

resignation. The Board of Directors shall call the General Assembly to convene to consider the reasons for resignation and appoint another auditor and determine his fees, term and scope of work	resignation. The Board of Directors shall call the General Assembly to convene to consider the reasons for resignation and appoint another auditor and determine his fees, term and scope of work
<u>Article (37): Auditor's Authorities</u>	<u>Article Thirty-Nine: Auditor's Authorities</u>
The auditor at any time access the Company's files, accounting records, and other supporting documents, and he may request any information and clarifications he deems necessary to verify the Company's assets and liabilities as well as any other matters falling within his scope of work. The Board of Directors shall enable the auditor to carry out his duties, and if the auditor encounters difficulty in this regard, he shall submit a report to the Board of Directors. If the Board of Directors fails to facilitate the auditor's work, the auditor shall submit request the Board of Directors to invite the Ordinary General Assembly to consider the matter. The auditor may issue this invitation if the Board of Directors fails to do so within thirty (30) days from the date of the auditor's request.	The auditor at any time access the Company's files, accounting records, and other supporting documents, and he may request any information and clarifications he deems necessary to verify the Company's assets and liabilities as well as any other matters falling within his scope of work. The Board of Directors shall enable the auditor to carry out his duties, and if the auditor encounters difficulty in this regard, he shall submit a report to the Board of Directors. If the Board of Directors fails to facilitate the auditor's work, the auditor shall submit request the Board of Directors to invite the Ordinary General Assembly to consider the matter. The auditor may issue this invitation if the Board of Directors fails to do so within thirty (30) days from the date of the auditor's request.
<u>Chapter Seven: Company Accounts and Profit Distribution</u>	<u>Chapter Six: Company Accounts and Profit Distribution</u>
<u>Article (38): Financial Year</u>	<u>Article Fortv: Financial Year</u>
The Company's fiscal year starts from 1st of January and ends at the 31st of December of each year; provided that the first fiscal year starts from the date of its registration in the Commercial Register	The Company's financial year shall consist of twelve (12) Gregorian months, commencing on January 1 and ending on December 31 of each year.
<u>Article (39): Financial Documents</u>	<u>Article Fortv-One: Financial Documents</u>
<p>1- At the end of each fiscal year for the Company, the Board must prepare the Company's financial statements and a report of its activities and financial position for the previous fiscal year. This report will ensure the proposed method for profits distribution. The Board must make these documents available to the Auditor at least (45) days before the specified date for the Ordinary General Assembly's convention.</p> <p>2- The Company's Chairman, Chief Executive Officer and Chief Financial Officer -if any- must sign the documents referred to in Paragraph (1) of this Article. Copies thereof must be sent to the Company's head office at be with the shareholders.</p> <p>3- The Chairman of the Board of Directors shall provide the Shareholders with the Company's financial statements, the Board of Directors report, after signing the same, as well as the auditor's report, if any, unless they have are published by any means of modern technology, twenty-one (21) days prior to the date set for the annual Ordinary General Assembly meeting. The Chairman must deposit such documents as determined by the Implementing Regulations of the Companies Law.</p>	<p>1- At the end of each fiscal year for the Company, the Board must prepare the Company's financial statements and a report of its activities and financial position for the previous fiscal year. This report will ensure the proposed method for profits distribution. The Board must make these documents available to the Auditor at least (45) days before the specified date for the Ordinary General Assembly's convention.</p> <p>2- The Company's Chairman, Chief Executive Officer and Chief Financial Officer -if any- must sign the documents referred to in Paragraph (1) of this Article. Copies thereof must be sent to the Company's head office at be with the shareholders.</p> <p>3- The Chairman of the Board of Directors shall provide the Shareholders with the Company's financial statements, the Board of Directors report, after signing the same, as well as the auditor's report, if any, unless they have are published by any means of modern technology, twenty-one (21) days prior to the date set for the annual Ordinary General Assembly meeting. The Chairman must deposit such documents as determined by the Implementing Regulations of the Companies Law.</p>
<u>Article (40): Profit Distribution</u>	<u>Article Fortv-Two: Profit Distribution</u>
1- The Ordinary General Assembly may resolve to retain reserves to the extent that serves the Company's interest or ensures, as far as possible, consistent distribution of	1- The Ordinary General Assembly may resolve to retain reserves to the extent that serves the Company's interest or ensures, as far as possible, consistent distribution of

<p>dividends to shareholders. The Assembly may also deduct from the net profits amounts for social objectives for the Company's employees.</p> <p>2- The Company may distribute interim dividends to its Shareholders on a semi-annual or quarterly basis, in accordance with the regulations issued by the competent authority and by virtue of a resolution from the Board of Directors, after obtaining an authorization from the Ordinary General Assembly, such authorization to be renewed annually.</p> <p>3- The General Assembly shall determine the percentage of net profits to be distributed to Shareholders after deducting reserves, if any.</p>	<p>dividends to shareholders. The Assembly may also deduct from the net profits amounts for social objectives for the Company's employees.</p> <p>2- The Company may distribute interim dividends to its Shareholders on a semi-annual or quarterly basis, in accordance with the regulations issued by the competent authority and by virtue of a resolution from the Board of Directors, after obtaining an authorization from the Ordinary General Assembly, such authorization to be renewed annually.</p> <p>3- The General Assembly shall determine the percentage of net profits to be distributed to Shareholders after deducting reserves, if any.</p>
<u>Article (41): Profit Entitlement</u>	<u>Article Forty-Three: Entitlement to Profits</u>
<p>A Shareholder shall be entitled to dividends in accordance with the decision of the General Assembly issued in this regard. The decision shall indicate the eligibility and distribution dates. Shareholders registered in the Shareholders' Register by the end of the eligibility date shall be eligible to receive dividends. The Board of Directors must implement the decision of the General Assembly regarding the distribution of dividends to Shareholders.</p>	<p>A Shareholder shall be entitled to dividends in accordance with the decision of the General Assembly issued in this regard. The decision shall indicate the eligibility and distribution dates. Shareholders registered in the Shareholders' Register by the end of the eligibility date shall be eligible to receive dividends. The Board of Directors must implement the decision of the General Assembly regarding the distribution of dividends to Shareholders.</p>
<u>Chapter Eight: Disputes</u>	<u>[DELETED]</u>
<u>Article (42): Liability Action</u>	<u>Article Forty-Six: Liability Action</u>
<p>Each shareholder has the right to file a liability action, which is vested in the Company, against the Board members if they committed a fault which has caused special damage to the shareholder. A shareholder may not file such action unless the Company is still entitled to file such an action. A shareholder shall inform the Company of their intent to file the action.</p>	<p>Each shareholder has the right to file a liability action, which is vested in the Company, against the Board members if they committed a fault which has caused special damage to the shareholder. A shareholder may not file such action unless the Company is still entitled to file such an action. A shareholder shall inform the Company of their intent to file the action.</p>
<u>Chapter Nine: Dissolution and Liquidation of the Company</u>	<u>Chapter Seven: Expiry and Liquidation of the Company</u>
<u>Article (43): Expiration of the Company</u>	<u>Article Forty-Four: Expiry of the Company</u>
<p>The Company is terminated by one of the reasons for termination mentioned in Article two hundred forty-three (243) of the Companies Law, and upon its termination, it enters the stage of liquidation in accordance with the provisions of Chapter Twelve of the Companies Law. If the Company is terminated and its assets are not sufficient to pay its debts, or if it is distressed under the Bankruptcy Law, it shall petition the competent judicial authority to initiate any liquidation proceedings under the Bankruptcy Law.</p>	<p>The Company is terminated by one of the reasons for termination mentioned in Article two hundred forty-three (243) of the Companies Law, and upon its termination, it enters the stage of liquidation in accordance with the provisions of Chapter Twelve of the Companies Law. If the Company is terminated and its assets are not sufficient to pay its debts, or if it is distressed under the Bankruptcy Law, it shall petition the competent judicial authority to initiate any liquidation proceedings under the Bankruptcy Law.</p>
<u>Chapter Ten: Final Provisions</u>	<u>Chapter Eight: Final Provisions</u>
<u>Article (44)</u>	<u>Article Forty-Five: Final Provisions</u>
<p>1. The Company shall be subject to the applicable laws and regulations of the Kingdom of Saudi Arabia.</p>	<p>1. The Company shall be subject to the applicable laws and regulations of the Kingdom of Saudi Arabia.</p>

<p>2- In case of any discrepancy between the provisions of the Companies Law and the provisions of these Bylaw, the provisions of the Companies Law shall prevail. Any matter not provided for in these Bylaw shall be subject to the Companies Law and its Implementing Regulations and the Capital Markets Law and its Implementing Regulation..</p> <p>3- These Bylaws have been drafted in both Arabic and English, and in the event of any discrepancy between the text of this Bylaws in Arabic and its text in English, the Arabic text shall prevail.</p>	<p>2- In case of any discrepancy between the provisions of the Companies Law and the provisions of these Bylaw, the provisions of the Companies Law shall prevail. Any matter not provided for in these Bylaw shall be subject to the Companies Law and its Implementing Regulations.</p> <p>3-The Founders acknowledge the accuracy of the information and provisions contained in these Articles of Association and their compliance with the Companies Law issued by Royal Decree No. (M/132) dated 1/12/1443H, and its implementing regulations, and confirm that they fulfill all requirements and instructions issued by the Ministry of Commerce in accordance with the provisions of the Law. The Founders shall bear responsibility and all legal and financial consequences that may arise therefrom. Furthermore, the Founders acknowledge the Ministry's right to take the necessary legal measures in the event of any violation or conflict in the provisions contained in the Articles of Association.</p>
<p><u>Article (45)</u></p>	<p><u>DELETED</u></p>
<p>These Bylaws will be sent and published according to the provisions of the Companies Law and its Implementing Regulations.</p>	
<p><u>[ADDITIONAL ARTICLE]</u></p>	<p><u>Article Forty-Seven: Capital Market Provisions</u></p>
	<p>Any provision in these Articles that contradicts the provisions of the Capital Market Law shall be disregarded and replaced by the relevant provisions of that Law. Any matter not addressed in these Articles shall be governed by the Capital Market Law and its Executive Regulations.</p>