

The Extraordinary General Assembly Meeting

Agenda of Al Kathiri Holding Co.

- 1) **Vote on the Auditors' report for the fiscal year ending 31st December 2018.**
- 2) **Vote on the Company's financial statements for the fiscal year ending 31st December 2018.**
- 3) **Vote on the Board of Directors report for the fiscal year ending 31st December 2018.**
- 4) **Vote on the appointment of the Company's external auditors as per BACC's recommendation, from among nominees, to review and audit the primary financial statement for the second and third quarter financial statements and closing financial statements for 2019 And audit the primary financial statement for the first quarter for 2020 and to approve their fees.**
- 5) **Vote on discharge of the Board of Directors members from liabilities for the fiscal year ending 31st December 2018.**
- 6) **Vote on the payment of (SAR 240,000) as remunerations and compensations to the members of the Board of Directors for their membership during the period from 1st January 2018 to 31st December 2018.**
- 7) **Vote on the Board Nominations and Compensations Committee's Charter. (Attach - Arabic)**
- 8) **Vote on the Compensations and Remunerations of Members of the Board of Directors, Board Committees and BACC Policy. (Attach – Arabic)**
- 9) **Vote on the Board of Directors recommendation to increase the Company's capital through granting bonus shares as follows:**
 - A) **Total amount of increase: SAR 7,534,800**
 - B) **Capital before increase: SAR 37,674,000. Capital after increase: SAR 45,208,800. Increase percentage: 20%.**
 - C) **Number of shares before increase: 3,767,400. Number of shares after increase:4,520,880.**
 - D) **This recommendation aims to Strengthen the Company's capital base and support its future activities.**

- E) The capital increase will be made through the capitalization of SAR 7,534,800 from retained earnings account by granting 1 share for each 5 owned shares.**
 - F) In case of bonus shares fractions occurrence; the Company will collect all fractions in one portfolio to be sold by market price, the value will be distributed to eligible shareholders each by their share within 30 days from the allocation of new shares to each shareholder.**
 - G) The eligibility will be for shareholders that own shares at the end of trading of the meeting date and registered in the Company's share registry at the Depository Center at the end of the second trading day following the meeting date.**
- 10) Vote on the amendment of Article (7) of the Company's Articles of Association related to Capital Increase, if approval of Extraordinary General Assembly for Item (9) is acquired (Attach -Arabic).**
- 11) Vote on the amendment of Article (8) of the Company's Articles of Association related to Subscription in shares, if approval of Extraordinary General Assembly for Item (9) is acquired (Attach -Arabic).**
- 12) Vote on the amendment of Article (16) of the Company's Articles of Association related to Company Management (Attach -Arabic).**