

<p>b. A copy of the invitation and the meeting agenda are sent to the Commercial Register, as well as a copy to the Capital Market Authority if the Company is listed in the capital market on the date of the announcement</p> <p>4- The invitation to the assembly meeting must include at least the following:</p> <p>a. A statement of the defining those with the right to attend the meeting and their right to designate persons other than Board members to act as their proxy; a statement of a shareholder’s right to discuss items on the meeting agenda and direct questions as well as the manner of exercising the right to vote.</p> <p>b. Meeting venue, date and time.</p> <p>c. The type of assembly, whether general or special.</p> <p>d. The agenda of the meeting, including the items on which the shareholders are required to vote.</p>	<p>b. A copy of the invitation and the meeting agenda are sent to the Commercial Register, as well as a copy to the Capital Market Authority if the Company is listed in the capital market on the date of the announcement</p> <p>4- The invitation to the assembly meeting must include at least the following:</p> <p>a. A statement of the defining those with the right to attend the meeting and their right to designate persons other than Board members to act as their proxy; a statement of a shareholder’s right to discuss items on the meeting agenda and direct questions as well as the manner of exercising the right to vote.</p> <p>b. Meeting venue, date and time.</p> <p>c. The type of assembly, whether general or special.</p> <p>d. The agenda of the meeting, including the items on which the shareholders are required to vote.</p>
<p><u>Article (26): Quorum for Ordinary General Assembly Meetings</u></p>	<p><u>Article Thirty-Two: Quorum for Ordinary General Assembly Meetings</u></p>
<p>1- The meeting of the Ordinary General Assembly shall not be valid unless attended by Shareholders representing at least one quarter of the Company’s voting Shares.</p> <p>2- If the quorum required for holding a meeting of the Ordinary General Assembly is not satisfied as stipulated in Paragraph (1) of this Article, an invitation shall be sent for a second meeting to be held under the same conditions stipulated in Article (ninety-one) of the Companies Law within (thirty) days following the date specified for the first meeting. The second meeting may be held an hour after the end of the period set for the first meeting, provided that the invitation for the first meeting provides for the possibility of holding a second meeting. In all cases, the second meeting shall be valid regardless of the number of voting Shares represented therein.</p>	<p>1- The meeting of the Ordinary General Assembly shall not be valid unless attended by Shareholders representing at least one quarter of the Company’s voting Shares.</p> <p>2- If the quorum required for holding a meeting of the Ordinary General Assembly is not satisfied as stipulated in Paragraph (1) of this Article, an invitation shall be sent for a second meeting to be held under the same conditions stipulated in Article (ninety-one) of the Companies Law within (thirty) days following the date specified for the first meeting. The second meeting may be held an hour after the end of the period set for the first meeting, provided that the invitation for the first meeting provides for the possibility of holding a second meeting. In all cases, the second meeting shall be valid regardless of the number of voting Shares represented therein.</p>
<p><u>Article (27): Quorum for Extraordinary General Assembly Meetings</u></p>	<p><u>Article Thirty-Three: Quorum for Extraordinary General Assembly Meetings</u></p>
<p>1- The meeting of the Extraordinary General Assembly shall only be valid if attended by Shareholders representing at least half of the Company’s voting Shares.</p> <p>2- If the quorum required for an Extraordinary General Assembly meeting is not satisfied as stipulated in Paragraph (1) of this Article is not met, an invitation shall be sent for a second meeting to be held under the same conditions stipulated in Article ninety-one (91) of the Companies Law. However, the second meeting may be held an hour after the lapse of the period set for holding the first meeting, provided that the invitation to hold the first meeting provides for the possibility of holding a second meeting. In all cases, the second meeting shall be valid if attended by Shareholders representing at least a quarter of the Company's voting Shares.</p> <p>3- If the quorum required for the second meeting is not satisfied, an invitation shall be sent for a third meeting to be held under the same conditions stipulated in Article ninety-one (91) of the</p>	<p>1- The meeting of the Extraordinary General Assembly shall only be valid if attended by Shareholders representing at least half of the Company’s voting Shares.</p> <p>2- If the quorum required for an Extraordinary General Assembly meeting is not satisfied as stipulated in Paragraph (1) of this Article is not met, an invitation shall be sent for a second meeting to be held under the same conditions stipulated in Article ninety-one (91) of the Companies Law. However, the second meeting may be held an hour after the lapse of the period set for holding the first meeting, provided that the invitation to hold the first meeting provides for the possibility of holding a second meeting. In all cases, the second meeting shall be valid if attended by Shareholders representing at least a quarter of the Company's voting Shares.</p> <p>3- If the quorum required for the second meeting is not satisfied, an invitation shall be sent for a third meeting to be held under the same conditions stipulated in Article ninety-one (91) of the</p>

Companies Law, and the third meeting shall be valid regardless of the number of voting Shares represented therein.	Companies Law, and the third meeting shall be valid regardless of the number of voting Shares represented therein.
<u>Article (28): Voting at Assemblies</u>	<u>Article Thirty-Four: Voting at Assemblies</u>
<p>Each Shareholder has one vote per Share in the General Assemblies. Cumulative voting must be used in electing the members of the Board of Directors, so that the right to vote per share may not be used more than once.</p> <p>The members of the Board of Directors may not vote on the decisions of the Assembly relating to transactions and contracts in which they have a direct or indirect interest, or which involve a conflict of interest.</p>	<p>The election of the members of the Board of Directors shall be conducted by cumulative voting. Board members shall not participate in voting on General Assembly resolutions concerning transactions or contracts in which they have a direct or indirect interest, or which involve a conflict of interest.</p>
<u>Article (29): Assembly Resolutions</u>	<u>Article Thirty-Seven: Assembly Resolutions</u>
<p>1- The decisions of the Ordinary General Assembly are issued with the approval of the majority of the voting rights represented in the meeting.</p> <p>2- The decisions of the Extraordinary General Assembly shall be issued with the approval of two-thirds of the voting rights represented in the meeting, unless the decision is related to increasing or decreasing the capital, extending the term of the company, or dissolving it before the expiration of the period specified in its articles of association, or its merger with another company, or its division into two companies. Or more, it is not valid unless it is issued with the approval of three-quarters of the voting rights represented in the meeting.</p>	<p>1- Resolutions of the Ordinary General Assembly shall be issued by the approval of the majority of the voting rights represented at the meeting. 2- Resolutions of the Extraordinary General Assembly shall be issued by the approval of two-thirds (2/3) of the voting rights represented at the meeting, except where the resolution concerns an increase or decrease of capital, extension of the Company's term, early dissolution before the expiry of its term under the Articles of Association, a merger with another company, or a division into two or more companies. In such cases, the resolution shall only be valid if approved by three-quarters (3/4) of the voting rights represented at the meeting. 3- Board members shall not participate in voting on General Assembly resolutions concerning transactions or contracts in which they have a direct or indirect interest, or which involve a conflict of interest.</p>
<u>Article (30): Deliberations at Meetings of Assemblies</u>	<u>Article Thirty-Six: Discussion at Assemblies</u>
<p>The Shareholders or their representative shall have the right to discuss the subjects listed on the agenda of the Assembly and may address questions in respect thereof to the Board of Directors and the auditor. The Board members or the auditor will only answer questions of the shareholders to the extent that does not expose the Company's interest to harm. If a shareholder deems the answer to their question is unsatisfactory, they may raise the issue with the Assembly whose resolution in that regard shall be effective and enforceable.</p>	<p>The Shareholders or their representative shall have the right to discuss the subjects listed on the agenda of the ordinary general Assembly and may address questions in respect thereof to the Board of Directors and the auditor. The Board members or the auditor will only answer questions of the shareholders to the extent that does not expose the Company's interest to harm. If a shareholder deems the answer to their question is insufficient, they may raise the issue with the Assembly whose resolution in that regard shall be effective and enforceable.</p>
<u>Article (31): Preparation of Assembly Minutes</u>	<u>Article Thirty-Five: Preparation of Assembly Minutes</u>
<p>Minutes of Assembly meetings shall indicate the number of Shareholders in attendance, whether in person or by proxy; the number of Shares held by each attendee, whether personally or by proxy; the number of votes designated thereto; the decisions made; the number of consenting and dissenting votes; and a summary of meeting discussions. The minutes shall be recorded after each meeting in a special register signed by the Assembly's Chairman and its Secretary and the vote counters.</p>	<p>Minutes of Assembly meetings shall indicate the number of Shareholders in attendance, whether in person or by proxy; the number of Shares held by them in person or by proxy; the number of votes designated thereto; the decisions made; the number of consenting and dissenting votes; and a summary of meeting discussions. The minutes shall be recorded after each meeting in a special register signed by the Assembly's Chairman and its Secretary and the vote counters.</p>
<u>Chapter Five: Audit Committee</u>	<u>[DELETED]</u>
<u>Article (32): Formation of the Committee</u>	<u>Article (32): Formation of the Committee</u>

<p>The audit committee shall be formed by a resolution of the Board of Directors, which may be composed of three members who are not Board Executives whether or not from amongst the shareholders. The resolution must specify the functions and controls of the respective committee and the remuneration of its members.</p>	<p>The audit committee shall be formed by a resolution of the Board of Directors, which may be composed of three members who are not Board Executives whether or not from amongst the shareholders. The resolution must specify the functions and controls of the respective committee and the remuneration of its members.</p>
<p><u>Article (33): Quorum of the Committee</u></p>	<p><u>Article (33): Quorum of the Committee</u></p>
<p>Audit Committee’s meeting must be attended by the majority of its members to be valid, and its decisions are issued by the majority vote of the present members, and when the votes are equal, the side in which the Chairman has voted will prevail.</p>	<p>Audit Committee’s meeting must be attended by the majority of its members to be valid, and its decisions are issued by the majority vote of the present members, and when the votes are equal, the side in which the Chairman has voted will prevail.</p>
<p><u>Article (34): Competence of the COmmittee</u></p>	<p><u>Article (34): Competence of the COmmittee</u></p>
<p>The Audit Committee will be competent to monitor the Company's business and will have the right to view its records and documents, and request any clarification or statement from the members of the Board or the Executive Management. It may request the Board to invite the Ordinary General Assembly to convene, if the Board hindered its work or the Company suffered severe damages or losses.</p>	<p>The Audit Committee will be competent to monitor the Company's business and will have the right to view its records and documents, and request any clarification or statement from the members of the Board or the Executive Management. It may request the Board to invite the Ordinary General Assembly to convene, if the Board hindered its work or the Company suffered severe damages or losses.</p>
<p><u>Article (35): Committee’s report</u></p>	<p><u>Article (35): Committee’s report</u></p>
<p>The Audit Committee must consider the Company’s financial statements, and the reports and notes submitted by the Auditor, and express their views thereon, if any. It must also prepare a report on its opinion regarding the adequacy of the Company’s internal control system and its other work within its competence. The Board must provide copies of the report at the Company’s head office at least (21) days before the Ordinary General Assembly’s convening date. The report will be read during the Assembly’s convention.</p>	<p>The Audit Committee must consider the Company’s financial statements, and the reports and notes submitted by the Auditor, and express their views thereon, if any. It must also prepare a report on its opinion regarding the adequacy of the Company’s internal control system and its other work within its competence. The Board must provide copies of the report at the Company’s head office at least (21) days before the Ordinary General Assembly’s convening date. The report will be read during the Assembly’s convention.</p>
<p><u>Chapter Six: Auditor</u></p>	<p><u>Chapter Five: Auditor</u></p>
<p><u>Article (36): Auditor’s Appointment</u></p>	<p><u>Article Thirty-Eight: Auditor’s Appointment</u></p>
<p>1- The Company shall have one or more auditors licensed to practice in the Kingdom. His appointment, fees, term, and scope of work shall be determined annually by the Ordinary General Assembly. The auditor may be re-appointed, provided that such re-appointment shall not violate the relevant regulatory provisions.</p> <p>2- The General Assembly may dismiss the auditor, and the Chairman of the Board of Directors shall notify the competent authority of such dismissal decision and its justifications, within a period not exceeding five (5) days from the date of issuance of the decision.</p> <p>3- The auditor may resign pursuant to a written notice submitted to the Company, and his appointment shall terminate from the date of submitting the resignation notice or at a later date as specified therein, without prejudice to the Company's right to compensation for the damage it incurs, if justified. The resigning auditor shall, upon submission of the notice, provide the Company and the competent authority with the reasons for his</p>	<p>1- The Company shall have one or more auditors licensed to practice in the Kingdom. His appointment, fees, term, and scope of work shall be determined annually by the Ordinary General Assembly. The auditor may be re-appointed, provided that such re-appointment shall not violate the relevant regulatory provisions.</p> <p>2- The General Assembly may dismiss the auditor, and the Chairman of the Board of Directors shall notify the competent authority of such dismissal decision and its justifications, within a period not exceeding five (5) days from the date of issuance of the decision.</p> <p>3- The auditor may resign pursuant to a written notice submitted to the Company, and his appointment shall terminate from the date of submitting the resignation notice or at a later date as specified therein, without prejudice to the Company's right to compensation for the damage it incurs, if justified. The resigning auditor shall, upon submission of the notice, provide the Company and the competent authority with the reasons for his</p>