

Results of the
Extraordinary
General Assembly
Meeting
(First Meeting)

30 June 2025

Extra Ordinary General Assembly Agenda

1	Reviewed and discussed the Board of Directors Report for the year ended 31/12/2024G.																														
2	Reviewed and discussed the Annual Financial Statements for the fiscal year ended 31/12/2024G.																														
3	Approved the Auditors' Report for the year ended 31/12/2024G after discussing it.																														
4	Approved the appointment of KPMG and PwC as the company's external auditors based on the Audit Committee recommendation, to review the annual financial statements for the fiscal year 2025, the second, third and fourth quarters' quarterly reports, and the 2026 first quarter quarterly report, and to determine their fees.																														
5	Approved the recommendation of the Board of Directors to distribute cash dividends for the fiscal year 2024G, (4.0) ﷲ per share in a total amount of (600,000,000) ﷲ, or 40% of the nominal share value, provided that the shareholders owning the shares are eligible at the end of the trading day of the General Assembly Meeting and those registered in the company's shareholders' register with the Securities Depository Center Company (Edaa Center) at the end of the second trading day following the approval date, dividend distribution date will begin on 17, July, 2025.																														
6	Approved the amendment of the Charter of the Audit Committee.																														
7	Approved the purchase of the Long-Term Incentive Plan ("LTIP") shares to a maximum number of shares of 1,400,000 from cycles 2025 to 2029. The purchase will be financed through company's fund for its entitled LTIP employees. Further, to authorize the Board of Directors to complete the purchase of the shares within (12 months) from the date of the Extraordinary General Assembly Meeting's Approval. The purchased shares will be kept no longer than (10 years) from the date of approval until its allocated for the entitled employees. Noting that this program is a continuation of the current program, the conditions of which were previously determined by the Board of Directors, and the approval of the Extraordinary General Assembly was obtained on 12/08/1438 AH corresponding to 08/05/2017G.																														
8	Approved the acknowledgment of the disbursement of remuneration paid to the members of the Board of Directors for the year ended 31/12/2024G, in a total amount of (9,072,637.35).																														
9	Approved the absolving of the Board of Directors for the year ended 31/12/2024G.																														
10	Approved the delegation of the authority to the Board to approve an interim dividend to the shareholders, on a semi-annual or quarterly basis, on fiscal year 2025.																														
11	Approved the appointment of the members of the Board of Directors for the next cycle for a period of four years, which will start from 01/07/2025G and which will end on 30/06/2029G, on a cumulative basis. They are as follows: <table><tr><th>#</th><th>Board Member Name</th><th>Membership Type</th></tr><tr><td>1</td><td>Eng. Loay Hisham Nazer</td><td>Non-Executive</td></tr><tr><td>2</td><td>Mr. David Fletcher</td><td>Non-Executive</td></tr><tr><td>3</td><td>Mr. Martin Houston</td><td>Non-Executive</td></tr><tr><td>4</td><td>Mr. Nigel Sullivan</td><td>Non-Executive</td></tr><tr><td>5</td><td>Mr. Tal Hisham Nazer</td><td>Executive</td></tr><tr><td>6</td><td>Mr. Osamah Shaker</td><td>Independent</td></tr><tr><td>7</td><td>Ms. Huda Ghoson</td><td>Independent</td></tr><tr><td>8</td><td>Mr. Osamah Banaja</td><td>Independent</td></tr><tr><td>9</td><td>Mr. George Nazi</td><td>Independent</td></tr></table>	#	Board Member Name	Membership Type	1	Eng. Loay Hisham Nazer	Non-Executive	2	Mr. David Fletcher	Non-Executive	3	Mr. Martin Houston	Non-Executive	4	Mr. Nigel Sullivan	Non-Executive	5	Mr. Tal Hisham Nazer	Executive	6	Mr. Osamah Shaker	Independent	7	Ms. Huda Ghoson	Independent	8	Mr. Osamah Banaja	Independent	9	Mr. George Nazi	Independent
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12	Approved the delegating the Board of Directors the authority of the Ordinary General Assembly to the license mentioned in Paragraph (1) of Article 27 of the Companies Law, for a period of one year from the date of the approval of the General Assembly or until the end of the session of the authorized Board of Directors, whichever is earlier, in accordance with the conditions mentioned Regarding the regulatory controls and procedures issued in implementation of the Companies bylaw of Listed Joint Stock Companies.																														

13	Approved the ratification of the business and contracts, for the year 2024G, with Bupa Insurance Services Limited, in relation to reinsurance premium ceded for contracts, linked to the Bupa Global Market Unit, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2024 was 280,573 thousand ﷲ.
14	Approved the ratification of the business and contracts, for the year 2024G, with Bupa Investments Overseas Limited (BIOL), in relation to the board and Committee member remuneration, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2024 was 1,365 thousand ﷲ.
15	Approved the ratification of the business and contracts, for the year 2024G, with Bupa Investments Overseas Limited (BIOL), relating to Tax Equalization - Net, without any preferential treatment, noting that Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest of executive members in Bupa Global. Noting that the value in 2024 was 35,129 thousand ﷲ.
16	Approved the ratification of the business and contracts, for the year 2024G, with Bupa Middle East Holdings Two. WLL (BMEH2), relating to trademark fees, without any preferential treatment, noting that Eng. Loay Nazer, Mr. Tal Nazer, Mr. David Martin Fletcher, Mr. Martin Houston, and Mr. Nigel Sullivan have/had/will have an interest as members of the Board of Directors. Noting that the value in 2024 was 44,513 thousand ﷲ.
17	Approved the ratification of the business and contracts, for the year 2024G, with My Clinic International Medical Company Limited and the My Clinic Advanced for Pharmaceutical Co, related to claims paid to medical provider, without any preferential treatment, noting that Eng. Loay Nazer and Mr. Tal Nazer have/will have an interest as owners. Noting that the value in 2024 was 278,880 thousand ﷲ.
18	Approved the ratification of the business and contracts, for the year 2024G, with Nazer Group Limited, being the cost of medical insurance for its employees, without any preferential treatment, noting that Eng. Loay Nazer has/will have an interest as an owner and as the Chairman of the Nazer Group Limited, and Mr. Tal Nazer has/will have an interest as an owner. Noting that the value in 2024 was 9,897 thousand ﷲ.
19	Approved the ratification of the medical insurance contracts, for the year 2024G, with Careem, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest in Dr. Abdullah Elyas as a Co-Founder and KSA Chairman. Noting that the value in 2024 was 1 thousand ﷲ.
20	Approved the ratification of the business and contracts, for the year 2024G, with Bupa Arabia for Cooperative Insurance Company, being the cost of providing health insurance to its employees, without any preferential treatment, noting that board member Mr. Tal Nazer has an interest as the CEO of Bupa Arabia for Cooperative Insurance and board member Mr. Nader Ashoor has an interest as a member of the Board of Directors in Bupa Arabia for Cooperative Insurance. Noting that the value in 2024 was 19,114 thousand ﷲ.
21	Approved the ratification of the medical insurance contracts, for the year 2024G, with Gulf International Bank (GIB) – (GIB Capital), being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Osamah shaker as a member of the Board of Directors. Noting that the value of the transactions in 2024 was 18,002 thousand ﷲ.
22	Approved the ratification of the business and contracts, for the year 2024G, with Arabian Medical Marketing Co. Ltd - Nawah, being the cost of providing health insurance to its employees, without any preferential treatment, noting that board member Mr. Loay Nazer has an interest as the Chairman of Arabian Medical Marketing Co. Ltd - Nawah and board member Mr. Tal Nazer has an interest as a member of the Board of Directors Arabian Medical Marketing Co. Ltd - Nawah. Noting that the value in 2024 was 53 thousand ﷲ.
23	Approved the ratification of the medical insurance contracts, for the year 2024G, with the Saudi National Bank (SNB), being the cost of medical insurance for its employees, without any

	preferential treatment, noting an interest for Ms. Huda bin Ghoson as a member of the Board of Directors. Noting that the value in 2024 was 333,163 thousand ﷲ.
24	Approved the ratification of the medical insurance contracts, for the year 2024G, with the Saudi Ground Services, being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Nader Ashoor as a member of the Board of Directors. Noting that the value in 2024 was 55 thousand ﷲ.
25	Approved the ratification of the medical insurance contracts, for the year 2024G, with SISCO Holding – Sustained Infrastructure Holding Co. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Nader Ashoor as a member of the Board of Directors. Noting that the value in 2024 was 512 thousand ﷲ.
26	Approved the ratification of the medical insurance contracts, for the year 2024G, with Najm for Insurance Services Co. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Tal Nazer as a member of the Board of Directors. Noting that the value in 2024 was 27,776 thousand ﷲ.
27	Approved the ratification of the medical insurance contracts, for the year 2024G, with Cool Inc. Hospitality Company. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Tal Nazer as a partner and chairman of the Board of Directors. Noting that the value in 2024 was 2,716 thousand ﷲ.
28	Approved the ratification of the medical insurance contracts, for the year 2024G, with Council of Health Insurance. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Tal Nazer as a member of the Board of Directors. Noting that the value in 2024 was 8,144 thousand ﷲ.
29	Approved the ratification of the medical insurance contracts, for the year 2024G, with Tam Development. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Ali Sheneamer as a member of the Board of Directors and board member Dr. Abdulla Elyas has an interest as a member of the Board of Directors Tam Development. Noting that the value in 2024 was 2,456 thousand ﷲ.
30	Approved the ratification of the medical insurance contracts, for the year 2024G, with Educational Infrastructure Holding Company. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. Tariq Alamoudi as a member of the Board of Directors. Noting that the value in 2024 was 225 thousand ﷲ.
31	Approved the ratification of the medical insurance contracts, for the year 2024G, with Tawreed Company for Financing Solutions. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Mr. David Fletcher as a member of the Board of Directors. Noting that the value in 2024 was 650 thousand ﷲ.
32	Approved the ratification of the medical insurance contracts, for the year 2024G, with Maadaniyah. Being the cost of medical insurance for its employees, without any preferential treatment, noting an interest for Eng. Ryann Tarabzoni as a member of the Board of Directors. Noting that the value in 2024 was 3,748 thousand ﷲ.