

AoA clauses before amendment	AoA clauses after amendment
<p>Subject: Articles of Association of Almasar Alshamil Education Company “A Closed Joint Stock Company”</p>	<p>Subject: Articles of Association of Almasar Alshamil Education Company “A Closed Public Joint Stock Company”</p>
<p>Article 2: Company Name: Almasar Alshamil Education Company - A Closed Joint Stock Company (Joint stock company)</p>	<p>Article 2: Company Name: Almasar Alshamil Education Company - A Closed Public Joint Stock Company”</p>
<p>Article 3: The Company's Head Office The company's head office is located in Riyadh, and it may establish branches inside or outside the Kingdom by a decision of the Board of Directors.</p>	<p>Article 3: The Company's Head Office The company's head office is located in Riyadh. and it may establish branches inside or outside the Kingdom by a decision of the Board of Directors.</p>
<p>Article 8: Increase of Capital: The owner may decide to increase the company’s issued share capital, or the authorized capital—if applicable—provided that the issued capital has been fully paid. It is not required that the share capital be fully paid if the unpaid portion relates to shares issued in exchange for the conversion of debt instruments or financing sukuk into shares, and the designated period for their conversion has not yet expired.</p>	<p>Article 9 8: Increase of Capital: The owner Extraordinary General Assembly may decide to increase the company’s issued share capital, or the authorized capital—if applicable—provided that the issued capital has been fully paid. It is not required that the share capital be fully paid if the unpaid portion relates to shares issued in exchange for the conversion of debt instruments or financing sukuk into shares, and the designated period for their conversion has not yet expired. Furthermore, the Extraordinary General Assembly may also suspend shareholders’ pre-emptive rights to subscribe to a capital increase in exchange for cash contributions, or grant pre-emptive rights to non-shareholders in cases it deems to be in the company’s best interest.</p>
<p>Article 9: Reduction of Capital 1. The owner may decide to reduce the share capital if it exceeds the company’s needs or if the company has incurred losses. In the latter case only, the share capital may be reduced below the limit prescribed under Article Fifty-Nine of Companies Law. A resolution for reduction may not be issued unless a statement is presented to the owner, prepared by the board of directors, setting out the reasons for the reduction, the company’s liabilities, and the effect of the reduction on the fulfillment thereof, provided that such statement is accompanied by a report issued by the company’s auditor. 2. If the reduction of share capital is the result of the capital exceeding the company’s needs, creditors must be invited to submit their objections, if any, to the reduction at least forty-five days prior to the date set for the owner to adopt the resolution approving the reduction. If any creditor objects to the reduction and submits to the company the supporting documents within the aforementioned period, the company</p>	<p>Article 10 9: Reduction of Capital 1. The owner Extraordinary General Assembly may decide to reduce the share capital if it exceeds the company’s needs or if the company has incurred losses. In the latter case only, the share capital may be reduced below the limit prescribed under Article Fifty-Nine of Companies Law. A resolution for reduction may not be issued unless a statement is presented to the owner, prepared by the board of directors, setting out the reasons for the reduction, the company’s liabilities, and the effect of the reduction on the fulfillment thereof, provided that such statement is accompanied by a report issued by the company’s auditor. 2. If the reduction of share capital is the result of the capital exceeding the company’s needs, creditors must be invited to submit their objections, if any, to the reduction at least forty-five days prior to the date set for the owner to adopt the resolution approving the reduction. If any creditor objects to the reduction and submits to the company the supporting documents within the aforementioned period, the company</p>

must settle the creditor's debt if it is due or provide sufficient security for its settlement if it is not yet due.

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3. In the event of capital redaction there shall be equality between all shareholders holding shares of the same type and class when reducing the capital.

Article 10: Company Management

(a) The management of the Company shall be carried out by a board of directors consisting of (9) members, provided that they are natural legal people elected by the shareholders' Ordinary General Assembly for a period not exceeding four years.

(b) The method of work in the Board of Directors shall be determined as follows: The company shall be managed by a board of directors composed of nine (9) members, who must be natural persons appointed by the capital owner for a term not exceeding four (4) years, with the possibility of being reappointed for additional terms.

Meetings shall be held at the company's headquarters, and a board member may participate in board meetings by telephone or through the use of modern technological means, provided that all persons participating in the meeting are able to hear and speak to one another throughout the meeting. Unless otherwise notified.

The quorum for a meeting shall be the presence of 51% of the members of the Board of Directors.

The legal quorum for decision-making shall be the approval of 51% of the members.

Board members may authorize others to attend meetings.

The method of communication among board members shall be as follows: the board shall meet at least four times a year on a quarterly basis upon the invitation of the chairman. The invitation shall be in writing and delivered personally by mail, fax, or email at least seven (7) days prior to the scheduled meeting date unless the members agree otherwise. The chairman, or his representative, must call the board to convene whenever any member submits a written request to discuss one or more subjects.

1. A board meeting shall not be valid unless a majority of its members are present. Board meetings may be held by telephone or by any other electronic means that allow the directors present to hear and speak with all other directors present. Unless otherwise notified, a member participating by telephone or any other electronic means shall be deemed present for the entire meeting. A board member may appoint another member to attend board meetings on his behalf subject to the following conditions: (a) A board member may

Article ~~10~~13: Company Management

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<p>not appoint more than one member to represent him at the same meeting. (b) The authorization must be in writing and for a single meeting with a specified date. (c) The proxy may not vote on resolutions for which the law prohibits the principal from voting. 2. If the quorum referred to above is not met within ten (10) minutes from the scheduled meeting time, the meeting shall be adjourned to the same time after three (3) business days from the original meeting. The legal quorum shall then be met by the attendance of a majority of the board members. 3. Board resolutions shall be adopted by the majority vote of the members present or represented. The chairman, or his representative, shall have a casting vote in the event of a tie. A resolution may be adopted without convening a meeting, provided that the resolution is sent to all board members and approved in writing by a majority of the members, unless any board member requests in writing that a meeting be held to discuss the relevant matter. The resolution shall subsequently be presented to the board at its next meeting. A written resolution signed in one or more counterparts shall be effective as of the date of the last signature required for its validity.</p>	<p>single meeting with a specified date. (c) The proxy may not vote on resolutions for which the law prohibits the principal from voting. 2. If the quorum referred to above is not met within ten (10) minutes from the scheduled meeting time, the meeting shall be adjourned to the same time after three (3) business days from the original meeting. The legal quorum shall then be met by the attendance of a majority of the board members. 3. Board resolutions shall be adopted by the majority vote of the members present or represented. The chairman, or his representative, shall have a casting vote in the event of a tie. A resolution may be adopted without convening a meeting, provided that the resolution is sent to all board members and approved in writing by a majority of the members, unless any board member requests in writing that a meeting be held to discuss the relevant matter. The resolution shall subsequently be presented to the board at its next meeting. A written resolution signed in one or more counterparts shall be effective as of the date of the last signature required for its validity.</p>
<p>Article 13: Remuneration of Board Members 1. The remuneration of the Board of Directors shall consist of a fixed sum, attendance allowance for meetings, in-kind benefits, or as determined by the General Assembly. 2. The Board of Directors' report to the General Assembly at its annual meeting shall include a comprehensive statement of all remuneration, attendance allowance, expense allowance, and other benefits received or due by each member of the Board during the fiscal year. It shall also include a statement of all payments received by Board members in their capacity as employees or administrators, or for technical, administrative, or consulting services. Furthermore, it shall include a statement of the number of Board meetings and the number of meetings attended by each member.</p>	<p>Article Thirteen17: Remuneration of Board Members 1. The remuneration of the Board of Directors shall consist of a fixed sum, attendance allowance for meetings, in-kind benefits, or as determined by the General Assembly subject to the provisions of the Companies Law and its Implementing Regulations when determining such remuneration. 2. The Board of Directors' report to the General Assembly at its annual meeting shall include a comprehensive statement of all remuneration, attendance allowance, expense allowance, and other benefits received or due by each member of the Board during the fiscal year. It shall also include a statement of all payments received by Board members in their capacity as employees or administrators, or for technical, administrative, or consulting services. Furthermore, it shall include a statement of the number of Board meetings and the number of meetings attended by each member.</p>
<p>Article 17: Formation of Committees The Board may form sub-committees from among its members or others and authorize them for a period of two to four years, with powers, controls, and remuneration for their members.</p>	<p>Article 17: Formation of Committees Committees and the Audit Committee shall be formed in accordance with the applicable laws and regulations. The Board may form sub-committees from among its members or others and authorize them for a period of two to four years, with powers, controls, and remuneration for their members.</p>
<p>Article 21: Voting in General Assemblies</p>	<p>Article 218: Voting in General Assemblies</p>

<p>The election of the members of the Board of Directors shall be conducted by ordinary voting. Members of the Board of Directors may not participate in voting on the resolutions of the General Assembly relating to businesses or 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 ordinary-cumulative voting. Members of the Board of Directors may not participate in voting on the resolutions of the General Assembly relating to businesses or contracts in which they have a direct or indirect interest, or which involve a conflict of interest.</p>
<p>Article 23: Powers and Authorities To grant the capital owner the powers and authorities of shareholders’ assemblies as regulated by the Companies Law. To issue decisions in writing without the need to convene the General Assembly, including, in particular:</p> <ol style="list-style-type: none"> 1. To appoint and remove Board members. 2. To appoint one or more auditors for the company in accordance with the Companies Law, to determine their fees, to reappoint them, or to remove them. 3. To review and discuss the Board of Directors’ report. 4. To review and discuss the company’s financial statements. 5. To discuss the auditor’s report, if available, and to decide on it. 6. To approve the Board’s proposals regarding the method of profit distribution. 7. To establish company reserves and determine their use. 8. To amend the company’s articles of association, except matters legally prohibited from amendment. 9. To decide on the continuation or dissolution of the company. 	<p style="text-align: center;">Deleted</p>
<p>Article 24: Decisions of the Capital Owner</p> <ol style="list-style-type: none"> 1. To make the capital owner’s decisions effective from the date of issuance, except in cases specified by the Companies Law or the company’s articles of association, or when a different effective date or certain conditions are specified. To record these decisions in the special register handled under Article 97 of the Companies Law. 2. To require the Board of Directors to register the capital owner’s decisions related to the powers of the Extraordinary General Assembly specified in the executive regulations of the Companies Law with the Commercial Register within fifteen (15) days of the date of issuance. 	<p>Article 24: Decisions of the Capital Owner Article (30): Resolutions of the General Assemblies</p> <ol style="list-style-type: none"> 1. Resolutions of the Ordinary General Assembly shall be adopted by a majority of the voting rights represented at the meeting. 2. Resolutions of the Extraordinary General Assembly shall be adopted by the approval of two-thirds (2/3) of the voting rights represented at the meeting. However, if the resolution relates to an increase or reduction of the share capital, extension or reduction of the Company’s term prior to the expiry of the term specified in its Articles of Association, or the merger of the Company with one or more companies, such resolution shall not be valid unless approved by three-quarters (3/4) of the voting rights represented at the meeting.
<p>Article 25: Appointment, Removal, and Resignation of Auditors</p>	<p>Article 2534: Appointment, Removal, and Resignation of Auditors</p>

<p>1. To have the company appoint one or more auditors licensed to work in the Kingdom of Saudi Arabia, to determine their appointment, fees, term, and scope by the capital owner. To allow reappointment, provided that the appointment term does not exceed the period specified in the executive regulations of the Companies Law.</p> <p>2. To allow the capital owner to remove the auditor by decision. To notify the Chairman of the Board, the tax authority, and the judicial authority of the removal and its reasons within five (5) days from the date of issuance of the decision.</p> <p>3. To allow the auditor to resign by submitting a written notice to the company. To have the resignation take effect from the date of submission or a later date specified in the notice, without prejudice to the company's right to claim damages if applicable. To require the resigning auditor to provide the company and the judicial authority with a statement of reasons for resignation. To require the Board of Directors to convene the General Assembly to review the reasons for resignation, appoint another auditor, and determine their fees, term, and scope.</p>	<p>1. To have the company appoint one or more auditors licensed to work in the Kingdom of Saudi Arabia, to determine their appointment, fees, term, and scope by the capital owner General Assembly. To allow reappointment, provided that the appointment term does not exceed the period specified in the executive regulations of the Companies Law stipulated by law.</p> <p>2. To allow the capital owner General Assembly to remove the auditor by decision. To notify the Chairman of the Board, the tax authority, and the judicial authority of the removal and its reasons within five (5) days from the date of issuance of the decision.</p> <p>3. To allow the auditor to resign by submitting a written notice to the company. To have the resignation take effect from the date of submission or a later date specified in the notice, without prejudice to the company's right to claim damages if applicable. To require the resigning auditor to provide the company and the judicial authority with a statement of reasons for resignation. To require the Board of Directors to convene the General Assembly to review the reasons for resignation, appoint another auditor, and determine their fees, term, and scope.</p>
<p>Article 26: Powers of the Auditor</p> <p>To grant the auditor the right to review the company's books, accounting records, and supporting documents at any time. To allow the auditor to request data and explanations deemed necessary regarding the company's assets, obligations, and other matters within the scope of work. To require the Board to facilitate the auditor's duties. To require the auditor to document difficulties in a report submitted to the Board. To allow the auditor to request the capital owner to review the matter if the Board does not facilitate the auditor's work. To allow the auditor to issue this request if the Board does not do so within thirty (30) days from the auditor's initial request.</p>	<p>Article 3526: Powers of the Auditor</p> <p>To grant the auditor the right to review the company's books, accounting records, and supporting documents at any time. To allow the auditor to request data and explanations deemed necessary regarding the company's assets, obligations, and other matters within the scope of work. To require the Board to facilitate the auditor's duties. To request the auditor to document difficulties in a report submitted to the Board. To allow the auditor to request the capital owner General Assembly to review the matter if the Board does not facilitate the auditor's work. To allow the auditor to issue this request if the Board does not do so within thirty (30) days from the auditor's initial request.</p>
<p>Article 28: Financial Documents</p> <p>1. To require the Board, at the end of each financial year, to prepare the company's financial statements, a report on its activities, and its financial position for the concluded financial year. To include in this report the method of profit distribution. To make these documents available to the auditor, if any, at least forty-five (45) days before the scheduled date of the General Assembly meeting.</p> <p>2. To require the Chairman of the Board, the CEO / Managing Director, and the Chief Financial Officer, if any, to sign the documents referred to in paragraph 1 of this Article.</p>	<p>Article 2837: Financial Documents</p> <p>1. To require the Board, at the end of each financial year, to prepare the company's financial statements, a report on its activities, and its financial position for the concluded financial year. To include in this report the method of profit distribution. To make these documents available to the auditor, if any, at least forty-five (45) days before the scheduled date of the General Assembly meeting.</p> <p>2. To require the Chairman of the Board, the CEO / Managing Director, and the Chief Financial Officer, if any, to sign the documents referred to in paragraph 1 of this Article.</p>

<p>3. To require the Chairman of the Board to provide the capital owner with the company's financial statements, the Board's report after signing, and the auditor's report, if any, unless published through any modern technical means, at least twenty-one (21) days before the General Assembly meeting. To also send a copy of these documents in accordance with the executive regulations of the Companies Law.</p>	<p>3. To require the Chairman of the Board to provide the capital owner <u>shareholders</u> with the company's financial statements, the Board's report after signing, and the auditor's report, if any, unless published through any modern technical means, at least twenty-one (21) days before the General Assembly meeting. To also send a copy of these documents in accordance with the executive regulations of the Companies Law.</p>
<p>Article 29: Formation of Reserves</p> <p>1. To allow the capital owner, when determining the shareholders' share of net profits, to decide to form other reserves to the extent that serves the company's interest or ensures a fixed distribution of profits as much as possible.</p> <p>2. To allow the capital owner to allocate amounts from net profits for social purposes for the company's employees. To require the capital owner to determine the percentage to be distributed from net profits after deducting any reserves, if any.</p>	<p>Article 2938: Formation of Reserves</p> <p>1. To allow the capital owner <u>Ordinary General Assembly</u>, when determining the shareholders' share of net profits, to decide to form other reserves to the extent that serves the company's interest or ensures a fixed distribution of profits as much as possible. 2. To allow the capital owner to allocate amounts from net profits for social purposes for the company's employees.</p> <p><u>2.</u> To require the capital owner <u>Ordinary General Assembly</u> to determine the percentage to be distributed <u>to the shareholders</u> from net profits after deducting any reserves, if any.</p>
<p>Article 30: Profit Entitlement</p> <p>To indicate the capital owner's decision to distribute profits, including the date on which the owner is entitled to profits and the date of their distribution. To require the Board of Directors to implement the capital owner's decision regarding profit distribution within the timeframe specified by the executive regulations of the Companies Law.</p>	<p>Article 3039: Profit Entitlement</p> <p><u>The shareholder shall be entitled to their share of the profits in accordance with the resolution issued by the General Assembly in this regard and the resolutions. The resolution shall specify the entitlement date and the distribution date. Profits entitlement shall granted to the shareholders registered in the shareholders' how's name are register at the end of the specified entitlement date.</u> To indicate the capital owner's decision to distribute profits, including the date on which the owner is entitled to profits and the date of their distribution. To require the Board of Directors to implement the capital owner's <u>General Assembly</u> decision regarding profit distribution within the timeframe specified by the executive regulations of Companies Law.</p>
<p>Article 31: Dissolution of the Company</p> <p>A company is dissolved for any of the reasons for dissolution stipulated in Article 243 of the Companies Law. Upon dissolution, it enters into liquidation proceedings in accordance with the provisions of Chapter Twelve of the Companies Law. The company retains its legal personality to the extent necessary for liquidation, and the authority of the board of directors terminates upon dissolution. However, the board members remain in charge of managing the company and are considered, with respect to third parties, to be acting as the liquidator until a liquidator is appointed. The company's general assemblies remain in place during the liquidation period, and their role is limited to exercising powers that do not conflict with the powers of the liquidator. If the company</p>	<p>Article Thirty One40: Dissolution of the Company</p> <p>A company is dissolved for any of the reasons for dissolution stipulated in Article 243 of the Companies Law. the company is dissolved and its assets are insufficient to cover its debts or it is insolvent according to the Bankruptcy Law, it must submit a request to the competent judicial authority to initiate any liquidation proceedings under the Bankruptcy Law.</p>

<p>is dissolved and its assets are insufficient to cover its debts or it is insolvent according to the Bankruptcy Law, it must submit a request to the competent judicial authority to initiate any liquidation proceedings under the Bankruptcy Law.</p>	
	<p style="text-align: center;">New Article</p> <p>Article 8: Sale of Shares with Unpaid Value</p> <ol style="list-style-type: none"> 1. <u>The shareholder shall be obliged to pay the remaining value of the share by the specified deadlines. If the shareholder fails to do so, the Board of Directors may—after notifying the shareholder by email, registered letter, or any other modern technological means—sell the share at a public auction or on the stock exchange, as applicable.</u> 2. <u>The Company shall collect from the proceeds of the sale the amounts due and return the remainder to the shareholder. If the proceeds are insufficient to cover these amounts, the Company may recover the remaining balance from all of the shareholder's assets.</u> 3. <u>The exercise of rights related to shares whose value has not been paid upon expiry of their due date shall be suspended until they are sold or the outstanding amount is paid in accordance with paragraph (1) of this Article. These rights include the right to receive a share of the net profits to be distributed and the right to attend general assemblies and vote on their resolutions. However, a shareholder who has defaulted on payment may, by the date of sale, pay the outstanding amount plus any expenses incurred by the company in this regard. In this case, the shareholder shall have the right to claim the profits to be distributed.</u> 4. <u>The Company shall cancel the share certificate sold in accordance with the provisions of this Article and issue a new certificate to the purchaser bearing the same number. The sale shall be recorded in the shareholders' register, along with all necessary details of the new owner.</u>
	<p style="text-align: center;">New Article</p> <p>Article 11: Purchase, Sale and Pledge of the Company's Shares</p> <p><u>The Company may purchase and sell its own shares in one or more stages, and may also hold them as treasury shares, in accordance with the controls determined by the competent authority. The Company may further pledge its own shares as security for a debt owed by it, in accordance with the controls determined by the competent authority. Shares purchased by the Company shall have no voting rights in shareholders' general meetings. The pledgee creditor shall not be entitled to attend or vote at shareholders' general meetings.</u></p>
	<p style="text-align: center;">New Article</p>

Article 15: Expiry of the Board of Directors' Term, Resignation of Its Members, or Vacancy of Membership

1. The Board of Directors shall before the expiry of its term, invite for an Ordinary General Assembly to convene for the election of a Board of Directors for a new term. If the election cannot be held and the term of the current Board expires, its members shall continue to perform their duties until a Board of Directors for a new term is elected, provided that the continuation period of the members whose term has expired shall not exceed the period specified in the Implementing Regulations of the Companies Law.

2. If the Chairman and the members of the Board of Directors resign, they shall invite the Ordinary General Assembly to convene for the election a new Board of Directors and such resignation shall not take effect until a new Board is elected, provided that the continuation period of the resigned Board shall not exceed the period specified in the Implementing Regulations of Companies Law.

3. A member of the Board of Directors may resign from Board membership by a written notice addressed to the Chairman of the Board. If the Chairman resigns, the notice shall be addressed to the remaining members of the Board and the Secretary of the Board. In both cases, the resignation shall take effect as of the date specified in the notice and shall be deemed effective.

4. If a position of a member of the Board of Directors becomes vacant or a member resigns, and such vacancy does not result in the Board failing to meet the conditions required for the validity of its meetings due to the number of its members falling below the minimum prescribed by law, the Board may appoint, on a temporary basis, a person who possesses the requisite experience and competence to fill the vacant position. The Company shall notify the Commercial Register, as well as the Capital Market Authority if the Company is listed on the financial market, within fifteen (15) days of the date of appointment. The appointment shall be presented to the Ordinary General Assembly at its first meeting, and the substitute member shall complete the remaining term of his predecessor.

5. If the conditions required for the validity of the Board of Directors' meeting are not met due to the number of its members falling below the minimum prescribed under the Companies Law or these Bylaws, the remaining members shall invite the Ordinary General Assembly to convene within sixty (60) days to elect the required number of members.

New Article

Article 24: General Assembly Meeting of Shareholders

	<ol style="list-style-type: none"> 1. <u>The General Assembly meeting of shareholders shall be chaired by the Chairman's of the Board of Directors, or the Vice Chairman in the Chairman absence, or in their absence, a member of the Board delegated by the Board of Directors. If none of the foregoing is available, the General Assembly shall be chaired by a person elected by the shareholders, whether from among the Board members or from others, by way of voting.</u> 2. <u>Each shareholder shall have the right to attend the General Assembly meeting and may, for this purpose, appoint other than a member of the Board of Directors.</u> 3. <u>The General Assembly meeting may be convened, and shareholders may participate in the deliberations and vote on the resolutions, through technological means.</u>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 26: Quorum for the Ordinary General Assembly Meeting</u></p> <ol style="list-style-type: none"> 1. <u>The Ordinary General Assembly meeting shall only be valid if attended by shareholders representing at least one quarter of the company's shares with voting rights.</u> 2. <u>If the quorum required for holding the Ordinary General Assembly meeting, as stipulated in paragraph (1) of this Article, is not met, a second meeting shall be convened under the same procedures outlined in Article (Ninety-One) of the Companies Law within (thirty) days following the date set for the previous meeting. However, the second meeting may be held one hour after the expiry of the time set for the first meeting, provided that the invitation to the first meeting includes a statement indicating that the second meeting may be held one hour after the time scheduled for the first meeting. In all cases, the second meeting shall be valid regardless of the number of shares with voting rights represented therein.</u>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 27: Quorum for Extraordinary General Meeting</u></p> <ol style="list-style-type: none"> 1. <u>An Extraordinary General Meeting shall only be valid if attended by shareholders representing at least half of the company's shares with voting rights.</u> 2. <u>If the quorum required for holding an Extraordinary General Meeting, as stipulated in paragraph (1) of this Article, is not met, a second meeting shall be convened under the same conditions stipulated in Article (Ninety-One) of the Companies Law. However, the second meeting may be held one hour after the scheduled end of the first meeting, provided that the invitation to the first meeting indicates that the second meeting is still possible. In all cases, the second meeting shall be valid if</u>

	<p><u>attended by shareholders representing at least one quarter of the company's shares with voting rights.</u></p> <p><u>3. If the quorum required for holding the second meeting is not met, a third meeting shall be convened under the same conditions, and it shall be valid regardless of the number of shares with voting rights represented therein.</u></p>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 30: Discussion at General Assemblies</u> <u>Every shareholder has the right to discuss the topics included in the agenda of the General Assembly and to direct questions about them to the members of the Board of Directors and the auditors. The Board of Directors and the auditors shall answer the shareholders' questions to the extent that this does not harm the company's interests. If a shareholder believes that the answer to his question is insufficient, he may appeal to the General Assembly, whose decision in this matter shall be binding.</u></p>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 32: Powers of the Ordinary General Assembly</u> <u>Except for matters within the jurisdiction of the Extraordinary General Assembly, the Ordinary General Assembly shall have jurisdiction over all matters relating to the company and stipulated in this Bylaws and related provisions. It shall convene at least once a year within the six months following the end of the company's fiscal year, and other Ordinary General Assemblies may be convened whenever the need arises.</u></p>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 33: Powers of the Extraordinary General Assembly</u> <u>The Extraordinary General Assembly is authorized to amend the company's articles of association, except for matters prohibited by law. It may also issue resolutions on matters that fall within the original powers of the Ordinary General Assembly, under the same terms and conditions stipulated for the Ordinary General Assembly.</u></p>
	<p style="text-align: center;"><u>New Article</u></p> <p><u>Article 40: Interim Dividend Distribution</u> <u>The company may distribute interim dividends to shareholders on a semi-annual or quarterly basis in accordance with the regulations issued by the competent authority and pursuant to a decision by the Board of Directors, after obtaining authorization from the Ordinary General Assembly.</u></p>

New Article

Article 12: Shares Trade and Shareholders Register

The company's shares are tradable in accordance with the regulations, rules, and instructions issued by the Capital Market Authority.