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جدول أعمال اجتماع الجمعية العامة غير العادية

Extraordinary General Assembly Meeting

1447-06-24H | 15-12-2025G

19:30

Agenda of the Extraordinary General Assembly Meeting

1- Voting on the Board of Directors' recommendation to increase the company's capital by issuing 22,971,504 new shares as follows:

A-Granting 21,500,000 shares as bonus shares to shareholders at the rate of one share for every 2 existing shares, representing 50% of the capital increase.

B-Allocating 1,471,504 shares from the capital increase, representing 3.4% of the capital, to be allocated to the company's employees according to the long-term employee incentive program, as summarized in the attachment, (if item No. 2 is approved)

C-Capital before the increase: 430,000,000 Saudi Riyals.

D-Capital after the increase: 659,715,040 Saudi Riyals.

E-Percentage of capital increase: 53.4%.

F-Number of shares before the increase: 43,000,000 shares.

G-Number of shares after the increase: 65,971,504 shares.

H-Reasons for the increase: This increase aims to support the company's growth, achieve strategic objectives, and strengthen the financial position.

i-Nature and value of reserves to be used in issuing the capitalization: By capitalizing an amount of 161,732,517 Saudi Riyals from retained earnings, and the entire balance of the statutory reserve, which amounts to 67,982,523 Riyals.

Agenda of the Extraordinary General Assembly Meeting

J-Details of handling fractional shares: In case of fractional shares, the fractions will be consolidated into a single portfolio for all shareholders and sold at the market price, then the value will be distributed to the shareholders entitled to the bonus according to their share within a period not exceeding 30 days from the date of determining the shares entitled for each shareholder.

K-Eligibility date: If the company's shareholders approve a capital increase at an extraordinary general assembly meeting, the entitlement will be for shareholders who own shares at the end of trading on the day of the company's extraordinary general assembly meeting and who are registered in the company's shareholders' register with the Securities Depository Center (Edaa) at the end of the second trading day following the date of the assembly.

L- Voting on the amendment of Article No.(6) of the company's bylaws related to capital. (Attached)

N- Voting on the amendment of Article No. (7) of the company's bylaws related to share subscription. (Attached)

2- Voting on the employee stock program (long-term incentives) approved by the company's Board of Directors on August 7, 2024, granting the Board full authority to allocate stocks to employees, manage the program, and make any adjustments at its discretion. (Attached)

Agenda of the Extraordinary General Assembly Meeting

- 3- Voting on adding a new Article No.(5) related to participation and ownership in companies. (Attached)
- 4- Voting on the amendment of Article No.(10) related to capital increase. (Attached)
- 5- Voting on adding a new Article No. (14) related to issuing shares. (Attached)
- 6- Voting on the amendment of Article No. (12) related to the modification of rights and obligations concerning shares (Attached)
- 7- Voting on the amendment of Article No.(13) related to the company's purchase, sale, and pledge of its shares. (Attached)
- 8- Voting on the amendment of Article No. (14) related to issuing sukuk and bonds. (Attached)
- 9- Voting on the amendment of Article No. (17) related to the expiration of the Board of Directors' term or resignation of its members or vacancy of membership. (Attached)
- 10- Voting on the amendment of Article No (18) related to the Board's authorities (Attached)
- 11- Voting on the amendment of Article No. (20) concerning the powers of the President, Vice President, Managing Director, and Secretary (Attached)
- 12- Voting on the amendment of Article No. (21) related to Council meetings (Attached)
- 13- Voting on the amendment of Article No. (22) regarding Council meetings and their decisions(Attached)

Agenda of the Extraordinary General Assembly Meeting

- 14- Voting on the amendment of Article No. (26) concerning the Chairman of the Board, Vice President, Managing Director, and Secretary (Attached)
- 15- Voting on the addition of a new Article No. (42) concerning the appointment, dismissal, and resignation of the company's auditor (Attached)
- 16- Voting on the addition of a new Article No. (43) related to the powers of the auditor (Attached)
- 17- Voting on the rearrangement of the chapters and articles of the system, numbering them, and naming them to align with the proposed amendments (Attached)