Directors shall have the broadest powers in managing the Company in a manner that achieves its purposes, and it shall have:

Delegation is Permitted	Annual Confirmation	Main	Commercial Registers
Delegation is Permitted	Cancellation		
Delegation is Permitted	Issuance	Branch	
Delegation is Permitted	Annual Confirmation		
Delegation is Permitted	Cancellation		
Delegation is Permitted	Signing Company Agreements		Companies in which the Company is a Partner
Delegation is Permitted	Purchase of Shares		
Delegation is Permitted	Liquidation of the Company		
Delegation is Permitted	Sale of Shares		
Delegation is Permitted	Representation of the Company in Companies in which it is a Shareholder		
Delegation is Permitted	Issuance	Commercial Registers	Incorporation of Companies in the Company's Name
Delegation is Permitted	Annual Confirmation		
Delegation is Permitted	Cancellation		
Delegation is Permitted	Registration with the Ministry		
Delegation is Permitted	Representation before the Notary Public		
Delegation is Permitted	Execution of the Company's Articles of Association		
Delegation is Permitted	Execution of Shareholders' Resolutions		
Delegation is Permitted	Opening Accounts		Banking
Delegation is Permitted	Opening Letters of Credit		
Delegation is Permitted	Deposit of Funds		
Delegation is Permitted	Withdrawal of Funds		
Delegation is Permitted	Issuance of Cheques		
Delegation is Permitted	Updating Bank Accounts		

4. The right of discharging the debtors of the Company from their obligations in accordance with their interests, and as per the accounting standards followed in the case of debt write-off, provided that the minutes of the Board of Directors shall include the reasons for the resolution thereof, subject to the following conditions:

a- Such discharge shall be at least one year after the start of a debt.

b- Such discharge shall be of a maximum amount per year for each debtor.

5. Approval of the Company's general internal regulations, including financial and administrative regulations, as well as regulations related to the Company's employees. The Chief Executive Officer of the Company has the authority to approve internal policies and procedures of the Company, provided they do not conflict with the decisions of the Board of directors and General Assemblies, or the general regulations approved by them.

6. Opening and closing bank accounts and investment accounts in asset management companies on behalf of the Company inside or outside the Kingdom, and investing its funds and managing it.

7. Establishing subsidiary Companies and participating in Companies, signing the incorporation agreements of subsidiary companies or those in which the Company participates with other Companies, and signing amendments to their contracts, including amendments to management clauses and the appointment and dismissal of directors, all in accordance with regulatory procedures.

8. Establishing permanent and temporary committees emanating from the Board of Directors, and the Board has the authority to approve the charters of these permanent and temporary committees in accordance with the relevant regulations and rules.

9. Appointing and dismissing the CEO and the Vice president of Finance, specifying competencies, duties, and financial rights thereof.

10. Authorizing the Chairman or one or more of the Board members or non-Board members to carry out a certain work(s) within the limits of competencies thereof.

Delegation is Permitted		Obtaining Bank Statements		
Delegation is Permitted		Applying for Banking Facilities		
Delegation is Permitted		Applying for Bank Guarantees		
Delegation is Permitted		Execution of Loan Agreements		
Delegation is Permitted		Execution of Commercial Papers		
Delegation is Permitted		Execution of Promissory Notes		
Delegation is Permitted		Submitting Applications for any Request or Service within the Competence of the Communications, Space and Technology Commission (CST)		
Delegation is Permitted		Delegating any Person, in accordance with the Applicable Regulations, to Submit any Request or Obtain any Service within the Competence of the Communications, Space and Technology Commission (CST)		
Delegation is Permitted		Preparation of Commercial Papers (Electronically)		
Delegation is Permitted		Execution of Commercial Papers (Electronically)		
Delegation is Permitted		Preparation of Executory Contracts (Electronically)		
Delegation is Permitted		Execution of Executory Contracts (Electronically)		
Delegation is Permitted		Execution of Electronic Guarantees and Letters of Credit		
Delegation is Permitted	Purchase	Real Property	Purchase, Sale, and Transfer of Ownership of Property	Property Management
Delegation is Permitted	Sale			
Delegation is Permitted	Transfer			
Delegation is Permitted	Purchase	Land		
Delegation is Permitted	Sale			
Delegation is Permitted	Evacuate			
Delegation is Permitted	Purchase	Shares		
Delegation is Permitted	Sale			
Delegation is Permitted	Right to Mortgage	Mortgaging Property		

		Delegation is Permitted	Release of Mortgage			
		Delegation is Permitted	Receipt			
		Delegation is Permitted	Approval and signing of Commercial Papers			
		Delegation is Permitted	Preparation of Commercial Papers		Preparation of Commercial Papers	
		Delegation is Permitted	Cancellation of Commercial Papers			
		Delegation is Permitted	Closure of Commercial Papers			
		Delegation is Permitted	Change of Legal Form			
		Delegation is Permitted	Increase or Reduction of Share Capital			
		Delegation is Permitted	Acceptance of the Transfer of Shares and Purchase of Shares			
		Delegation is Permitted	Admission and Withdrawal of Partners	Approval of Shareholders' Resolutions	Amendment of the Shareholder Agreement of Companies in which the Company is a Partner	
		Delegation is Permitted	Execution of the Partners' Resolution on Merger			
		Delegation is Permitted	Amendment of the Remaining Provisions of the Articles of Association			
		Delegation is Permitted	Liquidation of the Company			
		Delegation is Permitted	Conversion of the Company into an Establishment			
		Delegation is Permitted	Hearing Claims and Responding Thereto			
		Delegation is Permitted	Amicable Settlement	Representation before the Sharia Courts	Judiciary	
		Delegation is Permitted	Acceptance and Rejection of Arbitration			
		Delegation is Permitted	Acceptance and Rejection of Settlement			

Delegation is Permitted	Admission and Denial	
Delegation is Permitted	Waiver	
Delegation is Permitted	Pleading	
Delegation is Permitted	Defense	
Delegation is Permitted	Assertion of Claims	
Delegation is Permitted	Initiation of Legal Proceedings	
Delegation is Permitted	Appointment of Arbitrators	
Delegation is Permitted	Appointment of Lawyers	
Delegation is Permitted	Representation before Notary Public Offices	
Delegation is Permitted	Use and Execution of All Electronic Services of the Ministry of Justice	
Delegation is Permitted	Delegation or Granting of a Power of Attorney to Third Parties for the Use of the Ministry of Justice's Electronic Services	
Delegation is Permitted	Execution of the Loan Agreement and any amendments, appendices, and all related documents; execution of the Monitoring Agreement; execution of the Advisory Agreement; execution before the Notary Public with respect to the industrial mortgage over all of the Company's assets; receipt of the loan; waiver of the loan; application for loan forgiveness; repayment of the loan; and execution of the Documentary Credit Agreement.	
Delegation is Permitted	Execution of the Corporate Guarantee	
Delegation is Permitted	Execution of the Agreement for the Transfer of Obligations and Amendment of the Loan Agreement	
Delegation is Permitted	Execution of the Debt Restructuring Agreement for the Company and the Partners	
Delegation is Permitted	Issuance, Amendment, and Revocation of the Assignment Notice	
Delegation is Permitted	Fundraising, Disbursement, Marketing Intermediary Services, and Other	National Center for Non-Profit Sector

	Intermediary Services in the Non-Profit Sector	Development Services
Delegation is Permitted	Volunteer Services	
Delegation is Permitted	Services for the Establishment and Management of Non-Profit Entities	
Delegation is Permitted	Services for the Provision of Goods and Services to Non-Profit Entities	
Delegation is Permitted		Use and Execution of All Services of the Etimad Platform
Delegation is Permitted		Use and Execution of All Electronic Services of the Ministry of Human Resources and Social Development
Delegation is Permitted		Purchase of an Establishment
Delegation is Permitted		Execution of All Documents before the Chamber of Commerce
Delegation is Permitted		Sale of an Establishment
Delegation is Permitted		Review of the Commercial Registration Department
Delegation is Permitted		Issuance of Commercial Registrations
Delegation is Permitted		Transfer of Commercial Registrations
Delegation is Permitted		Management of Commercial Registrations
Delegation is Permitted		Cancellation of Commercial Registrations
Delegation is Permitted		Supervision of Commercial Registrations
Delegation is Permitted		Opening Membership with the Chamber of Commerce
Delegation is Permitted		Registration of Authorized

	Signatures with the Chamber of Commerce
Delegation is Permitted	Cancellation of Authorized Signatures with the Chamber of Commerce
Delegation is Permitted	Participation in Tenders and Collection of Tender Documents
Delegation is Permitted	Review of the General Organization for Social Insurance (GOSI)
Delegation is Permitted	Review of the Zakat, Tax and Customs Authority (ZATCA)
Delegation is Permitted	Management of the Commercial Register
Delegation is Permitted	Cancellation of the Commercial Register
Delegation is Permitted	Review of the Civil Defense
Delegation is Permitted	Amendment of Commercial Registrations
Delegation is Permitted	Addition of Business Activities
Delegation is Permitted	Reservation of a Trade Name
Delegation is Permitted	Renewal of Chamber of Commerce Membership
Delegation is Permitted	Amendment of the Commercial Register
Delegation is Permitted	Transfer of the Commercial Register
Delegation is Permitted	Issuance of a Replacement Commercial Register for a Lost or Damaged Register
Delegation is Permitted	Issuance of a Replacement Commercial

	Register for a Lost or Damaged Register
Delegation is Permitted	Registration of a Trademark
Delegation is Permitted	Assignment of a Trademark
Delegation is Permitted	Assignment of a Trade Name
Delegation is Permitted	Issuance of Licenses
Delegation is Permitted	Purchase of Boats
Delegation is Permitted	Issuance of a Replacement Fishing Permit for a Lost or Damaged Permit
Delegation is Permitted	Importation of Boats
Delegation is Permitted	Cancellation of Boat Licenses
Delegation is Permitted	Renewal of Licenses
Delegation is Permitted	Amendment of Licenses
Delegation is Permitted	Addition of Business Activities
Delegation is Permitted	Reservation of Names
Delegation is Permitted	Cancellation of Licenses
Delegation is Permitted	Renewal of Chamber of Commerce Membership
Delegation is Permitted	Opening of Branches
Delegation is Permitted	Review of the General Organization for Social Insurance (GOSI)
Delegation is Permitted	Review of the Civil Defense
Delegation is Permitted	Review of the Zakat, Tax and Customs Authority (ZATCA)
Delegation is Permitted	Issuance of Fishing Permits
Delegation is Permitted	Issuance of Boat Licenses

Delegation is Permitted	Renewal of Boat Licenses
Delegation is Permitted	Transfer of Boat Licenses
Delegation is Permitted	Sale of Boats
Delegation is Permitted	Renewal of Fishing Permits
Delegation is Permitted	Cancellation of Fishing Permits
Delegation is Permitted	Issuance of a Replacement Boat License for a Lost or Damaged License
Delegation is Permitted	Opening a Branch under the License
Delegation is Permitted	Transfer of the License
Delegation is Permitted	Incorporation of a Company
Delegation is Permitted	Execution of the Articles of Association and Amendments thereto
Delegation is Permitted	Cancellation of the Articles of Association and Amendments thereto
Delegation is Permitted	Execution of Shareholders' Resolutions
Delegation is Permitted	Appointment and Removal of Managers
Delegation is Permitted	Amendment of the Company's Objects
Delegation is Permitted	Liquidation of the Company
Delegation is Permitted	Conversion of the Company from a Joint Stock Company to a Limited Liability Company
Delegation is Permitted	Conversion of the Company from a Limited Liability Company to a Joint Stock Company

Delegation is Permitted	Conversion of the Company from a General Partnership to a Limited Liability Company
Delegation is Permitted	Increase of the Share Capital
Delegation is Permitted	Reduction of the Share Capital
Delegation is Permitted	Admission and Withdrawal of Partners
Delegation is Permitted	Participation in Existing Companies
Delegation is Permitted	Transfer of Shares, Stocks, and Bonds
Delegation is Permitted	Determination of the Share Capital
Delegation is Permitted	Receipt of the Subscription Surplus
Delegation is Permitted	Sale of Shares and Receipt of the Consideration
Delegation is Permitted	Assignment of Shares from the Share Capital
Delegation is Permitted	Sale of a Branch of the Company
Delegation is Permitted	Amendment of the Nationality of a Partner in the Articles of Association
Delegation is Permitted	Acceptance of the Assignment of Shares and the Share Capital
Delegation is Permitted	Purchase of Shares and Payment of the Purchase Price
Delegation is Permitted	Closure of Bank Accounts in the Name of the Company
Delegation is Permitted	Opening Bank Accounts in the Name of the Company
Delegation is Permitted	Execution of Agreements

Delegation is Permitted	Registration of the Company
Delegation is Permitted	Registration of Agencies and Trademarks
Delegation is Permitted	Attendance at General Assemblies
Delegation is Permitted	Opening Branches of the Company
Delegation is Permitted	Opening Company Files
Delegation is Permitted	Execution of the Articles of Association and Amendments thereto before the Notary Public
Delegation is Permitted	Issuance and Renewal of the Company's Commercial Registers
Delegation is Permitted	Registration with and Renewal of Membership in the Chamber of Commerce
Delegation is Permitted	Review of and Execution before the General Investment Authority
Delegation is Permitted	Review of the Quality Management Department and the Saudi Standards, Metrology and Quality Organization
Delegation is Permitted	Review of the Capital Market Authority
Delegation is Permitted	Issuance and Renewal of the Company's Licenses
Delegation is Permitted	Conversion of an Establishment into a Company
Delegation is Permitted	Conversion of a Branch of the

	Company into an Establishment
Delegation is Permitted	Conversion of a Branch of the Company into a Company
Delegation is Permitted	Publication of the Articles of Association, Amendments thereto, Summaries thereof, and the Bylaws in the Official Gazette
Delegation is Permitted	Review of Telecommunications Companies and Registration of Fixed-Line or Mobile Telephone Services in the Name of the Company
Delegation is Permitted	Participation in Tenders and Collection of Tender Documents
Delegation is Permitted	Execution of Contracts on Behalf of the Company with Third Parties
Delegation is Permitted	Assignment or Cancellation of Trademarks
Delegation is Permitted	Amendment of the Company's Name
Delegation is Permitted	Issuance of Visas
Delegation is Permitted	Conversion of the Company into an Establishment
Delegation is Permitted	Receipt of Visa Compensation
Delegation is Permitted	Updating Employees' Information
Delegation is Permitted	Opening, Renewal, and Cancellation of Main and Branch Files

		Delegation is Permitted	Liquidation and Cancellation of the Workforce
		Delegation is Permitted	Reporting Employee Absconding
		Delegation is Permitted	Cancellation of Employee Absconding Reports
		Delegation is Permitted	Transfer of Sponsorships
		Delegation is Permitted	Amendment of Occupations
		Delegation is Permitted	Transfer, Liquidation, and Cancellation of Ownership of Establishments
		Delegation is Permitted	Review of the Private Recruitment Offices Department
		Delegation is Permitted	Review of the Workforce Information Technology Department
		Delegation is Permitted	Issuance and Renewal of Work Permits
		Delegation is Permitted	Receipt of Saudization Certificates
		Delegation is Permitted	Issuance of Employee Information Reports (Printouts)
		Delegation is Permitted	Addition and Removal of Saudi Employees
		Delegation is Permitted	Recruitment
		Delegation is Permitted	Recruitment
		Delegation is Permitted	Opening a File
		Delegation is Permitted	Activation of the Saudi Portal
		Delegation is Permitted	Recruitment of Foreign Workers
		Delegation is Permitted	Completion of Employees' Procedures with the General Organization for

	Social Insurance (GOSI)
Delegation is Permitted	Cancellation of Visas
Delegation is Permitted	Refund of Visa Fees
Delegation is Permitted	Amendment of Nationalities
Delegation is Permitted	Issuance of Family Visit Visas
Delegation is Permitted	Issuance of Family Recruitment Visas
Delegation is Permitted	Review of the Embassy
Delegation is Permitted	Extension of Exit and Re-entry Visas
Delegation is Permitted	Extension of Visit Visas
Delegation is Permitted	Issuance of Employee Information Reports (Printouts)
Delegation is Permitted	Cancellation of the Visa
Delegation is Permitted	Refund of the Visa Fee
Delegation is Permitted	Amendment of the Place of Arrival
Delegation is Permitted	Issuance of Residence Permits
Delegation is Permitted	Renewal of Residence Permits
Delegation is Permitted	Performance of Exit and Re-entry Procedures
Delegation is Permitted	Performance of Final Exit Procedures
Delegation is Permitted	Transfer of Sponsorships
Delegation is Permitted	Issuance of Replacement Residence Permits for Lost or Damaged Permits
Delegation is Permitted	Completion of Procedures for

	Deceased Employees
Delegation is Permitted	Reporting Employee Absconding
Delegation is Permitted	Cancellation of Employee Absconding Reports
Delegation is Permitted	Transfer of Information and Updating of Data
Delegation is Permitted	Settlement and Waiver of Employees
Delegation is Permitted	Review of the Deportation and Expatriates Department
Delegation is Permitted	Issuance of Employee Information Reports (Printouts)
Delegation is Permitted	Cancellation of Employees' Records
Delegation is Permitted	Management of My Business Services
Delegation is Permitted	Transfer of Employee Sponsorship to Himself
Delegation is Permitted	Addition of a Newborn
Delegation is Permitted	Completion of Procedures for a Deceased Employee
Delegation is Permitted	Management of Border Crossing Affairs
Delegation is Permitted	Issuance of Re-entry Certificates
Delegation is Permitted	Addition of Dependents
Delegation is Permitted	Addition of Children to the Father's or Mother's Passport
Delegation is Permitted	Removal of Children from the Father's or Mother's Passport

		Delegation is Permitted	Cancellation of Exit and Re-entry Visas
		Delegation is Permitted	Cancellation of Final Exit Visas
		Delegation is Permitted	Issuance of Replacement Travel Visas for Lost or Damaged Visas
		Delegation is Permitted	Issuance of Extensions for Visit Visas
		Delegation is Permitted	Amendment of Occupations
		Delegation is Permitted	Issuance of Hajj Permits
		Delegation is Permitted	Review of the Domestic Workers Affairs Department
		Delegation is Permitted	Registration in the Electronic Service
		Delegation is Permitted	Review of the Ministry of Environment, Water and Agriculture and the Directorate of Agriculture in Relation to Their Affairs
		Delegation is Permitted	Review of the Notary Public or the Court for Acceptance of the Transfer of Title
		Delegation is Permitted	Assignment of the Agricultural Decision
		Delegation is Permitted	Transfer of the Agricultural Decision
		Delegation is Permitted	Receipt of Salaries
		Delegation is Permitted	Receipt of Pension Benefits
		Delegation is Permitted	Receipt of End-of-Service Benefits and Compensation for Unused Leave
		Delegation is Permitted	Salary Transfer
		Delegation is Permitted	Receipt of Bonuses

		Delegation is Permitted	Issuance of a Salary Certificate
		Delegation is Permitted	Receipt of My Entitlements
		Delegation is Permitted	Opening Accounts in Compliance with Sharia Principles
		Delegation is Permitted	Closure and Settlement of Accounts
		Delegation is Permitted	Withdrawal from Accounts
		Delegation is Permitted	Issuance of ATM Cards
		Delegation is Permitted	Issuance of Sharia-Compliant Credit Cards
		Delegation is Permitted	Receipt and Encashment of Remittances
		Delegation is Permitted	Encashment of Cheques
		Delegation is Permitted	Issuance of Certified Cheques
		Delegation is Permitted	Issuance of Cheque Books
		Delegation is Permitted	Issuance of Bank Statements
		Delegation is Permitted	Transfer of Funds from Accounts
		Delegation is Permitted	Application for Sharia-Compliant Bank Financing
		Delegation is Permitted	Opening a Sharia-Compliant Bank Account
		Delegation is Permitted	Deposit into Accounts
		Delegation is Permitted	Renewal of Safe Deposit Box Subscriptions
		Delegation is Permitted	Opening Safe Deposit Boxes
		Delegation is Permitted	Subscription to Safe Deposit Boxes
		Delegation is Permitted	Application for Loan Forgiveness

Delegation is Permitted	Objection to Cheques
Delegation is Permitted	Updating Information
Delegation is Permitted	Activation of Accounts
Delegation is Permitted	Receipt of Cheques
Delegation is Permitted	Recovery of Safe Deposit Box Units
Delegation is Permitted	Review
Delegation is Permitted	Rescheduling of Installments
Delegation is Permitted	Request for Point-of-Sale (POS) Services
Delegation is Permitted	Application for a Bank Accreditation
Delegation is Permitted	Application for a Bank Guarantee
Delegation is Permitted	Subscription to Joint Stock Companies
Delegation is Permitted	Receipt of Share Certificates
Delegation is Permitted	Purchase of Sharia-Compliant Shares
Delegation is Permitted	Sale of Sharia-Compliant Shares
Delegation is Permitted	Receipt of the Proceeds of Shares
Delegation is Permitted	Receipt of Dividends
Delegation is Permitted	Receipt of Surplus Funds
Delegation is Permitted	Subscription
Delegation is Permitted	Purchase of Shares
Delegation is Permitted	Sale of Shares
Delegation is Permitted	Redemption of Investment Fund Units
Delegation is Permitted	Transfer of Shares from the Investment Portfolio
Delegation is Permitted	Subscription to Sharia-Compliant

	Investment Fund Units
Delegation is Permitted	Management of Investment Portfolios
Delegation is Permitted	Issuance of a Certificate of Indebtedness
Delegation is Permitted	Liquidation of Investment Portfolios
Delegation is Permitted	Opening of a Commercial Establishment
Delegation is Permitted	Issuance of Health Certificates
Delegation is Permitted	Conversion of Agricultural Land into Residential Land
Delegation is Permitted	Review of the General Directorate of Urban Planning
Delegation is Permitted	Opening Commercial Establishments
Delegation is Permitted	Issuance of Licenses
Delegation is Permitted	Renewal of Licenses
Delegation is Permitted	Cancellation of Licenses
Delegation is Permitted	Transfer of Licenses
Delegation is Permitted	Issuance of Building and Renovation Permits
Delegation is Permitted	Subdivision Planning of Land
Delegation is Permitted	Issuance of Building Completion Certificates
Delegation is Permitted	Issuance of Fencing Permits
Delegation is Permitted	Issuance of Demolition Permits
Delegation is Permitted	Execution of Lease Agreements
Delegation is Permitted	Assignment of Lease Agreements

Delegation is Permitted	Preparation of a Subdivision Plan for Owned Land
Delegation is Permitted	Review of the Municipality
Delegation is Permitted	Conversion of Agricultural Land into Residential Land
Delegation is Permitted	Supervision of Construction
Delegation is Permitted	Execution of Contracts with Construction Companies and Contractors
Delegation is Permitted	Participation in Tenders and Collection of Tender Documents
Delegation is Permitted	Sale and Transfer of Title to the Purchaser
Delegation is Permitted	Purchase, Acceptance of Transfer of Title, and Payment of the Purchase Price
Delegation is Permitted	Receipt of Title Deeds
Delegation is Permitted	Leasing
Delegation is Permitted	Receipt of Rent
Delegation is Permitted	Execution of Lease Agreements
Delegation is Permitted	Renewal of Lease Agreements
Delegation is Permitted	Cancellation and Termination of Lease Agreements
Delegation is Permitted	Mortgaging
Delegation is Permitted	Release of Mortgage
Delegation is Permitted	Subdivision and Segregation
Delegation is Permitted	Amendment of Boundaries, Dimensions, Areas, Plot Numbers, Plans, Title Deeds,

	Their Dates, and District Names
Delegation is Permitted	Sale
Delegation is Permitted	Acceptance of a Mortgage
Delegation is Permitted	Updating Title Deeds and Recording Them in the Comprehensive System
Delegation is Permitted	Sale of an Undivided Share in Real Property
Delegation is Permitted	Purchase
Delegation is Permitted	Purchase of an Undivided Share in Real Property
Delegation is Permitted	Leasing
Delegation is Permitted	Amendment of the Owner's Name, Civil Registry Number, and Civil Registry Record Number
Delegation is Permitted	Gift and Transfer of Title
Delegation is Permitted	Acceptance of a Gift and Transfer of Title
Delegation is Permitted	Waiver of Deficiency in Area
Delegation is Permitted	Consolidation of Title Deeds
Delegation is Permitted	Acceptance of Assignment and Transfer of Title
Delegation is Permitted	Issuance of a Set of Replacement Title Deeds for Lost Title Deeds, the Details of Which Are as Follows:
Delegation is Permitted	Issuance of a Set of Replacement Title Deeds for Damaged Title Deeds, the Details of Which Are as Follows:
Delegation is Permitted	Sale and Transfer of Title to the Heirs

Delegation is Permitted	Assignment of an Undivided Share in Real Property
Delegation is Permitted	Certification of the Building
Delegation is Permitted	Issuance of a Replacement Title Deed for a Damaged Title Deed
Delegation is Permitted	With Respect to the Following Real Properties
Delegation is Permitted	Conversion of Agricultural Land into Residential or Industrial Land
Delegation is Permitted	Participation in Real Estate Contributions
Delegation is Permitted	Purchase of Shares in Real Estate Contributions
Delegation is Permitted	Sale of Shares in Real Estate Contributions
Delegation is Permitted	Assignment of Leased Land
Delegation is Permitted	Updating the Title Deed and Recording It in the Comprehensive System
Delegation is Permitted	Issuance of a Replacement Title Deed for a Lost Title Deed
Delegation is Permitted	Conversion of Agricultural Land into Residential Land
Delegation is Permitted	Construction on the Land
Delegation is Permitted	Lease of the Land
Delegation is Permitted	Change of the Company's Legal Form
Delegation is Permitted	Conversion of the Company from a Limited Partnership to a Limited Liability Company

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<tr><td>Delegation is Permitted</td><td>Division of Shares Among the Heirs and Transfer Thereof to Their Investment Portfolios</td></tr>
<tr><td colspan="2">The Board of Directors shall obtain the approval of the General Assembly before disposing of assets whose value exceeds fifty percent (50%) of the total value of the Company's assets, whether such disposal is made through a single transaction or a series of transactions. In such case, the transaction that results in exceeding the fifty percent (50%) threshold of the total asset value shall be the transaction requiring General Assembly approval. This percentage shall be calculated from the date of the first transaction carried out during the preceding twelve (12) months.
Within the limits of its powers, the Board of Directors may delegate one or more of its members, or any third party, to carry out one or more specific acts or duties.</td></tr>
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<tr>
<td>Article 21: Remuneration of Board Members

The remuneration of Board Members shall be a specific amount or an allowance for attending Board meetings or in-kind benefits or a percentage of the net profit according to the relevant regulations, or a combination of two or more of the above in accordance with laws and regulations issued in this respect. The Extraordinary General Assembly shall determine the amounts of these remunerations, provided that they are fair, motivating, and commensurate with the performance of the Board member and the Company's performance, in accordance with relevant controls and regulations. In addition, a Board member may be eligible for a reward for whatever technical, managerial, or advisory duties assigned to him. The Chairman of the Board, the Vice Chairman, and the Secretary may receive an additional remuneration determined by the Board of Directors, in addition to the remuneration set for Board members. The report submitted by the Board of Directors to the General Assembly at its annual meeting shall contain a comprehensive statement of all payments made or were entitled to make to the members of the Board during the financial year, rewards, meeting allowances, expenses, and other benefits. Such report shall as well include a statement of payments made to the Board members for being officers or managers or in consideration for technical, administrative or consultancy assignments carried out by them alongside a statement of number of Board meetings and the number of meetings each member attended.</td>
<td>Article 21: Remuneration of Board Members

1. The remuneration of the Board of Directors shall consist of a fixed amount and attendance allowances for Board meetings, provided that the determination of such remuneration complies with the provisions of the Companies Law and its Implementing Regulations.
2. The Board of Directors' report submitted to the Annual Ordinary General Assembly shall include a comprehensive statement of all remuneration, meeting attendance allowances, expense allowances, and any other benefits received or accrued by each member of the Board of Directors during the financial year. The report shall also include details of any amounts received by Board members in their capacity as employees or executives, or as consideration for technical, administrative, or consultancy services, as well as a statement of the number of Board meetings held and the number of meetings attended by each Board member.</td>
</tr>
</table>

Article 22: Competencies of the Chairman of the Board, Vice-Chairman, and Secretary 1. The Chairman of the Board shall invited the Board of Directors and chair the meetings, as well chair the meetings of the Ordinary and Extraordinary General Assemblies. 2. The Chairman of the Board shall represent the Company in its relations with third parties, government agencies, companies, individuals, and before all levels and categories of courts, notaries, and administrative judiciary bodies. This includes dispute resolution committees of various types and levels, arbitration bodies, chambers of commerce and industry. He has the authority to plead and defend the Company, submit evidence and documents, reach settlements, make concessions, exercise the right of exoneration, denial, admission, and oath-taking, receive judgments, file appeals, and execute judgments. He also has the authority to sign the founding contracts of companies established by the Company or in which it participates, sign resolutions for their liquidation, or amendments to their founding contracts, including amendments to management provisions and the appointment or removal of directors. He may also sign other decisions, contracts, Sukuk, and discharges before notaries and official and private entities, sign loan agreements, financial agreements, mortgages, leases, and agreements to open and close accounts in banks, asset management institutions, and securities investment companies, both within and outside the kingdom. The Chairman of the Board may also delegate or authorize other members of the Board or third parties to carry out specific tasks within his authority. 3. The Vice Chairman of the Board shall replace the Chairman of the Board in his absence and shall be granted his competencies in such cases. 4. The Board Secretary shall be responsible for preparing, the minutes and resolutions of the Board of Directors, recording them, and signing them by himself and the present Board members. They shall be documented in a special register prepared for this purpose and signed by the Chairman and the Secretary. The decisions of the Board shall be communicated to the relevant departments of the Company for the necessary action. The Board may also delegate other authorities to the Secretary.	**Article 22: Competencies of the Chairman of the Board, Vice-Chairman, Managing Director and Secretary** The Board of Directors shall, at its first meeting, appoint from among its members a Chairman of the Board. The Board may also appoint from among its members a Managing Director and shall appoint from among its members a Vice Chairman. 1. The Board of Directors shall appoint a Chief Executive Officer, who may be selected from among its members or from outside the Board. The Chairman of the Board shall exercise the powers and authorities set out in the schedule of Authorities attached hereto. The Vice Chairman shall exercise the powers and authorities set out in the schedule of Authorities attached hereto. The Chief Executive Officer shall exercise the powers and authorities set out in the schedule of Authorities attached hereto. The Board of Directors shall appoint a Secretary to the Board, who may be selected from among its members or from outside the Board. The Chairman of the Board may, by written resolution, delegate any of his powers to one or more members of the Board or to any third party to carry out one or more specific acts or duties. The Vice Chairman shall act in place of the Chairman during the Chairman's absence whenever the Board has appointed a Vice Chairman.
Article 24: Quorum for Board of Directors Meetings A meeting of the Board of Directors shall only be valid if attended by at least half of its members, provided that the number of attendees is not less than five members, including the Chairman of	**Article 24: Quorum for Board of Directors Meetings** A meeting of the Board of Directors shall only be valid if attended by at majority of its members, provided that the number of attendees is not less than five members, including the Chairman of the Board or his

the Board or his deputy or any member authorized in writing to preside over the meeting of the Board. A Board member may delegate another member to attend Board meetings in accordance with the following conditions: 1. A Board member may not delegate more than one other member to the same meeting. 2. Delegation shall be made in writing or in electronic form from the delegate member's address to the authenticated e-mail of both the Chairman of the Board and the Board Secretary before the meeting is convened. 3. Delegated members may not vote on matters prohibited by the regulations from being voted on by a delegator.	deputy or any member authorized in writing to preside over the meeting of the Board. A Board member may delegate another member to attend Board meetings in accordance with the following conditions: 1. A Board member may not delegate more than one other member to the same meeting. 2. Delegation shall be made in writing or in electronic form from the delegate member's address to the authenticated e-mail of both the Chairman of the Board and the Board Secretary before the meeting is convened. 3. Delegated members may not vote on matters prohibited by the regulations from being voted on by a delegator.
Article 29: Invitation of General Assemblies 1. General or Special Assemblies shall be convened by the Board of Directors in accordance with the conditions stipulated in this Articles of Association, the Companies Law, and the regulations set by the Ministry of Commerce and the Competent Authorities in this regard. 2. The Board of Directors shall call for the Ordinary General Assembly to convene within thirty days if requested by the auditors, the Audit Committee, or a number of shareholders representing at least 10% of the Company's voting shares. The Auditor may also call for the Ordinary General Assembly to convene if the Board fails to issue the invitation within thirty days from the date of the auditor's request. 3. The invitation to convene the Assembly shall be made at least twenty-one days before the set date for the Assembly. Shareholders may be invited through contemporary technologies, in accordance with the regulations set by the Competent Authority.	**Article 27: Invitation of General Assemblies** 1. General and Special General Assemblies shall be convened upon the invitation of the Board of Directors. The Board of Directors shall convene the Ordinary General Assembly within thirty (30) days from the date of a request submitted by the External Auditor or by one or more shareholders representing at least ten percent (10%) of the Company's voting shares. The External Auditor may convene the Ordinary General Assembly if the Board fails to issue the invitation within thirty (30) days from the date of the External Auditor's request. 2. The request referred to in paragraph (1) of this Article shall specify the matters on which the shareholders are requested to vote. 3. The notice convening the General Assembly shall be issued at least twenty-one (21) days before the scheduled meeting date in accordance with the provisions of the Companies Law, taking into account the following: a. Shareholders shall be notified by registered mail sent to the addresses recorded in the shareholders' register or by announcing the invitation through modern technological means. b. A copy of the notice and the agenda shall be sent to the Commercial Register, and a copy shall also be sent to the Capital Market Authority if the Company is listed on the financial market on the date the notice is announced. 4. The notice of the General Assembly meeting shall include, at a minimum, the following:

	a. A statement identifying those entitled to attend the General Assembly, their right to appoint a proxy other than a member of the Board of Directors, the shareholder's right to discuss the items on the agenda, submit questions, and the manner of exercising voting rights. b. The venue, date, and time of the meeting. c. The type of General Assembly, whether Ordinary or Extraordinary. d. The meeting agenda, including the items on which shareholders are required to vote.
Article 32: Voting at General Assemblies Each shareholder (having voting rights) shall have one vote for each share in General Assemblies. Cumulative voting shall be used when electing the Board of Directors.	**Article 28: Voting at General Assemblies** 1. Members of the Board of Directors shall be elected by cumulative voting. Members of the Board of Directors may not participate in voting on General Assembly resolutions relating to transactions or contracts in which they have a direct or indirect interest or that involve a conflict of interest. **Article 35: Voting** Each shareholder (having voting rights) shall have one vote for each share in General Assemblies. Cumulative voting shall be used when electing the Board of Directors.
Article 35: Chairing General Assemblies and Preparing Minutes Meetings of the General Assemblies of shareholders shall be chaired by the Chairman of the Board of Directors or, in his absence, the Vice-Chairman or such member as delegated by the Board of Directors if both the Chairman and Vice-Chairman are absent. In the event that all the above-mentioned options are not available, the General Assembly shall be chaired by a person appointed by the shareholders, whether from among the members of the Board or others, through voting. Minutes shall be prepared during the General Assembly, including the number of shareholders present, whether in person or by proxy, the number of votes cast, the decisions taken, the number of votes in favor of or against each decision, and a comprehensive summary of the discussions that took place during the meeting. The minutes shall be regularly recorded after each meeting in a special register signed by the Chairman of the Assembly, its Secretary, and the vote collectors, taking into account the regulations set by the Competent Authority.	**Article 38: Chairing General Assembly** Meetings of the General Assemblies of shareholders shall be chaired by the Chairman of the Board of Directors or, in his absence, the Vice-Chairman or such member as delegated by the Board of Directors if both the Chairman and Vice-Chairman are absent. In the event that all the above-mentioned options are not available, the General Assembly shall be chaired by a person appointed by the shareholders, whether from among the members of the Board or others, through voting. **Article 29: Preparing of General Assembly Minutes** Minutes shall be prepared during the General Assembly, including the number of shareholders present, whether in person or by proxy, the number of votes cast, the decisions taken, the number of votes in favor of or against each decision, and a comprehensive summary of the discussions that took place during the meeting. The minutes shall be regularly recorded after each meeting in a special register signed by the Chairman of the Assembly, its Secretary, and the vote collectors.
-	**Article 49: Final Provisions**

	1. The Company shall be governed by the laws and regulations in force in the Kingdom of Saudi Arabia. 2. Any provision of these Articles of Association that conflicts with the provisions of the Companies Law shall be deemed null and void, and the relevant provisions of the Companies Law shall apply. In respect of any matter not expressly provided for in these Articles of Association, the Companies Law and its Implementing Regulations shall apply. 3. The Founders acknowledge the accuracy of the information and provisions set forth in these Articles of Association and confirm that they are consistent with the provisions of the Companies Law promulgated by Royal Decree No. (M/132) dated 1/12/1443H and its Implementing Regulations, and that they satisfy all requirements and instructions issued by the Ministry of Commerce in accordance with the Companies Law. The Founders shall bear full legal and financial responsibility for any consequences arising therefrom. The Founders further acknowledge the Ministry's right to take the necessary legal actions in the event of any violation of, or inconsistency in, the provisions contained in these Articles of Association.

Schedule of Authorities of the Chairman of the Board of Directors, the Vice Chairman of the Board of Directors, and the Chief Executive Officer

Delegation is Permitted, exercises individually	Annual Confirmation	Main	Commercial Registers
Delegation is Permitted, exercises individually	Cancellation		
Delegation is Permitted, exercises individually	Issuance	Branch	
Delegation is Permitted, exercises individually	Annual Confirmation		
Delegation is Permitted, exercises individually	Cancellation		
Delegation is Permitted, exercises individually	Signing Company Agreements		Companies in which the Company is a Partner
Delegation is Permitted, exercises individually	Purchase of Shares		
Delegation is Permitted, exercises individually	Liquidation of the Company		
Delegation is Permitted, exercises individually	Sale of Shares		
Delegation is Permitted, exercises individually	Representation of the Company in Companies in which it is a Shareholder		
Delegation is Permitted, exercises individually	Issuance	Commercial Registers	Incorporation of Companies in the Company's Name
Delegation is Permitted, exercises individually	Annual Confirmation		
Delegation is Permitted, exercises individually	Cancellation		
Delegation is Permitted, exercises individually	Registration with the Ministry		
Delegation is Permitted, exercises individually	Representation before the Notary Public		
Delegation is Permitted, exercises individually	Execution of the Company's Articles of Association		
Delegation is Permitted, exercises individually	Execution of Shareholders' Resolutions		
Delegation is Permitted, exercises individually	Opening Accounts		Banking
Delegation is Permitted, exercises individually	Opening Letters of Credit		
Delegation is Permitted, exercises individually	Deposit of Funds		
Delegation is Permitted, exercises individually	Withdrawal of Funds		
Delegation is Permitted, exercises individually	Issuance of Cheques		
Delegation is Permitted, exercises individually	Updating Bank Accounts		
Delegation is Permitted, exercises individually	Obtaining Bank Statements		
Delegation is Permitted, exercises individually	Applying for Banking Facilities		
Delegation is Permitted, exercises individually	Applying for Bank Guarantees		
Delegation is Permitted, exercises individually	Execution of Loan Agreements		
Delegation is Permitted, exercises individually	Execution of Commercial Papers		
Delegation is Permitted, exercises individually	Execution of Promissory Notes		
Delegation is Permitted, exercises individually	Submitting Applications for any Request or Service within the Competence of the Communications,		

<table>
<tr><td colspan="2"></td><td colspan="2">Space and Technology Commission (CST)</td><td rowspan="7"></td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Delegating any Person, in accordance with the Applicable Regulations, to Submit any Request or Obtain any Service within the Competence of the Communications, Space and Technology Commission (CST)</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Preparation of Commercial Papers (Electronically)</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Execution of Commercial Papers (Electronically)</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Preparation of Executory Contracts (Electronically)</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Execution of Executory Contracts (Electronically)</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Execution of Electronic Guarantees and Letters of Credit</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Purchase</td><td rowspan="3">Real Property</td><td rowspan="8">Purchase, Sale, and Transfer of Ownership of Property</td><td rowspan="11">Property Management</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Sale</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Transfer</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Purchase</td><td rowspan="3">Land</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Sale</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Evacuate</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Purchase</td><td rowspan="2">Shares</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Sale</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Right to Mortgage</td><td colspan="2" rowspan="3">Mortgaging Property</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Release of Mortgage</td></tr>
<tr><td>Delegation is Permitted, exercises individually</td><td>Receipt</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Approval and signing of Commercial Papers</td><td rowspan="4">Preparation of Commercial Papers</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Preparation of Commercial Papers</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Cancellation of Commercial Papers</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td colspan="2">Closure of Commercial Papers</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Change of Legal Form</td><td rowspan="6">Approval of Shareholder s' Resolutions</td><td rowspan="6">Amendment of the Shareholder Agreement of Companies in which the Company is a Partner</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Increase or Reduction of Share Capital</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Acceptance of the Transfer of Shares and Purchase of Shares</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Admission and Withdrawal of Partners</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Execution of the Partners' Resolution on Merger</td></tr>
<tr><td colspan="2">Delegation is Permitted, exercises individually</td><td>Amendment of the Remaining Provisions of the Articles of Association</td></tr>
</table>

Delegation is Permitted, exercises individually	Liquidation of the Company		
Delegation is Permitted, exercises individually	Conversion of the Company into an Establishment		
Delegation is Permitted, exercises individually	Delegation is Permitted, exercises individually	Representation before the Sharia Courts	Judiciary
Delegation is Permitted, exercises individually	Delegation is Permitted, exercises individually		
Delegation is Permitted, exercises individually	Delegation is Permitted, exercises individually		
Delegation is Permitted, exercises individually	Acceptance and Rejection of Settlement		
Delegation is Permitted, exercises individually	Admission and Denial		
Delegation is Permitted, exercises individually	Waiver		
Delegation is Permitted, exercises individually	Pleading		
Delegation is Permitted, exercises individually	Defense		
Delegation is Permitted, exercises individually	Assertion of Claims		
Delegation is Permitted, exercises individually	Initiation of Legal Proceedings		
Delegation is Permitted, exercises individually	Appointment of Arbitrators		
Delegation is Permitted, exercises individually	Appointment of Lawyers		
Delegation is Permitted, exercises individually	Representation before Notary Public Offices		
Delegation is Permitted, exercises individually	Use and Execution of All Electronic Services of the Ministry of Justice		
Delegation is Permitted, exercises individually	Delegation or Granting of a Power of Attorney to Third Parties for the Use of the Ministry of Justice's Electronic Services		
Delegation is Permitted, exercises individually	Execution of the Loan Agreement and any amendments, appendices, and all related documents; execution of the Monitoring Agreement; execution of the Advisory Agreement; execution before the Notary Public with respect to the industrial mortgage over all of the Company's assets; receipt of the loan; waiver of the loan; application for loan forgiveness; repayment of the loan; and execution of the Documentary Credit Agreement.		
Delegation is Permitted, exercises individually	Execution of the Corporate Guarantee		
Delegation is Permitted, exercises individually	Execution of the Agreement for the Transfer of Obligations and Amendment of the Loan Agreement		
Delegation is Permitted, exercises individually	Execution of the Debt Restructuring Agreement for the Company and the Partners		
Delegation is Permitted, exercises individually	Issuance, Amendment, and Revocation of the Assignment Notice		
Delegation is Permitted, exercises individually	Fundraising, Disbursement, Marketing Intermediary Services, and Other Intermediary Services in the Non-Profit Sector		National Center for Non-Profit Sector Development Services

Delegation is Permitted, exercises individually	Volunteer Services	
Delegation is Permitted, exercises individually	Services for the Establishment and Management of Non-Profit Entities	
Delegation is Permitted, exercises individually	Services for the Provision of Goods and Services to Non-Profit Entities	
Delegation is Permitted, exercises individually		Use and Execution of All Services of the Etimad Platform
Delegation is Permitted, exercises individually		Use and Execution of All Electronic Services of the Ministry of Human Resources and Social Development
Delegation is Permitted, exercises individually		Purchase of an Establishment
Delegation is Permitted, exercises individually		Execution of All Documents before the Chamber of Commerce
Delegation is Permitted, exercises individually		Sale of an Establishment
Delegation is Permitted, exercises individually		Review of the Commercial Registration Department
Delegation is Permitted, exercises individually		Issuance of Commercial Registrations
Delegation is Permitted, exercises individually		Transfer of Commercial Registrations
Delegation is Permitted, exercises individually		Management of Commercial Registrations
Delegation is Permitted, exercises individually		Cancellation of Commercial Registrations
Delegation is Permitted, exercises individually		Supervision of Commercial Registrations
Delegation is Permitted, exercises individually		Opening Membership with the Chamber of Commerce
Delegation is Permitted, exercises individually		Registration of Authorized Signatures with the Chamber of Commerce
Delegation is Permitted, exercises individually		Cancellation of Authorized Signatures with the Chamber of Commerce
Delegation is Permitted, exercises individually		Participation in Tenders and Collection of Tender Documents

Delegation is Permitted, exercises individually	Review of the General Organization for Social Insurance (GOSI)
Delegation is Permitted, exercises individually	Review of the Zakat, Tax and Customs Authority (ZATCA)
Delegation is Permitted, exercises individually	Management of the Commercial Register
Delegation is Permitted, exercises individually	Cancellation of the Commercial Register
Delegation is Permitted, exercises individually	Review of the Civil Defense
Delegation is Permitted, exercises individually	Amendment of Commercial Registrations
Delegation is Permitted, exercises individually	Addition of Business Activities
Delegation is Permitted, exercises individually	Reservation of a Trade Name
Delegation is Permitted, exercises individually	Renewal of Chamber of Commerce Membership
Delegation is Permitted, exercises individually	Amendment of the Commercial Register
Delegation is Permitted, exercises individually	Transfer of the Commercial Register
Delegation is Permitted, exercises individually	Issuance of a Replacement Commercial Register for a Lost or Damaged Register
Delegation is Permitted, exercises individually	Issuance of a Replacement Commercial Register for a Lost or Damaged Register
Delegation is Permitted, exercises individually	Registration of a Trademark
Delegation is Permitted, exercises individually	Assignment of a Trademark
Delegation is Permitted, exercises individually	Assignment of a Trade Name
Delegation is Permitted, exercises individually	Issuance of Licenses
Delegation is Permitted, exercises individually	Purchase of Boats
Delegation is Permitted, exercises individually	Issuance of a Replacement Fishing Permit for a Lost or Damaged Permit
Delegation is Permitted, exercises individually	Importation of Boats
Delegation is Permitted, exercises individually	Cancellation of Boat Licenses
Delegation is Permitted, exercises individually	Renewal of Licenses
Delegation is Permitted, exercises individually	Amendment of Licenses

Delegation is Permitted, exercises individually	Addition of Business Activities
Delegation is Permitted, exercises individually	Reservation of Names
Delegation is Permitted, exercises individually	Cancellation of Licenses
Delegation is Permitted, exercises individually	Renewal of Chamber of Commerce Membership
Delegation is Permitted, exercises individually	Opening of Branches
Delegation is Permitted, exercises individually	Review of the General Organization for Social Insurance (GOSI)
Delegation is Permitted, exercises individually	Review of the Civil Defense
Delegation is Permitted, exercises individually	Review of the Zakat, Tax and Customs Authority (ZATCA)
Delegation is Permitted, exercises individually	Issuance of Fishing Permits
Delegation is Permitted, exercises individually	Issuance of Boat Licenses
Delegation is Permitted, exercises individually	Renewal of Boat Licenses
Delegation is Permitted, exercises individually	Transfer of Boat Licenses
Delegation is Permitted, exercises individually	Sale of Boats
Delegation is Permitted, exercises individually	Renewal of Fishing Permits
Delegation is Permitted, exercises individually	Cancellation of Fishing Permits
Delegation is Permitted, exercises individually	Issuance of a Replacement Boat License for a Lost or Damaged License
Delegation is Permitted, exercises individually	Opening a Branch under the License
Delegation is Permitted, exercises individually	Transfer of the License
Delegation is Permitted, exercises individually	Incorporation of a Company
Delegation is Permitted, exercises individually	Execution of the Articles of Association and Amendments thereto
Delegation is Permitted, exercises individually	Cancellation of the Articles of Association and Amendments thereto
Delegation is Permitted, exercises individually	Execution of Shareholders' Resolutions
Delegation is Permitted, exercises individually	Appointment and Removal of Managers

Delegation is Permitted, exercises individually	Amendment of the Company's Objects
Delegation is Permitted, exercises individually	Liquidation of the Company
Delegation is Permitted, exercises individually	Conversion of the Company from a Joint Stock Company to a Limited Liability Company
Delegation is Permitted, exercises individually	Conversion of the Company from a Limited Liability Company to a Joint Stock Company
Delegation is Permitted, exercises individually	Conversion of the Company from a General Partnership to a Limited Liability Company
Delegation is Permitted, exercises individually	Increase of the Share Capital
Delegation is Permitted, exercises individually	Reduction of the Share Capital
Delegation is Permitted, exercises individually	Admission and Withdrawal of Partners
Delegation is Permitted, exercises individually	Participation in Existing Companies
Delegation is Permitted, exercises individually	Transfer of Shares, Stocks, and Bonds
Delegation is Permitted, exercises individually	Determination of the Share Capital
Delegation is Permitted, exercises individually	Receipt of the Subscription Surplus
Delegation is Permitted, exercises individually	Sale of Shares and Receipt of the Consideration
Delegation is Permitted, exercises individually	Assignment of Shares from the Share Capital
Delegation is Permitted, exercises individually	Sale of a Branch of the Company
Delegation is Permitted, exercises individually	Amendment of the Nationality of a Partner in the Articles of Association
Delegation is Permitted, exercises individually	Acceptance of the Assignment of Shares and the Share Capital
Delegation is Permitted, exercises individually	Purchase of Shares and Payment of the Purchase Price
Delegation is Permitted, exercises individually	Closure of Bank Accounts in the Name of the Company
Delegation is Permitted, exercises individually	Opening Bank Accounts in the

	Name of the Company
Delegation is Permitted, exercises individually	Execution of Agreements
Delegation is Permitted, exercises individually	Registration of the Company
Delegation is Permitted, exercises individually	Registration of Agencies and Trademarks
Delegation is Permitted, exercises individually	Attendance at General Assemblies
Delegation is Permitted, exercises individually	Opening Branches of the Company
Delegation is Permitted, exercises individually	Opening Company Files
Delegation is Permitted, exercises individually	Execution of the Articles of Association and Amendments thereto before the Notary Public
Delegation is Permitted, exercises individually	Issuance and Renewal of the Company's Commercial Registers
Delegation is Permitted, exercises individually	Registration with and Renewal of Membership in the Chamber of Commerce
Delegation is Permitted, exercises individually	Review of and Execution before the General Investment Authority
Delegation is Permitted, exercises individually	Review of the Quality Management Department and the Saudi Standards, Metrology and Quality Organization
Delegation is Permitted, exercises individually	Review of the Capital Market Authority
Delegation is Permitted, exercises individually	Issuance and Renewal of the Company's Licenses
Delegation is Permitted, exercises individually	Conversion of an Establishment into a Company
Delegation is Permitted, exercises individually	Conversion of a Branch of the Company into an Establishment
Delegation is Permitted, exercises individually	Conversion of a Branch of the Company into a Company

Delegation is Permitted, exercises individually	Publication of the Articles of Association, Amendments thereto, Summaries thereof, and the Bylaws in the Official Gazette
Delegation is Permitted, exercises individually	Review of Telecommunications Companies and Registration of Fixed-Line or Mobile Telephone Services in the Name of the Company
Delegation is Permitted, exercises individually	Participation in Tenders and Collection of Tender Documents
Delegation is Permitted, exercises individually	Execution of Contracts on Behalf of the Company with Third Parties
Delegation is Permitted, exercises individually	Assignment or Cancellation of Trademarks
Delegation is Permitted, exercises individually	Amendment of the Company's Name
Delegation is Permitted, exercises individually	Issuance of Visas
Delegation is Permitted, exercises individually	Conversion of the Company into an Establishment
Delegation is Permitted, exercises individually	Receipt of Visa Compensation
Delegation is Permitted, exercises individually	Updating Employees' Information
Delegation is Permitted, exercises individually	Opening, Renewal, and Cancellation of Main and Branch Files
Delegation is Permitted, exercises individually	Liquidation and Cancellation of the Workforce
Delegation is Permitted, exercises individually	Reporting Employee Absconding
Delegation is Permitted, exercises individually	Cancellation of Employee Absconding Reports
Delegation is Permitted, exercises individually	Transfer of Sponsorships
Delegation is Permitted, exercises individually	Amendment of Occupations
Delegation is Permitted, exercises individually	Transfer, Liquidation, and Cancellation of Ownership of Establishments

Delegation is Permitted, exercises individually	Review of the Private Recruitment Offices Department
Delegation is Permitted, exercises individually	Review of the Workforce Information Technology Department
Delegation is Permitted, exercises individually	Issuance and Renewal of Work Permits
Delegation is Permitted, exercises individually	Receipt of Saudization Certificates
Delegation is Permitted, exercises individually	Issuance of Employee Information Reports (Printouts)
Delegation is Permitted, exercises individually	Addition and Removal of Saudi Employees
Delegation is Permitted, exercises individually	Recruitment
Delegation is Permitted, exercises individually	Recruitment
Delegation is Permitted, exercises individually	Opening a File
Delegation is Permitted, exercises individually	Activation of the Saudi Portal
Delegation is Permitted, exercises individually	Recruitment of Foreign Workers
Delegation is Permitted, exercises individually	Completion of Employees' Procedures with the General Organization for Social Insurance (GOSI)
Delegation is Permitted, exercises individually	Cancellation of Visas
Delegation is Permitted, exercises individually	Refund of Visa Fees
Delegation is Permitted, exercises individually	Amendment of Nationalities
Delegation is Permitted, exercises individually	Issuance of Family Visit Visas
Delegation is Permitted, exercises individually	Issuance of Family Recruitment Visas
Delegation is Permitted, exercises individually	Review of the Embassy
Delegation is Permitted, exercises individually	Extension of Exit and Re-entry Visas
Delegation is Permitted, exercises individually	Extension of Visit Visas
Delegation is Permitted, exercises individually	Issuance of Employee Information Reports (Printouts)
Delegation is Permitted, exercises individually	Cancellation of the Visa
Delegation is Permitted, exercises individually	Refund of the Visa Fee

Delegation is Permitted, exercises individually	Amendment of the Place of Arrival
Delegation is Permitted, exercises individually	Issuance of Residence Permits
Delegation is Permitted, exercises individually	Renewal of Residence Permits
Delegation is Permitted, exercises individually	Performance of Exit and Re-entry Procedures
Delegation is Permitted, exercises individually	Performance of Final Exit Procedures
Delegation is Permitted, exercises individually	Transfer of Sponsorships
Delegation is Permitted, exercises individually	Issuance of Replacement Residence Permits for Lost or Damaged Permits
Delegation is Permitted, exercises individually	Completion of Procedures for Deceased Employees
Delegation is Permitted, exercises individually	Reporting Employee Absconding
Delegation is Permitted, exercises individually	Cancellation of Employee Absconding Reports
Delegation is Permitted, exercises individually	Transfer of Information and Updating of Data
Delegation is Permitted, exercises individually	Settlement and Waiver of Employees
Delegation is Permitted, exercises individually	Review of the Deportation and Expatriates Department
Delegation is Permitted, exercises individually	Issuance of Employee Information Reports (Printouts)
Delegation is Permitted, exercises individually	Cancellation of Employees' Records
Delegation is Permitted, exercises individually	Management of My Business Services
Delegation is Permitted, exercises individually	Transfer of Employee Sponsorship to Himself
Delegation is Permitted, exercises individually	Addition of a Newborn
Delegation is Permitted, exercises individually	Completion of Procedures for a Deceased Employee
Delegation is Permitted, exercises individually	Management of Border Crossing Affairs
Delegation is Permitted, exercises individually	Issuance of Re-entry Certificates
Delegation is Permitted, exercises individually	Addition of Dependents

Delegation is Permitted, exercises individually	Addition of Children to the Father's or Mother's Passport
Delegation is Permitted, exercises individually	Removal of Children from the Father's or Mother's Passport
Delegation is Permitted, exercises individually	Cancellation of Exit and Re-entry Visas
Delegation is Permitted, exercises individually	Cancellation of Final Exit Visas
Delegation is Permitted, exercises individually	Issuance of Replacement Travel Visas for Lost or Damaged Visas
Delegation is Permitted, exercises individually	Issuance of Extensions for Visit Visas
Delegation is Permitted, exercises individually	Amendment of Occupations
Delegation is Permitted, exercises individually	Issuance of Hajj Permits
Delegation is Permitted, exercises individually	Review of the Domestic Workers Affairs Department
Delegation is Permitted, exercises individually	Registration in the Electronic Service
Delegation is Permitted, exercises individually	Review of the Ministry of Environment, Water and Agriculture and the Directorate of Agriculture in Relation to Their Affairs
Delegation is Permitted, exercises individually	Review of the Notary Public or the Court for Acceptance of the Transfer of Title
Delegation is Permitted, exercises individually	Assignment of the Agricultural Decision
Delegation is Permitted, exercises individually	Transfer of the Agricultural Decision
Delegation is Permitted, exercises individually	Receipt of Salaries
Delegation is Permitted, exercises individually	Receipt of Pension Benefits
Delegation is Permitted, exercises individually	Receipt of End-of-Service Benefits and Compensation for Unused Leave
Delegation is Permitted, exercises individually	Salary Transfer
Delegation is Permitted, exercises individually	Receipt of Bonuses
Delegation is Permitted, exercises individually	Issuance of a Salary Certificate
Delegation is Permitted, exercises individually	Receipt of My Entitlements

Delegation is Permitted, exercises individually	Opening Accounts in Compliance with Sharia Principles
Delegation is Permitted, exercises individually	Closure and Settlement of Accounts
Delegation is Permitted, exercises individually	Withdrawal from Accounts
Delegation is Permitted, exercises individually	Issuance of ATM Cards
Delegation is Permitted, exercises individually	Issuance of Sharia-Compliant Credit Cards
Delegation is Permitted, exercises individually	Receipt and Encashment of Remittances
Delegation is Permitted, exercises individually	Encashment of Cheques
Delegation is Permitted, exercises individually	Issuance of Certified Cheques
Delegation is Permitted, exercises individually	Issuance of Cheque Books
Delegation is Permitted, exercises individually	Issuance of Bank Statements
Delegation is Permitted, exercises individually	Transfer of Funds from Accounts
Delegation is Permitted, exercises individually	Application for Sharia-Compliant Bank Financing
Delegation is Permitted, exercises individually	Opening a Sharia-Compliant Bank Account
Delegation is Permitted, exercises individually	Deposit into Accounts
Delegation is Permitted, exercises individually	Renewal of Safe Deposit Box Subscriptions
Delegation is Permitted, exercises individually	Opening Safe Deposit Boxes
Delegation is Permitted, exercises individually	Subscription to Safe Deposit Boxes
Delegation is Permitted, exercises individually	Application for Loan Forgiveness
Delegation is Permitted, exercises individually	Objection to Cheques
Delegation is Permitted, exercises individually	Updating Information
Delegation is Permitted, exercises individually	Activation of Accounts
Delegation is Permitted, exercises individually	Receipt of Cheques
Delegation is Permitted, exercises individually	Recovery of Safe Deposit Box Units
Delegation is Permitted, exercises individually	Review
Delegation is Permitted, exercises individually	Rescheduling of Installments
Delegation is Permitted, exercises individually	Request for Point-of-Sale (POS) Services

Delegation is Permitted, exercises individually	Application for a Bank Accreditation
Delegation is Permitted, exercises individually	Application for a Bank Guarantee
Delegation is Permitted, exercises individually	Subscription to Joint Stock Companies
Delegation is Permitted, exercises individually	Receipt of Share Certificates
Delegation is Permitted, exercises individually	Purchase of Sharia-Compliant Shares
Delegation is Permitted, exercises individually	Sale of Sharia-Compliant Shares
Delegation is Permitted, exercises individually	Receipt of the Proceeds of Shares
Delegation is Permitted, exercises individually	Receipt of Dividends
Delegation is Permitted, exercises individually	Receipt of Surplus Funds
Delegation is Permitted, exercises individually	Subscription
Delegation is Permitted, exercises individually	Purchase of Shares
Delegation is Permitted, exercises individually	Sale of Shares
Delegation is Permitted, exercises individually	Redemption of Investment Fund Units
Delegation is Permitted, exercises individually	Transfer of Shares from the Investment Portfolio
Delegation is Permitted, exercises individually	Subscription to Sharia-Compliant Investment Fund Units
Delegation is Permitted, exercises individually	Management of Investment Portfolios
Delegation is Permitted, exercises individually	Issuance of a Certificate of Indebtedness
Delegation is Permitted, exercises individually	Liquidation of Investment Portfolios
Delegation is Permitted, exercises individually	Opening of a Commercial Establishment
Delegation is Permitted, exercises individually	Issuance of Health Certificates
Delegation is Permitted, exercises individually	Conversion of Agricultural Land into Residential Land
Delegation is Permitted, exercises individually	Review of the General Directorate of Urban Planning
Delegation is Permitted, exercises individually	Opening Commercial Establishments
Delegation is Permitted, exercises individually	Issuance of Licenses
Delegation is Permitted, exercises individually	Renewal of Licenses
Delegation is Permitted, exercises individually	Cancellation of Licenses

Delegation is Permitted, exercises individually	Transfer of Licenses
Delegation is Permitted, exercises individually	Issuance of Building and Renovation Permits
Delegation is Permitted, exercises individually	Subdivision Planning of Land
Delegation is Permitted, exercises individually	Issuance of Building Completion Certificates
Delegation is Permitted, exercises individually	Issuance of Fencing Permits
Delegation is Permitted, exercises individually	Issuance of Demolition Permits
Delegation is Permitted, exercises individually	Execution of Lease Agreements
Delegation is Permitted, exercises individually	Assignment of Lease Agreements
Delegation is Permitted, exercises individually	Preparation of a Subdivision Plan for Owned Land
Delegation is Permitted, exercises individually	Review of the Municipality
Delegation is Permitted, exercises individually	Conversion of Agricultural Land into Residential Land
Delegation is Permitted, exercises individually	Supervision of Construction
Delegation is Permitted, exercises individually	Execution of Contracts with Construction Companies and Contractors
Delegation is Permitted, exercises individually	Participation in Tenders and Collection of Tender Documents
Delegation is Permitted, exercises individually	Sale and Transfer of Title to the Purchaser
Delegation is Permitted, exercises individually	Purchase, Acceptance of Transfer of Title, and Payment of the Purchase Price
Delegation is Permitted, exercises individually	Receipt of Title Deeds
Delegation is Permitted, exercises individually	Leasing
Delegation is Permitted, exercises individually	Receipt of Rent
Delegation is Permitted, exercises individually	Execution of Lease Agreements
Delegation is Permitted, exercises individually	Renewal of Lease Agreements
Delegation is Permitted, exercises individually	Cancellation and Termination of Lease Agreements
Delegation is Permitted, exercises individually	Mortgaging
Delegation is Permitted, exercises individually	Release of Mortgage

Delegation is Permitted, exercises individually	Subdivision and Segregation
Delegation is Permitted, exercises individually	Amendment of Boundaries, Dimensions, Areas, Plot Numbers, Plans, Title Deeds, Their Dates, and District Names
Delegation is Permitted, exercises individually	Sale
Delegation is Permitted, exercises individually	Acceptance of a Mortgage
Delegation is Permitted, exercises individually	Updating Title Deeds and Recording Them in the Comprehensive System
Delegation is Permitted, exercises individually	Sale of an Undivided Share in Real Property
Delegation is Permitted, exercises individually	Purchase
Delegation is Permitted, exercises individually	Purchase of an Undivided Share in Real Property
Delegation is Permitted, exercises individually	Leasing
Delegation is Permitted, exercises individually	Amendment of the Owner's Name, Civil Registry Number, and Civil Registry Record Number
Delegation is Permitted, exercises individually	Gift and Transfer of Title
Delegation is Permitted, exercises individually	Acceptance of a Gift and Transfer of Title
Delegation is Permitted, exercises individually	Waiver of Deficiency in Area
Delegation is Permitted, exercises individually	Consolidation of Title Deeds
Delegation is Permitted, exercises individually	Acceptance of Assignment and Transfer of Title
Delegation is Permitted, exercises individually	Issuance of a Set of Replacement Title Deeds for Lost Title Deeds, the Details of Which Are as Follows:
Delegation is Permitted, exercises individually	Issuance of a Set of Replacement Title Deeds for Damaged Title Deeds, the Details of Which Are as Follows:
Delegation is Permitted, exercises individually	Sale and Transfer of Title to the Heirs

Delegation is Permitted, exercises individually	Assignment of an Undivided Share in Real Property
Delegation is Permitted, exercises individually	Certification of the Building
Delegation is Permitted, exercises individually	Issuance of a Replacement Title Deed for a Damaged Title Deed
Delegation is Permitted, exercises individually	With Respect to the Following Real Properties
Delegation is Permitted, exercises individually	Conversion of Agricultural Land into Residential or Industrial Land
Delegation is Permitted, exercises individually	Participation in Real Estate Contributions
Delegation is Permitted, exercises individually	Purchase of Shares in Real Estate Contributions
Delegation is Permitted, exercises individually	Sale of Shares in Real Estate Contributions
Delegation is Permitted, exercises individually	Assignment of Leased Land
Delegation is Permitted, exercises individually	Updating the Title Deed and Recording It in the Comprehensive System
Delegation is Permitted, exercises individually	Issuance of a Replacement Title Deed for a Lost Title Deed
Delegation is Permitted, exercises individually	Conversion of Agricultural Land into Residential Land
Delegation is Permitted, exercises individually	Construction on the Land
Delegation is Permitted, exercises individually	Lease of the Land
Delegation is Permitted, exercises individually	Change of the Company's Legal Form
Delegation is Permitted, exercises individually	Conversion of the Company from a Limited Partnership to a Limited Liability Company
Delegation is Permitted, exercises individually	Division of Shares Among the Heirs and Transfer Thereof to Their Investment Portfolios

Item No.19

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Item No.23

Audit Committee Charter	
Article before the amendment	**Article after the amendment**
Article 1: Committee Formation 1. The Committee shall be formed by a resolution of the Board of Directors, and its members shall be either members of the Board or others, provided that the number of the Committee shall be consisting of no less than three members and not more than five, provided that one of its members shall be specialized in finance and accounting. 4. If the Board did not appoint a Chairman for the Committee, the Committee shall appoint a Chairman from among its members, provided that the Chairman is an independent member. In the absence of the Chairman from a meeting, the members shall appoint a Chairman for the meeting. The Chairman of the Board shall not hold the position of the Committee's Chairman. 7. A Committee member may submit his/her resignation by delivering a written notice to the Committee's Chairman, and the resignation shall take effect from the date of its submission, unless the member's letter specifies another date for its effectiveness. The Committee shall notify the Board of Directors and the Company's executive management of the Committee member's resignation to take the necessary actions in accordance with the instructions and regulations. 10. If a position of a Committee member becomes vacant, the Board of Directors may appoint a member to fill the vacancy, provided that the member shall have the required expertise and competence, and the new member shall complete the predecessor's term. CMA must be notified during the statutory period specified in CMA's laws and regulations.	**Article 1: Committee Formation** 1. The Committee shall be formed by a resolution of the Board of Directors, and its members shall be either members of the Board or others, provided that no Executive Directors is among its members. The Committee shall consist of no fewer than three (3) and no more than five (5) members., provided that one of its members shall be specialized in finance and accounting. 4. If the Board did not appoint a Chairman for the Committee, the Committee shall appoint a Chairman from among its members., provided that the Chairman is an independent member. In the absence of the Chairman from a meeting, the members shall appoint a Chairman for the meeting. The Chairman of the Board shall not be a member of the Committee. 7. A Committee member may submit his/her resignation by delivering a written notice to the Committee's Chairman, and the resignation shall take effect from the date of its submission, unless the member's letter specifies another date for its effectiveness. The Committee shall notify the Board of Directors and the Company's executive management of the Committee member's resignation to take the necessary actions in accordance with the instructions and regulations. 10. If a position of a Committee member becomes vacant, the Board of Directors may appoint a member to fill the vacancy, provided that the member shall have the required expertise and competence, and the new member shall complete the predecessor's term. CMA must be notified during the statutory period specified in CMA's laws and regulations.
Article 2: The Committee Secretary 6. Communicate Committee's decisions and recommendations to relevant parties within the Company and establish a mechanism to monitor and follow up on the implementation of these decisions.	**Article 2: The Committee Secretary** 6. Communicate Committee's resolutions and recommendations to relevant parties within the Company and establish a mechanism to monitor and follow up on the implementation of these decisions.
Article 3: Committee Work and Procedures 1. Committee Meetings:	**Article 3: Committee Work and Procedures** 1. Committee Meetings:

A. The Committee shall hold regular meetings every three months or more, as needed, provided that the number of meetings during the financial year does not fall below four. Meetings shall be convened upon an invitation from the Chairman or any member authorized by the Chairman or the secretary of the Committee. The Chairman shall call for a committee meeting if requested in writing by two or the majority of the Committee members. 2. Voting and Quorum: B. 2. Delegation must be in writing or in electronic format from the member email address to the official email addresses of both the Committee Chairman and secretary before the meeting. D. Resolutions of the Committee shall be issued by a majority of the votes present and, in case of a tie, the Chairman of the Committee shall have the casting vote. 3. Meeting Minutes: Draft minutes shall be presented to Committee members to provide their opinions on them before signing them within 10 days from the date of the meeting through email. If no comments are received within 5 days, it shall be considered as approval.	A. The Committee shall hold regular meetings every three months or more, as needed, provided that the number of meetings during the financial year does not fall below four. Meetings shall be convened upon an invitation from the Chairman or any member authorized by the Chairman or the secretary of the Committee. The Chairman shall call for a committee meeting if requested in writing by two of the Committee members. 2. Voting and Quorum: B. 2. Delegation must be in writing or in electronic format from the member official email address to the official email addresses of both the Committee Chairman and secretary before the meeting. D. Resolutions of the Committee shall be issued by a majority of the votes present and, in case of a tie, the Chairman of the Committee shall have the casting vote. 3. Meeting Minutes: Draft minutes shall be presented to Committee members to provide their opinions on them before signing them within 10 days from the date of the meeting through email. If no comments are received within 5 days, it shall be considered as approval.
Article 6: General Assembly Meetings The Committee Chairman or his/her delegate shall attend the General Assembly meetings to answer shareholders' questions.	**Article 6: General Assembly Meetings** The Committee Chairman or his/her delegate shall attend the General Assembly meetings to answer shareholders' questions.
Article 7: Responsibilities of Committee Members 1. Committee members shall protect the confidentiality of the information made available to them, including documents related to the Company and its activities. They shall not disclose any of such information to any person unless authorized by the Board of Directors. Under no circumstances shall they exploit their knowledge, even after their membership has ended, to benefit themselves, their relatives, or others. Failure to adhere to this may result in their removal from the Committee, and this applies to the Committee secretary as well. 2. Comply fully with the provisions of the Companies Law, related laws and regulations, and the article of association while carrying out their duties as Committee members, and refraining engaging in any action that constitute mismanagement of the Company's affairs.	**Article 7: Responsibilities of Committee Members** 1. Committee members shall protect the confidentiality of the information made available to them, including documents related to the Company and its activities. They shall not disclose any of such information to any person unless authorized by the Board of Directors. Under no circumstances shall they exploit their knowledge, even after their membership has ended, to benefit themselves, their relatives, or others. Failure to adhere to this may result in their removal from the Committee, and this applies to the Committee secretary as well. 2. Comply fully with the provisions of the Companies Law, related laws and regulations, and the article of association while carrying out their duties as Committee members, and refraining engaging in any action that constitute mismanagement of the Company's affairs.

4. Allocate sufficient time to fulfill his/her duties and responsibilities, prepare for committee meetings, and effectively participate therein, including raising relevant questions and carrying discussions with the Company's Executive Management.	4. Allocate sufficient time to fulfill his/her duties and responsibilities, prepare for committee meetings, and effectively participate therein, including raising relevant questions and carrying discussions with the Company's Executive Management.
Article 8: Duties and Competencies 2. Internal Audit: D. Ensure the preparation of the Internal Audit Department of a written report on its activities quarterly, including the requirements of the corporate governance regulations, and reviewing it before presenting it to the Board of Directors.	**Article 8: Duties and Competencies** 2. Internal Audit: D. Ensure the preparation of the Internal Audit Department of a written report on its activities quarterly, including the requirements of the corporate governance regulations, and reviewing it before presenting it to the Board of Directors.
Nomination and Remuneration Committee Charter	
Article before the amendment	**Article after the amendment**
Article 1: Committee Formation 1. The Committee shall be formed by a resolution from the Board of Directors, and its members shall be either members of the Board or others. provided that the number of the Committee shall be consisting of no less than three members and no more than five. 3. Committee members shall be independent members of the Board, and it is permissible to seek the assistance of non-executive members or individuals who are not members of the Board, whether they are shareholders or not. 7. A Committee member may submit his/her resignation by delivering written notice to the Committee Chairman, and the resignation shall take effective from the date of its submission, unless the member's letter specifies another date for its effectiveness. The Committee must notify the Board of Directors and the Company's executive management of the Committee member's resignation to take necessary actions in accordance with the instructions and regulations.	**Article 1: Committee Formation** 1. The Committee shall be formed by a resolution from the Board of Directors, and its members shall be either members of the Board or others. provided that the number of the Committee shall be consisting of no less than three members and no more than five. 3. Committee members shall be members of the committee shall not be Executive Directors, provided that there shall be at least one Independent Director among them. 7. A Committee member may submit his/her resignation by delivering written notice to the Committee Chairman, and the resignation shall take effective from the date of its submission, unless the member's letter specifies another date for its effectiveness. The Committee must notify the Board of Directors and the Company's executive management of the Committee member's resignation to take necessary actions in accordance with the instructions and regulations.
Article 2: The Committee Secretary 6. Communicate Committee's decisions and recommendations to relevant parties within the Company and establish a mechanism to monitor and follow up on the implementation of these decisions.	**Article 2: The Committee Secretary** 6. Communicate Committee's decisions and recommendations to relevant parties within the Company and establish a mechanism to monitor and follow up on the implementation of these decisions.
Article 3: Committee Work and Procedures	**Article 3: Committee Work and Procedures**

1. Committee Meetings: a. The Committee shall hold regular meetings twice a year or as needed. The Meeting shall be convened based on an invitation from its chairman or any member of the Committee authorized by the chairman or the secretary of the Committee. The chairman shall call for a Committee meeting if requested in writing by two members or the majority of the Committee members. 2. Voting and Quorum: b.2. Delegation shall be in writing or in electronic format from the member official email to the email addresses of both the Committee Chairman and secretary before the meeting. 3. Meeting Minutes: Draft minutes of meetings shall be presented to Committee members to provide their opinions on them before signing them within 10 days from the date of the meeting through email. If no comments are received within 5 days, it shall be considered as approval.	1. Committee Meetings: a. The Committee shall hold regular meetings twice a year or as needed. The Meeting shall be convened based on an invitation from its chairman or any member of the Committee authorized by the chairman or the secretary of the Committee. The chairman shall call for a Committee meeting if requested in writing by two members of the Committee members. 2. Voting and Quorum: b.2. Delegation shall be in writing or in electronic format from the member official email to the email addresses of both the Committee Chairman and secretary before the meeting. 3. Meeting Minutes: Draft minutes of meetings shall be presented to Committee members to provide their opinions on them before signing them within 10 days from the date of the meeting through email. If no comments are received within 5 days, it shall be considered as approval.
Article 6: General Assembly Meetings The Committee chairman or his/her delegate shall attend the General Assembly meetings to answer shareholders' questions.	**Article 6: General Assembly Meetings** The Committee chairman or his/her delegate shall attend the General Assembly meetings to answer shareholders' questions.
Article 7: Responsibilities of Committee Members 1. Committee members shall maintain the confidentiality of the information made available to them, including documents related to the Company and its activities. They shall not disclose such information to any person unless authorized by the Board of Directors. Under no circumstances, shall they exploit their knowledge, even after their membership has ended, to benefit themselves, their relatives, or others. Failure to adhere to this may result in their removal from the Committee, and this also applies to the committee secretary as well. 2. Comply fully with the provisions of the Companies Law, related laws and regulations of relevant authority, and the article of association while carrying out their duties as Committee members and refraining from engaging in any act that constitutes mismanagement of the Company's affairs. 4. Allocate sufficient time to fulfill his/her duties and responsibilities, prepare for Committee meetings, and effectively participate therein,	**Article 7: Responsibilities of Committee Members** 1. Committee members shall maintain the confidentiality of the information made available to them, including documents related to the Company and its activities. They shall not disclose such information to any person unless authorized by the Board of Directors. Under no circumstances, shall they exploit their knowledge, even after their membership has ended, to benefit themselves, their relatives, or others. Failure to adhere to this may result in their removal from the Committee, and this also applies to the committee secretary as well. 2. Comply fully with the provisions of the Companies Law, related laws and regulations of relevant authority, and the article of association while carrying out their duties as Committee members and refraining from engaging in any act that constitutes mismanagement of the Company's affairs. 4. Allocate sufficient time to fulfill his/her duties and responsibilities, prepare for Committee meetings, and effectively participate therein,

including raising relevant questions and carrying discussions with the Company Executive Management.	including raising relevant questions and carrying discussions with the Company Executive Management.
Article 8: Duties and Competencies 1. Concerning Nominations: f.4 The individual assessment of the Board members shall take into account the extent of effective participation of the member and his/her commitment to performing his/her duties and responsibilities, including attending the Board and its committees' meetings and dedicating adequate time thereof. 3. Corporate Governance: a. Verify that the Company is in compliance with its governance rules.	**Article 8: Duties and Competencies** 1. Concerning Nominations: f.4 The individual assessment of the Board members shall take into account the extent of effective participation of the member and his/her commitment to performing his/her duties and responsibilities, including attending the Board and its committees' meetings and dedicating adequate time thereof. 3. Corporate Governance: a. Verify that the Company is in compliance with its governance rules.
Remuneration Policy of Board of Directors, its subcommittees, and the executive management	
Article before the amendment	**Article after the amendment**
Article 4: Duties and Competencies 1. The remuneration of a Board member (in consideration of their Board duties) shall be a certain amount and an attendance fee for Board meetings, as defined by this policy, in addition to any in-kind benefits or a certain percentage of net profits. It is permissible to combine two or more of these benefits. However, the remuneration of an independent Board members shall not be a percentage of the profits that are realized by the Company, nor shall it be based directly or indirectly on the Company's profits. 2. The Remuneration must be fair and proportionate to the Board member's activities carried out and responsibilities borne by the Board members, in addition to the objectives set out by the Board to be achieved during the financial year	**Article 4: Duties and Competencies** 1. The remuneration of a Board member (in consideration of their Board duties) shall be a certain amount and an attendance fee for Board meetings, as defined by this policy, in addition to any in-kind benefits or a certain percentage of net profits. It is permissible to combine two or more of these benefits. However, the remuneration of an independent Board members shall not be a percentage of the profits that are realized by the Company, nor shall it be based directly or indirectly on the Company's profits. 2. The Remuneration must be fair and proportionate to the Board member's activities carried out and responsibilities borne by the Board members, in addition to the objectives set out by the Board to be achieved during the financial year.
Article 4: Duties and Competencies 3. The Remuneration payment will be suspended or refunded, if it appears that it was decided based on incorrect or misleading information provided by the Board member or the executive management	**Article 9: Non-entitlement of Remuneration** 1. The Remuneration payment will be suspended or refunded, if it appears that it was decided based on incorrect or misleading information provided by the Board member or the executive management.

	2. If the General Assembly decides to terminate the membership of any Board member who fails to attend three consecutive Board meetings or five non-consecutive Board meetings during his membership without a legitimate excuse accepted by the Board, then such Board member shall not be entitled to any Remuneration for the period starting from the last Board meeting he/she attended, and he/she shall pay back any Remuneration he/she received for that period.
Article 6: Disclosure The Board of Directors shall disclose in its annual report the details of this policy and the mechanisms for determining the remuneration of board members and its subcommittees, the remuneration of Executive Management, including amounts in cash and in-kind benefits paid to each Board member for any executive, technical, administrative, or consulting roles in accordance with the relevant laws and regulations.	**Article 6: Disclosure** The Board of Directors shall disclose in its annual report the details of this policy and the mechanisms for determining the remuneration of board members and its subcommittees, the remuneration of Executive Management, including amounts in cash and in-kind benefits paid to each Board member for any executive, technical, administrative, or consulting roles, It should also include a statement detailing the number of board meetings and the attendance record for each member. In accordance with the relevant laws and regulations.
Article 10: Closing Provisions This Charter have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.	**Article 10: Closing Provisions** This Policy have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.
Nomination Policy and Standards for the Membership of the Board of Directors	
Article before the amendment	**Article after the amendment**
Article 1: Policy Objective This Policy aims to establish clear criteria and procedures for membership in Board, in accordance with the standards and controls stipulated in the Companies Law, the regulations of the relevant authority, corporate governance regulations, and other related laws and regulations. The terms and phrases used in this policy shall have the meanings ascribed in the Capital Market Authority (‹CMA›) regulations unless the context requires otherwise.	**Article 1: Policy Objective** This Policy aims to establish clear criteria and procedures for membership in Board, in accordance with the standards and controls stipulated in the Companies Law, the regulations of the relevant authority, corporate governance regulations, and other related laws and regulations. The terms and phrases used in this policy shall have the meanings ascribed in the Capital Market Authority (‹CMA›) regulations unless the context requires otherwise.
Article 4: Requirements Related to Board of Directors Nomination 1. The Company shall publish the nomination announcement on its websites, the Exchange's (Tadawul) website and through any other	**Article 4: Requirements Related to Board of Directors Nomination** 1. The Company shall publish the nomination announcement on its websites, the Exchange's (Saudi Exchange) website and through any other medium

medium specified by CMA; to invite persons wishing to be nominated to the membership of the Board, provided that the nomination period shall remain open for at least a month from the date of the announcement.	specified by CMA; to invite persons wishing to be nominated to the membership of the Board, provided that the nomination period shall remain open for at least a month from the date of the announcement.
Article 5: Criteria for Selecting Board of Directors Members 1. Board members shall be professionally capable and have the required experience, knowledge, skill and independence, along with the academic qualifications not less than a bachelor's degree, which enable him/her to perform his/her duties efficiently, effectively contribute in the Company management, enhance its prosperity, and safeguard its interests.	**Article 5: Criteria for Selecting Board of Directors Members** 1. Board members shall be professionally capable and have the required experience, knowledge, skill and independence, along with the academic qualifications not less than a bachelor's degree, which enable him/her to perform his/her duties efficiently, effectively contribute in the Company management, enhance its prosperity, and safeguard its interests.
Article 7: Closing Provisions 5. This Charter have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.	**Article 7: Closing Provisions** 5. This Policy have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.

Dividend Distribution Policy

Article before the amendment	Article after the amendment
Article 1: Policy Objective This policy aims to establish clear procedures for the distribution of dividends that benefit both shareholders and the Company, in accordance with the Company's articles of association. The terms and phrases used in this policy shall have the meanings ascribed in the Companies Law and the regulations of the Capital Market Authority (‹CMA› '), unless the context requires otherwise.	**Article 1: Policy Objective** This policy aims to establish clear procedures for the distribution of dividends that benefit both shareholders and the Company, in accordance with the Company's articles of association. The terms and phrases used in this policy shall have the meanings ascribed in the Companies Law and the regulations of the Capital Market Authority (‹CMA› '), unless the context requires otherwise.
Article 3: Policy Details 1. The General Dividend Distribution Policy	**Article 3: Policy Details** 1. The General Dividend Distribution Policy

A. The Company may distribute annual or interim dividends to the shareholders after meeting statutory requirements in this regard. 4. Distribution of interim dividends D. The Company shall have distributable profits based on the latest audited financial statements. These profits shall be sufficient to cover the proposed dividend distribution, after deducting the amounts distributed and capitalized of the profits, after the date of these financial statements	A. The Company may distribute annual or interim dividends to the shareholders after meeting statutory requirements in this regard. 4. Distribution of interim dividends D. The Company shall have distributable profits based on the latest reviewed or audited financial statements. These profits shall be sufficient to cover the proposed dividend distribution, after deducting the amounts distributed and capitalized of the profits, after the date of these financial statements.
Article 4: Closing Provisions 5. This Charter have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.	**Article 4: Closing Provisions** 5. This Policy have been prepared in the Arabic language and have been translated into the English language in case there is a difference between the Arabic text and the English text, the Arabic language prevails.