



The Extraordinary General Assembly Meeting for National Company for Learning and Education –

Place: Riyadh City – By Modern Technology

Day: Thursday

Time: 19:30 pm

Date: 01/01/2026 G Corresponding to 12/07/1447 H



Agenda of the Extraordinary General Assembly Meeting of National Company for Learning and Education

1. Reviewing the Board of Directors' Report for the fiscal year ended on 31 July 2025 G and discussing it.
2. Voting on the Company's Auditor's Report for the fiscal year ended on 31 July 2025 G after discussing it.
3. Reviewing the financial statements for the fiscal year ended on 31 July 2025 G and discussing it.
4. Voting to appoint the Company's auditor among the candidates based on the audit committee's recommendation to examine, review and audit the financial statements for the third quarter of the fiscal year 2025/2026 G, the fiscal year ending on 31/07/2026 G, and the first and second quarters of the fiscal year 2026/2027, and determining their fees. (Attached)
5. Voting on Board of Directors' recommendation to distribute cash dividends to shareholders for the fiscal year ended 31 July 2025, with a total amount of (107,500,000) riyals at (2.5) riyals per share, equivalent to 25 % of the company's share capital. Provided that the eligibility of the shareholders who own the shares at the end of the trading session of the day of the assembly meeting and are registered in the company's shareholders' register with the Securities Depository Center Company (Eadaa) at the end of the second trading day following the maturity date, The dividend distribution shall begin within 15 business days from the eligibility date.
6. Voting on the discharge of the Board of Directors' members liability for the fiscal year ended 31/07/2025 G.
7. Voting on delegating the Board of Directors to distribute interim dividends in a semi-annually or quarterly manner for the fiscal year ending on 31 July 2026 G.
8. Voting on delegating the Board of Directors with the authority of the Ordinary General Assembly relating to the permission mentioned in paragraph (1) of Article (27) of the Companies Law, for one year from the consent date of the General Assembly or until the end of the delegated Board of Directors session whichever is earlier, in accordance with the implementing regulation of the companies Law relating to listed joint stock companies.
9. Voting on amending Article (1) of the Company's bylaws related to Incorporation. (Attached)
10. Voting on amending Article (2) of the Company's Bylaws related to the Name of the Company. (Attached)
11. Voting on amending Article (3) of the Company's Bylaws related to Objectives of the Company. (Attached)
12. Voting on amending Article (5) of the Company's Bylaws related to the Company's head office. (Attached)
13. Voting on amending Article (6) of the Company's Bylaws related to the Duration of the Company. (Attached)

14. Voting on amending Article (7) of the Company's Bylaws related to Share Capital of the Company. (Attached)
15. Voting on amending Article (8) of the Company's Bylaws related to Subscription in Shares. (Attached)
16. Voting on amending Article (9) of the Company's Bylaws related to Sale of Shares that have not Fulfilled the Value. (Attached)
17. Voting on amending Article (10) of the Company's Bylaws related to Issuance of Shares. (Attached)
18. Voting on amending Article (12) of the Company's Bylaws related to the Increase of Capital. (Attached)
19. Voting on amending Article (13) of the Company's Bylaws related to the Decrease of Capital. (Attached)
20. Voting on amending Article (14) of the Company's Bylaws related to Management of the company. (Attached)
21. Voting on amending Article (15) of the Company's Bylaws related to Board Membership Expiration. (Attached)
22. Voting on amending Article (17) of the Company's Bylaws related to the Authorities of the Board. (Attached)
23. Voting on amending Article (18) of the Company's Bylaws related to the Remuneration of Board Members. (Attached)
24. Voting on amending Article (19) of the Company's Bylaws related to the Powers of the Chairman, Vice-Chairman, Managing Director, CEO and secretary. (Attached)
25. Voting on amending Article (21) of the Company's Bylaws related to the Board Meeting Quorum. (Attached)
26. Voting on adding Article (26) of the Company's Bylaws related to Formation of the audit committee. (Attached)
27. Voting on adding Article (27) of the Company's Bylaws related to Rewards and Nominations Committee. (Attached)
28. Voting on amending Article (27) of the Company's Bylaws related to Invitation to Assemblies. (Attached)
29. Voting on amending Article (28) of the Company's Bylaws related to Quorum of the Ordinary General Assembly Meeting. (Attached)
30. Voting on amending Article (29) of the Company's Bylaws related to Quorum of the Extraordinary General Assembly Meeting. (Attached)
31. Voting on amending Article (30) of the Company's Bylaws related to Voting in Assemblies. (Attached)
32. Voting on amending Article (33) of the Company's Bylaws related to Presiding over the Assemblies and preparing the Minutes. (Attached)
33. Voting on adding Article (30) of the Company's Bylaws related to preparing the Minutes of the Assemblies. (Attached)
34. Voting on amending Article (37) of the Company's Bylaws related to The Financial Year. (Attached)
35. Voting on amending Article (41) of the Company's Bylaws related to Bonds and Debt Instruments. (Attached)

36. Voting on amending Article (46) of the Company's Bylaws related to the application of the regulations. (Attached)
37. Voting on adding Article (49) of the Company's Bylaws related to Final Provisions. (Attached)



Audit Committee report for the fiscal year 2025

Audit Committee's report for the Fiscal Year 2025

First: Formation of the Audit Committee

The Audit Committee of the National Company for Learning & Education consists of 3 members as follows:

S/N	Name	Position
1	Khalid bin Saad Al-Sabti	Head of the Audit Committee
2	Abdul Aziz bin Mohammed Al-Suwailem	Member of the Audit Committee
3	Bander bin Suliman Al-Buhairy	Member of the Audit Committee

Second: Audit Committee Duties:

The Audit Committee is responsible for monitoring the Company's activities and ensuring the accuracy and integrity of the reports, financial statements and the control procedures in place, as well as the processes of preparing reports and submitting them to the Board of Directors. The Committee's duties, in particular, include the following:

a) Financial Reports:

- 1) Analyzing the Company's interim and annual financial statements before presenting them to the Board and providing its opinion and recommendations thereon to ensure their integrity, fairness and transparency.
- 2) Providing technical opinion, at the request of the Board, whether Board of Directors' report and the Company's financial statements are fair, balanced, understandable, and contain information that allows shareholders and investors to assess the company's financial position, performance, business model, and strategy.
- 3) Analyzing any important or non-familiar issues contained in the financial reports.
- 4) Accurately investigating any issues raised by the Company's Chief Financial Officer or any person assuming his/her duties or the Company's Compliance Officer or External Auditor.
- 5) Examining the accounting estimates in respect of significant matters that are contained in the financial reports.
- 6) Examining the accounting policies followed by the Company and providing its opinion and recommendations to the Board thereon.

b) Internal Audit:

- 1) Examining and reviewing the Company's internal and financial control systems and risk management system.
- 2) Analyzing the Internal Audit reports and following up the implementation of the corrective measures in respect of the remarks made in such reports.
- 3) Monitoring and overseeing the performance and activities of the Internal Auditor and the Internal Audit department within the company, to ensure the availability of necessary resources and their effectiveness in carrying out the assigned tasks.
- 4) Recommending to the Board of Directors the appointment of the Head of Internal Audit unit or department, or the Internal Auditor, and proposing their remuneration

c) External Auditor:

- 1) Recommending to the Board of Directors the nomination and dismissal of External Auditors, determining their fees, and evaluating their performance, after verifying their independence and reviewing the scope of their work and the terms of their engagement.
- 2) Verifying the independence of the External Auditor, its objectivity, fairness, and effectiveness of the Audit activities, taking into account the relevant rules and standards.
- 3) Reviewing the plan of the Company's External Auditor and its activities and ensuring that it does not provide any technical or administrative works that are beyond its scope of work, and provides its opinion thereon.
- 4) Responding to queries of the Company's External Auditor.
- 5) Reviewing the External Auditor's reports and its comments on the financial statements and following up the procedures taken in connection therewith.

d) Ensuring Compliance:

- 1) Reviewing the findings of the reports of supervisory authorities and ensuring that the Company has taken the necessary actions in connection therewith.
- 2) Ensuring the Company's compliance with the relevant laws, regulations, policies and instructions.

3) Reviewing the contracts and proposed Related Party transactions, and providing their recommendations to the Board in connection therewith.

4) Reporting to the Board any issues in connection with what it deems necessary to take action on and providing recommendations as to the steps that should be taken.

Third: Statement of Audit Committee Meetings: -

S/N	Name	Type of Membership	Meeting number and date			
			First Meeting 29/10/2024	Second Meeting 10/12/2024	Third Meeting 12/03/2025	Fourth Meeting 21/05/2025
1	Khalid bin Saad Al-Sabti	Chairman of the Committee	✓	✓	✓	✓
2	Abdulaziz bin Mohammed Al-Suwailem	Committee member	✓	✓	✓	✓
3	Bander bin Suliman Al-Buhairy	Committee member	✓	✓	✓	✓

Fourth: The results of the annual review of the effectiveness of the company's internal control procedures:

The Internal Audit function provides independent and objective assurance and advisory services to add value, improve operations, and achieve the Company's objectives. The Internal Audit assists the Company in achieving its objectives by adopting a systematic approach to assessing and improving the effectiveness of the Internal Control System. The Audit Committee reviews and discusses the Internal Audit's periodic reports, in addition to reviewing and discussing the External Auditor's reports and the results of the audit work, and monitors the implementation of corrective plans. During the Fiscal year 2025G, Internal Audit implemented the Internal Audit plan approved by the committee and conducted audits to provide the necessary assurances regarding the effectiveness and efficiency of the Company's Internal Control, financial, and risk management procedures. The Audit results indicate that there are no significant deficiencies in the internal control, financial, and risk management systems that require disclosure, although there are some areas that require improvement and development of the internal control system.



**Audit Committee recommendation to appoint the Company's external auditor
for the fiscal year 2026**

Date: 20/10/2025

Audit Committee Recommendation to appoint the company's external auditor for the fiscal year 2026

Esteemed Shareholders of the National Company for Learning and Education,

The Audit Committee, after reviewing its operational regulations, the Companies Law, the instructions of the Ministry of Commerce, and the Corporate Governance Regulations issued by the Capital Market Authority regarding the nomination of licensed external auditors to review the company's accounts, has invited a number of licensed audit firms to submit their proposals for auditing the company's accounts for the fiscal year 2026. The Committee has examined the submitted proposals, studied and reviewed them to ensure the issuance of the financial statements with the highest degree of accuracy and in accordance with international accounting standards.

Below are the details of the candidates nominated by the Audit Committee:

Candidates	Audit fees for reviewing the financial statements (in Saudi Riyals)
Baker tilly	470,000
BDO	545,000

The Audit Committee recommends the above-mentioned candidates to review the financial statements for the third quarter of the fiscal year 2026, the fiscal year ending on July 31, 2026, as well as the first and second quarters of the fiscal year 2027. The Committee considers Dr. Mohammed Al-Omari & Partners (BDO) to be the most appropriate.

Comparison of Amendments to the Bylaws (Before and After Amendment)



Comparison of Amendments to the Bylaws

Before Amendment	After Amendment	Notes																																						
<p>Article (1) Incorporation: In accordance with the provisions of the Companies Law and its regulations, this company has been transformed into a Saudi joint stock company according to the following:</p>	<p>Article (1) Incorporation: It shall be incorporated in accordance with the provisions of the Companies Law issued by Royal Decree No. (M/132) dated 01/12/1443AH together with its implementing regulations, and this Bylaw a Saudi joint stock company in accordance with the following:</p>	Amendment																																						
<p>Article (2) The name of the company: National Company for Learning and Education, a Saudi listed joint stock company.</p>	<p>Article (2) Company Name: National Company for Learning and Education (a listed joint stock company)</p>	Amendment																																						
<p>Article (3) Objectives of the Company: Conducting business and activities in accordance with the laws, regulations, and instructions issued and in force in the Kingdom to achieve and implement the following objectives:</p> <ol style="list-style-type: none"> 1. Owning, establishing and managing private schools for general education (pre-university). 2. Investing in the sports and entertainment field and establishing and managing sports clubs. 3. Maintenance, operation and cleaning contracting. 4. Owning, managing and operating educational and training institutes. 5. Selling school uniforms, 	<p>Article (4) Company Objectives: The Company shall carry out and implement the following objectives:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #D9E1F2;">Section</th> <th style="background-color: #D9E1F2;">Category</th> </tr> </thead> <tbody> <tr><td>Construction</td><td>Building construction</td></tr> <tr><td>Construction</td><td>Construction of utility projects</td></tr> <tr><td>Construction</td><td>Demolition</td></tr> <tr><td>Construction</td><td>Site preparation</td></tr> <tr><td>Construction</td><td>Plumbing and heating works and air conditioning</td></tr> <tr><td>Construction</td><td>Other structural installations</td></tr> <tr><td>Construction</td><td>Building completion and finishing</td></tr> <tr><td>Construction</td><td>Other specialized construction activities</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Sale of motor vehicles</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Maintenance and repair of motor vehicles</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Wholesale of textiles, clothing, and footwear</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Wholesale other household goods</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Wholesale of computers, computer peripheral equipment, and software</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Wholesale of electronic equipment, communication equipment, and spare parts</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Wholesale of other machinery and equipment</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Other retail sale in non-specialized stores</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Retail sale of food in specialized stores</td></tr> <tr><td>Wholesale, Retail & Repair of Motor Vehicles & Motorcycles</td><td>Retail sale of computers, computer peripheral equipment, software, and communication equipment in specialized stores</td></tr> </tbody> </table>	Section	Category	Construction	Building construction	Construction	Construction of utility projects	Construction	Demolition	Construction	Site preparation	Construction	Plumbing and heating works and air conditioning	Construction	Other structural installations	Construction	Building completion and finishing	Construction	Other specialized construction activities	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Sale of motor vehicles	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Maintenance and repair of motor vehicles	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of textiles, clothing, and footwear	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale other household goods	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of computers, computer peripheral equipment, and software	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of electronic equipment, communication equipment, and spare parts	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of other machinery and equipment	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Other retail sale in non-specialized stores	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of food in specialized stores	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of computers, computer peripheral equipment, software, and communication equipment in specialized stores	Amendment
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Before Amendment	After Amendment		Notes
school supplies and educational aids.	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of books, newspapers, and stationery in specialized stores	
6. Management of electronic stores.	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of sporting goods in specialized stores	
7. Operation and management of school transportation.	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of clothing, footwear, and leather goods in specialized stores	
8. Operating school canteens.	Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of textiles, clothing, and footwear in booths and markets	
9. Cooked and uncooked catering services.	Transportation and storage	Land transport for passengers in cities and suburbs	
10. Computer services (application systems information bases).	Transportation and storage	Storage	
11. Establishing, organizing and managing temporary and permanent exhibitions.	Transportation and storage	Services related to land transport	
12. General contracting for buildings, electrical, electronic and mechanical works.	Accommodation and food service activities	Restaurants and catering activities	
13. Management, maintenance and development of property.	Accommodation and food service activities	Other food service activities	
14. Purchasing lands to construct buildings on and investing it by selling or renting them for the benefit of the Company.	Information and Communications	Other publishing activities	
15. Management and operation of	Information and Communications	Software publishing	
	Information and Communications	Computer programming activities	
	Information and Communications	Other information service activities not elsewhere classified	
	Real Estate Activities	Real estate activities on owned or leased property	
	Real Estate Activities	Real estate activities on a fee or contract basis	
	Professional, Scientific, and Technical Activities	Management consultancy activities	
	Professional, Scientific, and Technical Activities	Advertising	
	Professional, Scientific, and Technical Activities	Other professional, scientific, and technical activities not elsewhere classified	
	Administrative and support services	Integrated facility support activities	
	Administrative and support services	General building cleaning	
	Administrative and support services	Other building and industrial cleaning activities	
	Administrative and support services	Landscaping service and maintenance activities	
	Administrative and support services	Integrated office administrative services	
	Administrative and support services	Organization of conferences and trade shows	
	Administrative and support services	Other business support service activities not elsewhere classified	
	Education	Pre-primary and primary education	
	Education	General secondary education	
	Education	Technical and vocational secondary education	



Before Amendment	After Amendment		Notes														
<p>cafes and buffets.</p> <p>16. Establishing, managing and operating bakeries.</p> <p>17. Management, maintenance and operation of training, educational and entertainment, sports and commercial centres.</p> <p>18. Managing and operating theatres, halls, stadiums and other Company facilities and investing it by renting them for the benefit of the Company.</p> <p>19. Management and operation of children's hospitality centers.</p> <p>The Company carries out its activities in accordance with the applicable regulations and after obtaining the necessary licenses from the competent authorities, if any.</p>	<table border="1"> <tr> <td>Education</td> <td>Education in sports and entertainment</td> </tr> <tr> <td>Education</td> <td>Other education not elsewhere classified</td> </tr> <tr> <td>Education</td> <td>Education support activities</td> </tr> <tr> <td>Arts and Entertainment</td> <td>Creative, arts, and entertainment activities</td> </tr> <tr> <td>Arts and Entertainment</td> <td>Library and archive activities</td> </tr> <tr> <td>Arts and Entertainment</td> <td>Sports club activities</td> </tr> <tr> <td>Arts and Entertainment</td> <td>Other sports activities</td> </tr> </table>	Education	Education in sports and entertainment	Education	Other education not elsewhere classified	Education	Education support activities	Arts and Entertainment	Creative, arts, and entertainment activities	Arts and Entertainment	Library and archive activities	Arts and Entertainment	Sports club activities	Arts and Entertainment	Other sports activities	<p>The Company shall carry out its objectives in accordance with the applicable regulations and after obtaining the necessary licenses from the competent authorities, if any.</p>	
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<p>Article (5) The company's head office: The Company's head office is located in the city of Riyadh in the Kingdom of Saudi Arabia, and the Board of Directors may establish branches, offices or agencies inside or outside the Kingdom of Saudi Arabia. The Company's headquarters may not be relocated to another city except by a decision of the extraordinary general assembly based on a</p>	<p>Article (3) Company Head Office: The Company's head office is in the city of Riyadh.</p>		Amendment														



Before Amendment	After Amendment	Notes
proposal by the Board of Directors and approval of the competent authorities.		
Article (6) Duration of the Company: Indefinite duration	Article (5): Company Duration: • The Company duration is indefinite.	Amendment
Article (7) Share Capital: The share capital of the company shall be SAR 430,000,000 (Four hundred and thirty million Saudi Riyals) divided into 43,000,000 (forty three million) nominal shares of equal value of SAR 10 (ten Saudi Riyals) each, all of which are ordinary or in-kind shares.	Article (7) Share Capital: The issued share capital of the Company is set at four hundred and thirty million Saudi Riyals (430000000.0), divided into (43000000) shares of equal nominal value, each with a value of (10.0) Saudi Riyals, all of which are ordinary shares in exchange for cash shares, and the value of the cash paid from it is four hundred and thirty million Saudi Riyals (430000000.0). The cash paid from the issued capital has been deposited with one of the licensed banks.	Amendment
Article (8) Subscription in shares: The shareholders have subscribed for the full shares of the issued capital amounting to SAR 430,000,000 (Four hundred and thirty million Saudi Riyals), and have fully paid.	Article (8) Subscription in Shares: The shareholders subscribed to the entire issued share capital shares amounting to 430000000.0 Saudi Riyals, fully paid.	Amendment
Article (9) Sale of Shares that Have Not Fulfilled the Value: The shareholder is obliged to pay the remainder of the share value at the specified dates, and if the shareholder fails to meet the due date, the Board of Directors may - after informing the shareholder through the legal methods or notifying the shareholder through a registered letter or any modern technology means - sell the share in the auction or the stock market -as the case may be- in accordance with the guidelines issued by the Regulations, the shareholder shall pay the owed amount plus the expenses spent by the Company. The Company	Article (9) Sale of Shares that have not fulfilled the Value: If the shareholder fails to pay the value of the share on the specified dates, the Board of Directors may, after notifying him through any of the notification methods, sell the share in a public auction or in the capital market, as the case may be. However, the defaulting shareholder may, up to the due date specified under the applicable regulations, pay the amount owed together with the expenses incurred by the Company. The Company shall collect from the proceeds of the sale the amounts due to it and return the remainder to the shareholder. If the proceeds of the sale are insufficient to cover such amounts, the Company may recover the balance from all the shareholder's funds. The exercise of rights attached to the shares whose value has not been paid shall be suspended until they are sold or the outstanding amount is settled.	Amendment



Before Amendment	After Amendment	Notes
<p>shall recover what is due to it from the sale proceeds and refund the balance to the shareholder. If the sale proceeds are insufficient to cover the Company's dues, then the Company may recover the entire amount due from the shareholders' funds. The effectiveness of rights relating to shares that fail to fulfill their value shall be suspended at the expiration of their due date until they have been sold or paid. However, the defaulting shareholder, who fails to pay until the day of selling, may still, pay the value due plus the expenses incurred by the Company in such regard. The Board of Directors may sell the share of the shareholder that has defaulted to pay in the specified period and in accordance with the applicable regulations.</p>		
<p>Article (10) Issuance of Shares: Shares are nominal and may not be issued for less than their nominal value, the share nominal value is set at 10 SAR. The shares are to be of the same type or of the same nominal value. The shares may also be divided into nominal shares with a lower par value or merged to represent nominal shares with a higher par value, in accordance with the regulations issued by the competent authorities. A share shall be indivisible vis-à-vis the Company. In the event that the share is owned by several people, they must choose one person from amongst them to exercise, on their behalf, the right pertaining to the</p>	<p>Article (10) Issuance of Shares: The Company's shares shall be nominal and indivisible vis-à-vis the Company. If a share is owned by multiple persons, they must appoint one of them to represent them in exercising the rights attached thereto, and such persons shall be jointly liable for the obligations arising from the ownership of the share. The Company may change the nominal value of the shares to be lower or merge it to represent shares with a higher nominal value, in accordance with the regulations set by the competent authority.</p>	Amendment



Before Amendment	After Amendment	Notes
<p>shares. These persons shall be jointly liable for the obligations arising from the ownership of the share.</p>		
<p>Article (12) Increase of Capital: 1) The issued or authorized capital (if any) shall be increased in any of the ways specified by the regulations, whether by issuing new shares in exchange for cash or in-kind shares, or issuing new shares in exchange for the Company's debts of a certain amount that are currently due, or issuing new shares in the amount of the reserve that the Extraordinary General Assembly decides to include in the share capital, or issuing new shares in exchange for debt instruments and financing instruments, and the necessary procedures must be taken in compliance with the terms and conditions</p>	<p>Article (12) Increase of Capital: A. The issued or authorized share capital, if any, shall be increased by any of the methods specified by the regulations, whether through issuing new shares against cash or in-kind shares, or issuing new shares against specific debts owed by the Company that are due and payable, or issuing new shares in the amount of the reserve that the Extraordinary General Assembly decides to include into the share capital, or issuing new shares against debt instruments and financing instruments. The Company shall undertake the required procedures and observe the terms and conditions as stated in the regulations for each case. B. The Extraordinary General Assembly may decide to increase the Company's issued or authorized share capital, if any, provided that the share capital has been paid in full. It is not required that the share capital has been paid in full if the unpaid portion of the share capital is due to shares issued against converting debt instruments or financing instruments into shares and the period set for their conversion has not yet expired. C. In all cases, the Extraordinary General Assembly may allocate the shares issued upon increasing the share capital or part thereof to the employees of the Company and the subsidiaries or some of them, or any of them, and the shareholders may not exercise the preemptive rights when the Company issues the shares allocated to the employees. D. The shareholder who owns the share at the time of the decision of the Extraordinary General Assembly to approve the increase in the share capital has the preemptive right in subscribing to the new shares issued against cash shares, and he shall be informed of his preemptive right through any of the regular publication methods about the decision to increase the share capital and the conditions of the subscription, its method, and its start and end dates. E. A registered shareholder has the right to sell the preemptive rights or assign them to others, whether for consideration or without consideration, in accordance with the rules set by the competent authorities. F. Subject to the provisions of paragraph (e), the new shares shall be allocated to holders of preemptive rights who requested to subscribe in proportion to the preemptive rights they hold out of the total rights resulting from the share capital increase, provided that the number of shares allocated to them does not exceed the number of shares they requested for. The remaining new shares shall be allocated to holders of preemptive rights who have requested more than their share in proportion to their preemptive rights they hold out of the total rights resulting from the share capital increase, provided that the number of shares allocated to them does not exceed the number of shares they requested. Any remaining shares shall be offered to third parties, unless</p>	<p>Amendment</p>



Before Amendment	After Amendment	Notes
<p>as stated in the regulations for each case. To increase the share capital of the issued or authorized company (if any), share capital is required to be paid in full, however, the share capital is not required to be paid in full if the unpaid portion of the share capital belongs to shares issued in exchange for conversion of debt instruments or financing instruments into shares that the deadline for conversion has not yet expired.</p> <p>2) The Extraordinary General Assembly may in all cases allocate shares issued upon increasing capital or a portion thereof for the Company employees and subsidiaries or some of them, or any of such cases., in accordance with the regulations stipulated in the executive</p>	<p>otherwise resolved by the Extraordinary General Assembly or stipulated by the Capital Market Law.</p>	



Before Amendment	After Amendment	Notes
<p>regulations of the Companies Law.</p> <p>Shareholders shall not have preemptive rights to subscribe for said shares issued for the Company employees.</p> <p>3) In all cases, the nominal value of the increasing shares must be equal to the nominal value of the original shares of the same type or class.</p> <p>4) Upon the issuance of the resolution of the Extraordinary General Assembly of raising capital, shareholders shall have preemptive rights to subscribe for the new cash shares. The shareholders shall be notified of the preemptive rights vested in them (if any) by notice through a registered letter to their the address stated in the shareholders' register or modern technology means</p>		



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<p>addressing the capital increase resolution and the conditions and duration of subscription and the dates of commencement and expiration of the same taking into consideration the type and class of share which is owned by the shareholder</p> <p>5) The Extraordinary General Assembly has the authority to suspend the Preemptive right of shareholders to subscribe to a capital increase in exchange for cash shares, or to give priority to non-shareholders in cases where it deems it is appropriate for the Company's interest.</p> <p>6) Shareholders has the right to sell or give up their preemptive rights starting from the issuance of Extraordinary General Assembly resolution of raising capital until the last day specified for subscription for</p>		



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<p>new shares attached to such rights in accordance with the guidelines issued by the Capital Market Authority and the registered shareholder has the options provided in the implementing regulations of the Companies Law.</p> <p>7) Without prejudice to the provisions of paragraph (5) above and taking into account the type and class of owned by the shareholder with preemptive rights, the new shares shall be allotted to the shareholders with preemptive rights who have expressed their desire to subscribe thereto, in proportion to the preemptive rights owned by them of the total preemptive rights resulting from the increase of capital provided that the number of shares allotted to them shall not exceed the number of new shares they have applied for and taking into account the type and class</p>		



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<p>of share held by them. The remaining new shares shall be allotted to the shareholders with preemptive rights who have asked for more than their proportionate share, in proportion to their preemptive rights of the total preemptive rights resulting from the increase of capital, provided that their total allotment does not exceed the number of new shares they have asked for. Any remaining new shares shall be offered for public subscription unless otherwise specified by the Extraordinary General Assembly or Capital Market Law.</p>		
<p>Article (13) Decrease of Capital: 1- The Extraordinary General Assembly may decrease its issued share capital by one of the methods specified by Law if it exceeds the Company's needs or if the Company suffers losses, in which case only capital may be decreased beyond the limit specified by law. Such resolution</p>	<p>Article (13) Decrease of Capital:</p> <ol style="list-style-type: none"> 1- The Extraordinary General Assembly may resolve to reduce the Company's issued share capital by any of the methods prescribed under the applicable regulations if it exceeds the Company's needs or if the Company has incurred losses, provided that the share capital shall not fall below the minimum limit in accordance with the Companies Law. Such resolution shall not be issued unless a statement is read before the General Assembly prepared by the Board of Directors sitting out the reasons for the reduction, the Company's obligations and the impact of the decrease on such obligations and a report from the Company's auditor shall be attached to such statement. 2- If the reduction of share capital is a result of its excess to the Company's needs, the creditors must be invited to express their objections - if any - to the reduction within the period prescribed by the regulations up to the date of the Extraordinary General Assembly convened to decide on the reduction, in accordance 	<p>Amendment</p>



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<p>shall be issued only after a statement has been read out in the General Assembly prepared by the Board of Directors on the reasons calling for such decrease, the obligations of the Company, and the effect of the decrease on such obligations a report from the Company's auditor shall be attached to the statement.</p> <p>2- If the capital decrease is a result of its excess to the Company's need, the creditors must be invited to express their objections, if any, to the reduction within the period specified in the regulations until the date of the Extraordinary General Assembly to issue the decrease resolution in accordance with the applicable laws. If one of the creditors objects and submits his documents to the company on the aforementioned date, the company must pay such creditor debt if it is due or provide the creditor with sufficient guarantee to pay it if it is deferred.</p>	<p>with the regulations. If a creditor objects to the reduction and submits his documents to the Company within the specified period, the Company shall be obliged to settle his debt if it is due or provide him with sufficient guarantee for its settlement if it is deferred. If the reduction of share capital is effected through the purchase of a number of Company's shares for cancellation, shareholders must be invited to offer their shares for sale by means of an announcement through technological means, and if the number of shares offered for sale exceeds the number the Company has resolved to purchase, the sale requests shall be reduced proportionally to such excess.</p>	
<p>Article (14) Management of the company: The Company shall be managed by a Board of Directors composed of six (6) members of natural persons to be</p>	<p>Article (16) Company Management:</p> <p>a) The Company shall be managed by a Board of Directors consisting of six (6) members, who must be natural persons elected by the Ordinary General Assembly of Shareholders for a term not exceeding four (4) years.</p> <p>b) The procedures of the Board of Directors shall be determined as follows: The correct quorum for the meeting shall be the attendance of 50% of the members of the Board of Directors. The</p>	Amendment



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<p>appointed by the General Assembly for a term not exceeding (3) three Gregorian years. They are elected by cumulative vote, and they may always be re-elected.</p>	<p>correct legal quorum for adopting resolutions shall be the approval of 51% of the members. The Board members may authorize proxies to attend the meetings.</p>	
<p>Article (15) Board Membership Expiration: Membership of the Board ends with the expiration of its term, or with the resignation or death of the member, or if terminated by the General Assembly or terminated based on the recommendation of the Board to the General assembly or if the member is convicted of a crime involving dishonor and dishonesty, or if the member is declared bankrupt, or becomes unfit for membership in the Board in accordance with the Board membership criteria or by any law or regulations prevailing in the Kingdom. If requested by shareholder or more, they have the right to ask to dismiss board members and the Board shall include in the general assembly agenda the required data in accordance with the applicable laws. If a member of the Board of Directors resigns and has comments on the Company's performance, such Board member must submit a written statement to the Chairman of the Board of Directors and it will be presented to the members of the Board. In the event of expiration of the term of the Board of Directors, all members shall continue to perform their functions until the</p>	<p>Article (17) Expiry or Termination of Board Membership: The membership of the Board of Directors shall terminate upon the expiration of the Board's term, or the resignation of the member, or his death, or his dismissal by the General Assembly, or its termination by recommendation of the Board to the General Assembly, or if the member is convicted of a crime involving dishonor or breach of trust, or declared bankrupt, or becomes unfit for Board membership in accordance with the conditions of Board of Directors membership or any applicable laws or regulations in the Kingdom. In the event that one or more shareholders entitled to request the dismissal of Board members submit such a request, the Board shall include in the invitation to the General Assembly the necessary information as prescribed by the relevant regulations. If a Board member resigns and has remarks on the Company's performance, he shall submit a written statement to the Chairman of the Board, which shall be presented to the Board members. Upon the expiration of the Board's term, its members shall continue to perform their duties until a new Board of Directors is elected, provided that such continuation shall not exceed the period specified by the applicable laws and regulations, and the Board shall take the necessary measures in this regard before the end of the continuation period. In the event of the retirement of the Chairman and members of the Board of Directors, they must call the General Assembly to convene for the election of a new Board of Directors within the period prescribed by law for the retirement of the Board, and such retirement shall not take effect until the new Board of Directors is elected.</p>	<p>Amendment</p>



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<p>election of a new Board of Directors for new term, the duration of which shall not exceed the period specified in the relevant laws and regulations. The Board of Directors shall take the necessary steps to do so before the expiration of the term.</p> <p>If the Chairman and members of the Board of Directors resigned, they must convene the General Assembly to elect a new Board of Directors within the prescribed period, and the resignation shall take effect only after the election of the new Board of Directors.</p>		
<p>Article (17) Authorities of the Board: Subject to the powers reserved for the General Assembly, the Board shall have the widest powers to manage the business of the Company, draw its policy, determine its investments and supervise its money and business as well as managing its affairs inside and outside the Kingdom. It has, for example, but not limited to, buying and selling, mortgaging the Company's assets, transferring and accepting, receipt, delivery, renting, leasing, receiving payments, paying, opening accounts in all various forms whether debit or investment, credits, withdrawing and depositing with banks and all financial institutions in all various forms, including but not limited to, investment funds, finance companies, financial brokerage, and open</p>	<p>Article (18) Authorities of the Board: Subject to the authorities vested to the General Assembly, the Board of Directors shall have the broadest authority to manage the Company in a manner that achieves its objectives and it shall have the right to:</p> <ul style="list-style-type: none"> ❖ Commercial Registers: <ul style="list-style-type: none"> • Main: <ul style="list-style-type: none"> ✓ Annual confirmation: proxy authorization permitted ✓ Cancellation: proxy authorization permitted • Sub: <ul style="list-style-type: none"> ✓ Issuance: proxy authorization permitted ✓ Annual confirmation: proxy authorization permitted ✓ Cancellation: proxy authorization permitted ❖ Companies in which the Company participates as a partner: <ul style="list-style-type: none"> ✓ Signing company contracts: proxy authorization permitted ✓ Purchase of shares: proxy authorization permitted ✓ Liquidation of the company: proxy authorization permitted ✓ Sale of shares: proxy authorization permitted ✓ Representation of the company in the invested company: proxy authorization permitted ❖ Establishment of companies in the name of the Company: <ul style="list-style-type: none"> • Commercial Registrations: <ul style="list-style-type: none"> ✓ Issuance: proxy authorization permitted ✓ Annual confirmation: proxy authorization permitted ✓ Cancellation: proxy authorization permitted • Registration with the Ministry: proxy authorization permitted • Representation before the Notary Public: proxy authorization permitted • Signing the company's articles of association: proxy authorization permitted • Signing shareholders' resolutions: proxy authorization permitted. ❖ Banking <ul style="list-style-type: none"> • Open accounts: proxy authorization permitted • Open letters of credit: proxy authorization permitted 	<p>Amendment</p>



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<p>investment portfolios, appointing their managers and doing everything related to them, issuing bank guarantees, signing all papers, documents, checks and all banking transactions.</p> <p>Establishing companies in their various forms, canceling them and merging them in a way that does not conflict with the regulations. It also has the right to appoint and dismiss employees and workers, request visas, recruit manpower from outside the Kingdom, contracting them, determine their compensation, obtain residence permits, and transfer and waive sponsorships, establishing and opening branches of the Company, offices or agencies inside or outside the Kingdom of Saudi Arabia, appointing managers for the branches and determining their activities. The Board may, within the limits of its competence, delegate one or more of its members or from third parties to undertake a specific authority.</p> <p>With regard to the sale of the Company's Real Estate, the Board of Directors' resolution and the reasons for its decision to dispose, must include the following conditions, the Board shall determine the reasons and justifications for the sale decision, the sale should be close to the price of the same, the sale shall be present except in the decisions estimated by the Board and with sufficient guarantees, the sale shall not result in the</p>	<ul style="list-style-type: none"> • Deposits: proxy authorization permitted • Withdrawals: proxy authorization permitted • Issue checks: proxy authorization permitted • Update accounts: proxy authorization permitted • Obtain account statements: proxy authorization permitted • Request facilities: proxy authorization permitted • Request guarantees: proxy authorization permitted • Sign loan agreements: proxy authorization permitted • Sign commercial papers: proxy authorization permitted • Sign promissory notes: proxy authorization permitted • Submit any applications or services falling under the jurisdiction of the Communications and Information Technology Commission: proxy authorization permitted • Delegate authority to any person, in accordance with applicable regulations, to submit applications or services under the jurisdiction of the Communications and Information Technology Commission: proxy authorization permitted • Draft commercial papers electronically: proxy authorization permitted • Sign commercial papers electronically: proxy authorization permitted • Draft enforcement contracts electronically: proxy authorization permitted • Sign enforcement contracts electronically: proxy authorization permitted • Sign electronic guarantees and letters of credit: proxy authorization permitted <p>❖ Asset Management:</p> <ul style="list-style-type: none"> • Purchase, sale, and transfer of ownership of assets: <ul style="list-style-type: none"> ✓ Real estate: <ul style="list-style-type: none"> - Purchase: proxy authorization permitted - Sale: proxy authorization permitted - Transfer: proxy authorization permitted ✓ Land: <ul style="list-style-type: none"> - Purchase: proxy authorization permitted - Sale: proxy authorization permitted - Transfer: proxy authorization permitted ✓ Shares: <ul style="list-style-type: none"> - Purchase: proxy authorization permitted - Sale: proxy authorization permitted • Mortgage of assets: <ul style="list-style-type: none"> ✓ Establish mortgage rights: proxy authorization permitted ✓ Release of mortgage: proxy authorization permitted ✓ Receipt of proceeds: proxy authorization permitted <p>❖ Issuance of Commercial Papers:</p> <ul style="list-style-type: none"> • Approval and signing of commercial papers: proxy authorization permitted • Creation of commercial papers: proxy authorization permitted • Cancellation of commercial papers: proxy authorization permitted • Closure of commercial papers: proxy authorization permitted <p>❖ Amendment of articles of associations in which the Company participates as a shareholder:</p> <ul style="list-style-type: none"> • Approval of shareholders' resolutions: <ul style="list-style-type: none"> ✓ Change of legal entity — proxy authorization permitted ✓ Increase or reduction of share capital: proxy authorization permitted ✓ Acceptance of share transfers and purchase of shares: proxy authorization permitted 	



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<p>suspension of some of the Company's activities or burden it with other obligations, the Board must take the necessary statutory approvals regarding the sale of assets with a value exceeding (50%) of its total assets, whether the sale is through one transaction or several transactions and as specified by the applicable laws and regulations.</p> <p>The Board of Directors may also contract loans with government financing funds and institutions, regardless of their duration, and may contract commercial loans. The Board of Directors may request facilities and loans of all kinds from commercial and Islamic banks, regardless of their value or duration, signing guarantees, request the issuance of guarantees, open credits on behalf of the company, and signing contracts and facilities, signing promissory notes, endorsing them, and receiving them, taking into account that the terms of the loan and the guarantees provided in commercial loans do not lead to harm to the company, its shareholders, and general guarantees to creditors.</p> <p>The Board of Directors may sign loans with government financing funds and institutions, regardless of their duration, sign commercial loans. The Board of Directors may request facilities and loans of all kinds from commercial and Islamic banks, regardless of their value or duration, sign</p>	<ul style="list-style-type: none"> ✓ Admission and withdrawal of shareholders: proxy authorization permitted ✓ Signing shareholders' resolutions on mergers: proxy authorization permitted ✓ Amendment of other provisions of the articles of association: proxy authorization permitted • Liquidation of the company: proxy authorization permitted • Conversion of the company into an establishment: proxy authorization permitted ❖ Judiciary: <ul style="list-style-type: none"> • Representation before Sharia courts: <ul style="list-style-type: none"> ✓ Hearing claims and responding thereto: proxy authorization permitted ✓ Settlement: proxy authorization permitted ✓ Acceptance or rejection of arbitration: proxy authorization permitted ✓ Acceptance or rejection of conciliation: proxy authorization permitted ✓ Admission and denial: proxy authorization permitted ✓ Waiver: proxy authorization permitted ✓ Pleading: proxy authorization permitted ✓ Defense: proxy authorization permitted ✓ Claims: proxy authorization permitted ✓ Litigation: proxy authorization permitted • Appointment of arbitrators: proxy authorization permitted • Appointment of lawyers: proxy authorization permitted • Representation before Notary Public: proxy authorization permitted • Use and execution of all electronic services of the Ministry of Justice: proxy authorization permitted • Delegation/authorization of third parties to execute Ministry of Justice electronic services: proxy authorization permitted • (Signing loan agreements, amendments, annexes, and all related document - Signing follow-up agreements - Signing consultancy agreements - Signing before the Notary Public with respect to industrial mortgage of all Company assets - Receiving loans - Waiving loans - Requesting loan exemptions - Repayment of loans - Signing letters of credit agreements): proxy authorization permitted • Signing credit guarantees: proxy authorization permitted • Signing agreements for transfer of obligations and amendment of loan contracts: proxy authorization permitted • Signing agreements for debt arrangements concerning the Company and its shareholders: proxy authorization permitted • Issuance, amendment, and cancellation of waiver declarations: proxy authorization permitted ❖ Services of the National Center for Non-Profit Sector Development: <ul style="list-style-type: none"> • Services of fundraising, disbursement, marketing, and other intermediation services in the non-profit sector: proxy authorization permitted • Volunteering services: proxy authorization permitted • Services of establishing and managing non-profit entities: proxy authorization permitted • Services of providing goods and services to non-profit entities: proxy authorization permitted ❖ Use and execute all services of the Etimad Platform: proxy authorization permitted 	



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<p>guarantees and request the issuance of guarantees, open credits on behalf of the Company, sign contracts and documents for facilities, sign promissory notes and endorsing and receiving it, taking into account that the terms of the loan and the guarantees provided in commercial loans do not lead to harm to the Company, its shareholders, and general guarantees to creditors. The Board may also grant discounts and exemptions to entities or individuals specified by the Board of Directors. The Board of Directors shall, in the cases it deems appropriate, discharge the debtors of the Company from their obligations in accordance with what serves its interest.</p>	<ul style="list-style-type: none"> ❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: proxy authorization permitted ❖ Purchase of the establishment: proxy authorization permitted ❖ Sign all documents at the Chamber of Commerce: proxy authorization permitted ❖ Sale of the establishment: proxy authorization permitted ❖ Follow up with the Registration Department: proxy authorization permitted ❖ Obtain Registrations: proxy authorization permitted ❖ Transfer commercial registrations: proxy authorization permitted ❖ Manage Registrations: proxy authorization permitted ❖ Cancel Registrations: proxy authorization permitted ❖ Supervise Registrations: proxy authorization permitted ❖ Open subscriptions at the Chamber of Commerce: proxy authorization permitted ❖ Register signatures at the Chamber of Commerce: proxy authorization permitted ❖ Cancel signatures at the Chamber of Commerce: proxy authorization permitted ❖ Participate in tenders and receive forms: proxy authorization permitted ❖ Follow up with the General Organization for Social Insurance: proxy authorization permitted ❖ Follow up with the Zakat, Tax and Customs Authority: proxy authorization permitted ❖ Manage the commercial registration: proxy authorization permitted ❖ Cancel the commercial registration: proxy authorization permitted ❖ Follow up with the Civil Defense Authority: proxy authorization permitted ❖ Amend registrations: proxy authorization permitted ❖ Add activity: proxy authorization permitted ❖ Reserve commercial names: proxy authorization permitted ❖ Renew subscriptions at the Chamber of Commerce: proxy authorization permitted ❖ Amend the commercial registration: proxy authorization permitted ❖ Transfer the commercial registration: proxy authorization permitted ❖ Issue replacement commercial registration for lost or damaged ones: proxy authorization permitted ❖ Issue replacement commercial registration for lost or damaged ones: proxy authorization permitted ❖ Register the trademark: proxy authorization permitted ❖ Trademark waiver: proxy authorization permitted ❖ Commercial names waiver: proxy authorization permitted ❖ Issue licenses: proxy authorization permitted ❖ Purchase boats: proxy authorization permitted ❖ Issue replacement fishing permits for lost or damaged ones: proxy authorization permitted ❖ Import boats: proxy authorization permitted ❖ Cancel boat licenses: proxy authorization permitted ❖ Renew licenses: proxy authorization permitted ❖ Amend licenses: proxy authorization permitted ❖ Add activity: proxy authorization permitted ❖ Reserve names: proxy authorization permitted ❖ Cancel licenses: proxy authorization permitted ❖ Renew Chamber of Commerce subscriptions: proxy authorization permitted ❖ Open branches: proxy authorization permitted 	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Follow up with General Organization for Social Insurance: proxy authorization permitted❖ Follow up with Civil Defense Authority: proxy authorization permitted❖ Follow up with Zakat, Tax and Customs Authority: proxy authorization permitted❖ Issue fishing permit: proxy authorization permitted❖ Issue boat license: proxy authorization permitted❖ Renew boat license: proxy authorization permitted❖ Transfer boat license: proxy authorization permitted❖ Sell the boat: proxy authorization permitted❖ Renew fishing permit: proxy authorization permitted❖ Cancel fishing permit: proxy authorization permitted❖ Issue replacement boat licenses for lost or damaged ones: proxy authorization permitted❖ Open branch for license: proxy authorization permitted❖ Transfer license: proxy authorization permitted❖ Incorporate a company: proxy authorization permitted❖ Sign articles of association and amendment annexes: proxy authorization permitted❖ Cancel articles of association and amendment annexes: proxy authorization permitted❖ Sign shareholders' resolutions: proxy authorization permitted❖ Appoint and dismiss managers: proxy authorization permitted❖ Amend company objectives: proxy authorization permitted❖ Liquidate company: proxy authorization permitted❖ Convert company from joint-stock to limited liability: proxy authorization permitted❖ Convert company from limited liability to joint-stock: proxy authorization permitted❖ Convert company from partnership to limited liability: proxy authorization permitted❖ Increase of share capital: proxy authorization permitted❖ Decrease of share capital: proxy authorization permitted❖ Admission and withdrawal of shareholders: proxy authorization permitted❖ Participation in existing companies: proxy authorization permitted❖ Transfer of shares, stocks, and bonds: proxy authorization permitted❖ Determine share capital: proxy authorization permitted❖ Receive surplus allocation: proxy authorization permitted❖ Sale of shares and stocks and receipt of proceeds: proxy authorization permitted❖ Transfer of shares and stocks from share capital: proxy authorization permitted❖ Sale of company branch: proxy authorization permitted❖ Amend nationality of a shareholder in the contract: proxy authorization permitted❖ Acceptance of share, stocks and share capital transfers: proxy authorization permitted❖ Purchase of shares and stocks and payment of consideration: proxy authorization permitted❖ Close bank accounts in the name of the Company: proxy authorization permitted❖ Open bank accounts in the name of the Company: proxy authorization permitted❖ Sign agreements: proxy authorization permitted❖ Register the Company: proxy authorization permitted❖ Register agencies and trademarks: proxy authorization permitted❖ Attend general assemblies: proxy authorization permitted❖ Open Company branches: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Open Company files: proxy authorization permitted❖ Sign articles of association and amendment annexes before the Notary Public: proxy authorization permitted❖ Obtain and renew commercial registrations for the Company: proxy authorization permitted❖ Subscribe to and renew Chamber of Commerce membership: proxy authorization permitted❖ Follow up with the Ministry of Investment and sign before it: proxy authorization permitted❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: proxy authorization permitted❖ Follow up with the Capital Market Authority: proxy authorization permitted❖ Obtain and renew Company licenses: proxy authorization permitted❖ Convert the establishment into a company: proxy authorization permitted❖ Convert Company branch into establishment: proxy authorization permitted❖ Convert Company branch into company: proxy authorization permitted❖ Publish articles of associations, amendments, summaries, and bylaws in the Official Gazette: proxy authorization permitted❖ Follow up with telecommunications companies and establish landlines or mobile lines in the name of the Company: proxy authorization permitted❖ Participate in tenders and receive forms: proxy authorization permitted❖ Sign Company contracts with third parties: proxy authorization permitted❖ Transfer or cancel trademarks: proxy authorization permitted❖ Amend the Company's name: proxy authorization permitted❖ Issue visas: proxy authorization permitted❖ Convert the Company into an establishment: proxy authorization permitted❖ Receive visa compensations: proxy authorization permitted❖ Update workers' data: proxy authorization permitted❖ Open, renew, and cancel primary and subsidiary files: proxy authorization permitted❖ Liquidate and cancel workforce: proxy authorization permitted❖ Report absconding workers: proxy authorization permitted❖ Cancel absconding reports: proxy authorization permitted❖ Transfer sponsorships: proxy authorization permitted❖ Amend professions: proxy authorization permitted❖ Transfer ownership of establishments, liquidate, and cancel them: proxy authorization permitted❖ Follow up with the Department of Recruitment Offices: proxy authorization permitted❖ Follow up with the Labor Computer Department: proxy authorization permitted❖ Issue and renew work permits: proxy authorization permitted❖ Receive Saudization certificates: proxy authorization permitted❖ Issue data printouts: proxy authorization permitted❖ Add and remove Saudi employees: proxy authorization permitted❖ Recruitment: proxy authorization permitted❖ Recruitment: proxy authorization permitted❖ Open file: proxy authorization permitted❖ Activate the Saudi portal: proxy authorization permitted❖ Recruit workers from abroad: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Complete labor procedures with General Organization for Social Insurance: proxy authorization permitted❖ Cancel visas: proxy authorization permitted❖ Refund visa fees: proxy authorization permitted❖ Amend nationalities: proxy authorization permitted❖ Issue family visit visas: proxy authorization permitted❖ Issue family recruitment visas: proxy authorization permitted❖ Follow up with embassy: proxy authorization permitted❖ Extend exit and re-entry visas: proxy authorization permitted❖ Extend visit visas: proxy authorization permitted❖ Issue data printouts: proxy authorization permitted❖ Cancel visas: proxy authorization permitted❖ Refund visa amounts: proxy authorization permitted❖ Amend place of arrival: proxy authorization permitted❖ Issue residence permits (Iqama): proxy authorization permitted❖ Renew residence permits (Iqama): proxy authorization permitted❖ Issue exit and re-entry permits: proxy authorization permitted❖ Issue final exit permits: proxy authorization permitted❖ Transfer sponsorships: proxy authorization permitted❖ Issue replacement residence permits for lost or damaged ones: proxy authorization permitted❖ Complete procedures for deceased workers: proxy authorization permitted❖ Report absconding: proxy authorization permitted❖ Cancel absconding reports: proxy authorization permitted❖ Transfer information and update data: proxy authorization permitted❖ Settlement and waiver of workers: proxy authorization permitted❖ Follow up with Deportation and Expatriates Department: proxy authorization permitted❖ Issue workers' data printouts: proxy authorization permitted❖ Drop workforce records: proxy authorization permitted❖ Manage my commercial activities: proxy authorization permitted❖ Transfer sponsorship of workers to himself: proxy authorization permitted❖ Add newborn: proxy authorization permitted❖ Complete procedures for deceased worker: proxy authorization permitted❖ Manage border affairs: proxy authorization permitted❖ Obtain return certificates: proxy authorization permitted❖ Add dependents: proxy authorization permitted❖ Add children to father's or mother's passport: proxy authorization permitted❖ Separate children from father's or mother's passport: proxy authorization permitted❖ Cancel exit and re-entry visas: proxy authorization permitted❖ Cancel final exit visas: proxy authorization permitted❖ Issue replacement travel visas for lost or damaged ones: proxy authorization permitted❖ Issue extensions of visit visas: proxy authorization permitted❖ Amend professions: proxy authorization permitted❖ Issue Hajj permits: proxy authorization permitted❖ Follow up with domestic workers' affairs: proxy authorization permitted❖ Register in electronic services: proxy authorization permitted❖ Follow up with the Ministry of Agriculture and Agricultural Directorate matters: proxy authorization permitted❖ Follow up with the Notary Public or court for acceptance of transfers: proxy authorization permitted❖ Waive agricultural decisions: proxy authorization permitted❖ Transfer agricultural decisions: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Receive salaries: proxy authorization permitted❖ Receive pensions: proxy authorization permitted❖ Receive end-of-service benefits and vacation compensations: proxy authorization permitted❖ Transfer salaries: proxy authorization permitted❖ Receive bonuses: proxy authorization permitted❖ Issue salary certificates: proxy authorization permitted❖ Receive entitlements: proxy authorization permitted❖ Open accounts in compliance with Sharia regulations: proxy authorization permitted❖ Close and settle accounts: proxy authorization permitted❖ Withdraw from accounts: proxy authorization permitted❖ Issue ATM cards: proxy authorization permitted❖ Issue credit cards compliant with Sharia regulations: proxy authorization permitted❖ Receive and cash remittances: proxy authorization permitted❖ Disburse cheques: proxy authorization permitted❖ Issue certified cheques: proxy authorization permitted❖ Issue cheque books: proxy authorization permitted❖ Issue account statements: proxy authorization permitted❖ Transfer from accounts: proxy authorization permitted❖ Request bank loans compliant with Sharia regulations: proxy authorization permitted❖ Deposit into accounts: proxy authorization permitted❖ Renew subscriptions in safety deposit funds: proxy authorization permitted❖ Open safety deposit funds: proxy authorization permitted❖ Subscribe to safety deposit funds: proxy authorization permitted❖ Request loan exemptions: proxy authorization permitted❖ Object to cheques: proxy authorization permitted❖ Update data: proxy authorization permitted❖ Activate accounts: proxy authorization permitted❖ Receive cheques: proxy authorization permitted❖ Redeem units of safety deposit funds: proxy authorization permitted❖ Follow up: proxy authorization permitted❖ Reschedule installments: proxy authorization permitted❖ Request point of sale: proxy authorization permitted❖ Request bank accreditation: proxy authorization permitted❖ Request bank guarantee: proxy authorization permitted❖ Subscribe to joint-stock companies: proxy authorization permitted❖ Receive contribution certificates: proxy authorization permitted❖ Purchase Sharia-compliant shares: proxy authorization permitted❖ Sell Sharia-compliant shares: proxy authorization permitted❖ Receive share value: proxy authorization permitted❖ Receive dividends: proxy authorization permitted❖ Receive surplus: proxy authorization permitted❖ Open investment portfolios under Sharia regulations and issue, amend, or cancel orders: proxy authorization permitted❖ Subscription: proxy authorization permitted❖ Purchase shares: proxy authorization permitted❖ Sell shares: proxy authorization permitted❖ Redeem investment fund units: proxy authorization permitted❖ Transfer shares from portfolios: proxy authorization permitted❖ Subscribe to Sharia-compliant investment fund units: proxy authorization permitted❖ Manage investment portfolios: proxy authorization permitted❖ Issue debt certificates: proxy authorization permitted❖ Liquidate investment portfolios: proxy authorization permitted❖ Open shop: proxy authorization permitted❖ Issue health cards: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Convert agricultural lands into residential: proxy authorization permitted❖ Follow up with the General Department of Urban Planning: proxy authorization permitted❖ Open shops: proxy authorization permitted❖ Issue licenses: proxy authorization permitted❖ Renew licenses: proxy authorization permitted❖ Cancel licenses: proxy authorization permitted❖ Transfer licenses: proxy authorization permitted❖ Issue building and renovation permits: proxy authorization permitted❖ Plan lands: proxy authorization permitted❖ Issue certificates of building completion: proxy authorization permitted❖ Issue fencing permits: proxy authorization permitted❖ Issue demolition permits: proxy authorization permitted❖ Sign lease contract: proxy authorization permitted❖ Waive contract: proxy authorization permitted❖ Prepare plans for owned lands: proxy authorization permitted❖ Follow up with municipal authority: proxy authorization permitted❖ Convert agricultural lands into residential: proxy authorization permitted❖ Supervise construction: proxy authorization permitted❖ Sign contracts with construction companies and contractors: proxy authorization permitted❖ Participate in tenders and receive forms: proxy authorization permitted❖ Sell and transfer ownership to buyer: proxy authorization permitted❖ Purchase, accept transfers, and pay prices: proxy authorization permitted❖ Receive title deeds: proxy authorization permitted❖ Lease properties: proxy authorization permitted❖ Receive rental payments: proxy authorization permitted❖ Sign rental contracts: proxy authorization permitted❖ Renew rental contracts: proxy authorization permitted❖ Cancel and terminate rental contracts: proxy authorization permitted❖ Mortgage: proxy authorization permitted❖ Release mortgages: proxy authorization permitted❖ Subdivide and partition lands: proxy authorization permitted❖ Amend boundaries, dimensions, areas, plot numbers, plans, deeds, dates, and neighborhood names: proxy authorization permitted❖ Sell: proxy authorization permitted❖ Accept mortgages: proxy authorization permitted❖ Update deeds and enter them into the unified system: proxy authorization permitted❖ Sell shares of ownership: proxy authorization permitted❖ Purchase: proxy authorization permitted❖ Purchase shares of ownership: proxy authorization permitted❖ Lease: proxy authorization permitted❖ Amend owner's name and civil registry number: proxy authorization permitted❖ Gift and transfer of ownership: proxy authorization permitted❖ Accept gift and transfer of ownership: proxy authorization permitted❖ Waive deficiencies in land area: proxy authorization permitted❖ Merge title deeds: proxy authorization permitted❖ Accept waiver and transfer of ownership: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none"> ❖ Issue replacement sets of lost title deeds and related data: proxy authorization permitted ❖ Issue replacement sets of damaged title deeds and related data: proxy authorization permitted ❖ Sell and transfer ownership to heirs: proxy authorization permitted ❖ Waive shares of ownership from: proxy authorization permitted ❖ Certify constructed buildings: proxy authorization permitted ❖ Issue replacement damaged title deed: proxy authorization permitted ❖ For properties located in specified areas: proxy authorization permitted ❖ Convert agricultural land into residential or industrial: proxy authorization permitted ❖ Participate in real estate contributions: proxy authorization permitted ❖ Purchase shares in real estate contributions: proxy authorization permitted ❖ Sell shares in real estate contributions: proxy authorization permitted ❖ Waive leased land: proxy authorization permitted ❖ Update title deeds and enter them into the unified system: proxy authorization permitted ❖ Issue replacement lost title deed: proxy authorization permitted ❖ Convert agricultural lands into residential: proxy authorization permitted ❖ Construct on land: proxy authorization permitted ❖ Lease land: proxy authorization permitted ❖ Change the Company's legal entity: proxy authorization permitted ❖ Convert the Company from a limited partnership into a limited liability company: proxy authorization permitted ❖ Divide shares among heirs and transfer them to their portfolios: proxy authorization permitted <p>The Board of Directors must obtain the approval of the General Assembly when disposing of assets whose value exceeds fifty percent (50%) of the total value of the Company's assets, whether such disposal is made through a single transaction or multiple transactions. In such case, the transaction that results in exceeding the fifty percent (50%) threshold shall be deemed the transaction requiring the approval of the General Assembly. This percentage shall be calculated from the date of the first transaction completed within the preceding twelve (12) months. Within the scope of its authority, the Board of Directors may delegate one or more of its members, or third parties, to carry out specific acts or tasks.</p>	
<p>Article (18) Remuneration of Board Members: The remuneration of the Board of Directors consists of a certain amount or meetings attendance allowance or expenses allowance or in kind benefits, a certain percentage of net profits or others in accordance with the relevant applicable and in accordance with the remuneration policy approved by the</p>	<p>Article (19) Board Members' Remuneration:</p> <ol style="list-style-type: none"> 1. The Board of Directors' remuneration shall consist of a fixed amount, an attendance allowance for meetings, in-kind benefits or a percentage of the net profits, provided that the termination of such remuneration complies with the Companies' law and its implementing regulations. 2. The report of the Board of Directors to the Ordinary General Assembly at its annual meeting shall include a comprehensive statement of all amounts received or entitled to be received by each member of the Board of Directors during the fiscal year including remuneration, attendance allowance for meetings, expense allowance, and other benefits. The report shall also include a statement of amounts received by Board members in their capacity as employees or administrators, or amounts received for technical, administrative, or consultancy work. In addition, the report shall contain a statement of the number of 	Amendment



Before Amendment	After Amendment	Notes
<p>Company. Two or more of these benefits may be combined, and the details of the remuneration policy shall be disclosed in the annual report of the Board of Directors in accordance with the applicable regulations.</p>	<p>Board meetings and the number of meetings attended by each member.</p>	
<p>Article (19) Powers of the Chairman, Vice-Chairman, Managing Director, CEO and secretary: At its first meeting at the beginning of each new board tenure, the Board of Directors shall appoints a Chairman and Vice-Chairman from among its members as required by the regulations. It may appoint a managing director from among its members, and the Managing Director shall enjoy the powers determined for him by the Board of Directors from time to time. It is not permissible to combine the position of Chairman of the Board of Directors with any executive position in the Company, including the position of Managing Director or CEO. The Vice Chairman of the Board of Directors shall replace the Chairman of the Board of Directors in his absence. The Chairman shall have the authority to call the Board of Directors to meet and chair the Board meetings and the meetings of the General Assembly of Shareholders. The vote of the person who chairs the Board meetings shall have a casting vote in the event of equal votes in the Board of Directors' resolutions. The duties and powers of the</p>	<p>Article (20) Powers of the Chairman, Vice-Chairman, Managing Director and Secretary: The Board of Directors, at its first meeting, shall appoint from among its members a Chairman of the Board, and may appoint a Managing Director from among its members. The Board of Directors shall appoint a Vice Chairman from among its members at its first meeting. 1- The Board of Directors shall appoint a Chief Executive Officer from among its members or others. The Chairman of the Board shall be responsible for:</p> <ul style="list-style-type: none"> ❖ Commercial Registers: <ul style="list-style-type: none"> • Main: <ul style="list-style-type: none"> ✓ Annual confirmation: exercised individually/ proxy authorization permitted ✓ Cancellation: exercised individually/ proxy authorization permitted • Sub: <ul style="list-style-type: none"> ✓ Issuance: exercised individually/ proxy authorization permitted ✓ Annual confirmation: exercised individually/ proxy authorization permitted ✓ Cancellation: exercised individually/ proxy authorization permitted ❖ Companies in which the Company participates as a partner: <ul style="list-style-type: none"> ✓ Signing articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors ✓ Purchase of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Liquidation of the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Sale of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Representation of the Company in the invested company: exercised individually/ proxy authorization permitted ❖ Incorporation of companies in the name of the Company: <ul style="list-style-type: none"> • Commercial Registrations: <ul style="list-style-type: none"> ✓ Issuance: exercised individually/ proxy authorization permitted ✓ Annual confirmation: exercised individually/ proxy authorization permitted ✓ Cancellation: exercised individually/ proxy authorization permitted • Registration with the Ministry: exercised individually/ proxy authorization permitted • Representation before the Notary Public: exercised individually/ proxy authorization permitted 	<p>Amendment</p>



Before Amendment	After Amendment	Notes
<p>Chairman of the Council are as follows: The Chairman of the Board of Directors has the broadest powers in managing the company and managing its affairs inside and outside the Kingdom of Saudi Arabia. The Chairman has, but is not limited to, representing the Company in its relations with others, with governmental and private bodies, and before the judiciary and completing what is necessary to attend sessions in all lawsuits and appear before the Sharia courts, judicial bodies, the Board of Grievances, the Notary Public, and before all government bodies, commissions and departments, subcommittees, judicial and quasi-judicial bodies, arbitration panels, labor and workers' offices, primary and higher committees, commercial papers committees, financial dispute resolution committees, and dispute settlement committees. Banking, commercial dispute resolution committees, the General Secretariat of the zakat, tax, and customs committees, commercial fraud committees, the Control and Anti-Corruption Authority, and all other bodies, police, civil defense, and chambers of commerce and industry, private bodies, companies, and institutions of all kinds, entering into tenders, receiving and paying, and receiving rights from others. Acknowledgment, claim, defense, pleading, settlement, dispute, hearing claims and</p>	<ul style="list-style-type: none"> • Signing the company's articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Signing shareholders' resolutions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Banking <ul style="list-style-type: none"> • Open accounts: exercised individually/ proxy authorization permitted • Open letters of credit: exercised individually/ proxy authorization permitted • Deposits: exercised individually/ proxy authorization permitted • Withdrawals: exercised individually/ proxy authorization permitted • Issue cheques: exercised individually/ proxy authorization permitted • Update accounts: exercised individually/ proxy authorization permitted • Issue account statements: exercised individually/ proxy authorization permitted • Request facilities: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Request guarantees: exercised individually/ proxy authorization permitted. • Sign loan agreements: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Sign commercial papers: exercised individually/ proxy authorization permitted • Sign promissory notes: exercised individually/ proxy authorization permitted • Submit any applications or services falling under the jurisdiction of the Communications and Information Technology Commission: exercised individually/ proxy authorization permitted • Delegate authority to any person, in accordance with applicable regulations, to submit applications or services under the jurisdiction of the Communications and Information Technology Commission: exercised individually/ proxy authorization permitted • Draft commercial papers electronically: exercised individually/ proxy authorization permitted • Sign commercial papers electronically: exercised individually/ proxy authorization permitted • Draft enforcement contracts electronically: exercised individually/ proxy authorization permitted • Sign enforcement contracts electronically: exercised individually/ proxy authorization permitted • Sign electronic guarantees and letters of credit: exercised individually/ proxy authorization permitted ❖ Asset Management: <ul style="list-style-type: none"> • Purchase, sale, and transfer of ownership of assets: <ul style="list-style-type: none"> ✓ Real estate: <ul style="list-style-type: none"> - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. 	



Before Amendment	After Amendment	Notes
<p>responding to them, reconciliation, waiver, denial, requesting an oath, rejecting it, abstaining from it, bringing witnesses and statements, appealing them, pre-emption, accepting rulings, objecting, answering, challenging, amending, challenging forgery, denying writings, seals, and signatures, and requesting a travel ban and lifting it and request the application of Article 230 of the Shari'a Procedures law, the request for appeal, the request for reconsideration, the request for rehabilitation, the request for pre-emption, the request for seizure, the execution of judgments and opposition to them, the receipt of what is achieved from the implementation, the receipt of instruments and judgments, the request for the recusal of judges, the request for admission and intervention in lawsuits, the extraction of arguments for judgment, and the request amending title deeds and their lengths, and he has the right to sign all types of contracts, instruments and documents, whether manual or through an intermediary or electronic networks, including but not limited to the incorporation articles of association of companies in which the Company participates or contributes, their amendments, and all decisions of the shareholders in those companies, including decisions related to raising and decreasing capital, assigning and</p>	<ul style="list-style-type: none"> - Transfer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Land: <ul style="list-style-type: none"> - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. - Transfer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Shares: <ul style="list-style-type: none"> - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Mortgage of assets: <ul style="list-style-type: none"> ✓ Establish mortgage rights: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Release of mortgage: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Receipt of proceeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Commercial Papers: <ul style="list-style-type: none"> • Approval and signing of commercial papers: exercised individually/ proxy authorization permitted • Creation of commercial papers: exercised individually/ proxy authorization permitted • Cancellation of commercial papers: exercised individually/ proxy authorization permitted • Closure of commercial papers: exercised individually/ proxy authorization permitted ❖ Amendment of articles of association of companies in which the Company participates as a shareholder: <ul style="list-style-type: none"> • Approval of shareholders' resolutions: <ul style="list-style-type: none"> ✓ Change of legal entity: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Increase or Decrease ✓ ✓ ✓ of share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Acceptance of share transfers and purchase of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Admission and withdrawal of shareholders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ✓ Signing shareholders' resolutions on mergers: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. 	



Before Amendment	After Amendment	Notes
<p>purchasing shares, signing and notarizing contracts before the companies' administration in the Ministry of Commerce and the Notary Public, making amendments, changes, additions and deletions, extracting and renewing commercial registrations, receiving and cancelling them, changing the names of companies, signing agreements, instruments and disclosures in front of Notaries and official bodies, as well as loan agreements, warranties and guarantees after the approval of the Board of Directors, waiving priority in paying the Company's debts, issuing legal powers of attorney on behalf of the Company, following up on transactions, collecting the Company's rights and paying its obligations, or selling or buying shares or stocks in companies, or entering of a partner or merging it or amending its purposes or type or amending the structure or number of members of its board of directors and amending the management clause and other contracts, instruments and releases before the Notary Public and before the official authorities and requesting the issuance of licenses of any type, renewing them and making amendments to them such as deleting, adding, changing or cancellation, buying, selling, transferring and accepting it, receiving the price in any form he sees fit, receiving, delivering, renting, leasing, receiving, paying, opening accounts in their various forms, whether</p>	<ul style="list-style-type: none"> ✓ Amendment of other provisions of the articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Liquidation of the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Conversion of the company into an establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Judiciary: <ul style="list-style-type: none"> • Representation before Sharia courts: <ul style="list-style-type: none"> ✓ Hearing claims and responding thereto: exercised individually/ proxy authorization permitted ✓ Settlement: exercised individually/ proxy authorization permitted ✓ Acceptance or rejection of arbitration: exercised individually/ proxy authorization permitted ✓ Acceptance or rejection of conciliation: exercised individually/ proxy authorization permitted ✓ Admission and denial: exercised individually/ proxy authorization permitted ✓ Waiver: exercised individually/ proxy authorization permitted ✓ Pleading: exercised individually/ proxy authorization permitted ✓ Defense: exercised individually/ proxy authorization permitted ✓ Claims: exercised individually/ proxy authorization permitted ✓ Litigation: exercised individually/ proxy authorization permitted • Appointment of arbitrators: exercised individually/ proxy authorization permitted • Appointment of lawyers: exercised individually/ proxy authorization permitted • Representation before Notary Public: exercised individually/ proxy authorization permitted • Use and execution of all electronic services of the Ministry of Justice: exercised individually/ proxy authorization permitted • Delegation/authorization of third parties to execute Ministry of Justice electronic services: exercised individually/ proxy authorization permitted • (Signing loan agreements, amendments, annexes, and all related documents, Signing follow-up agreements, Signing consultancy agreements, Signing before the Notary Public with respect to industrial mortgage of all company assets, Receiving loans, Waiving loans, Requesting loan exemptions, Repayment of loans, Signing letters of credit agreements): exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Signing credit guarantees: exercised individually/ proxy authorization permitted • Signing agreements for transfer of obligations and amendment of loan contracts: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. • Signing agreements for debt arrangements concerning the Company and its shareholders: exercised individually/ proxy authorization permitted 	



Before Amendment	After Amendment	Notes
<p>debit or investment, opening credits, withdrawal, depositing with banks, issuing bank guarantees, signing all papers, checks, documents, and all banking transactions, and investing the Company's funds to achieve its purposes for the domestic and foreign market.</p> <p>The Chairman also has the right to appoint and dismiss workers, request visas, bring in labor from outside the Kingdom of Saudi Arabia, contract with them, determine their salaries, obtain residence permits, transfer and waive sponsorships, establish and open branches of the Company, offices or agencies inside or outside the Kingdom of Saudi Arabia, appoint managers of the branches, and determine their activities. The Chairman also has the right to register businesses, names, agencies, and trademarks, and to request renewal of agencies and trademarks. The Chairman has the right to appoint agents, lawyers, and auditors, for the Company, appoint Company representatives and managers in subsidiaries and companies that the Company invested in, and attend general assemblies of companies in which the Company participates or contributes. In addition, either the Chairman of the Board of Directors or the Vice Chairman has the right to delegate - by written resolution - one or more of its members, or any of the Company's</p>	<ul style="list-style-type: none"> • Issuance, amendment, and cancellation of waiver declarations: exercised individually/ proxy authorization permitted ❖ Services of the National Center for Non-Profit Sector Development: <ul style="list-style-type: none"> • Services of fundraising, disbursement, marketing, and other intermediation services in the non-profit sector: exercised individually/ proxy authorization permitted • Volunteering services: exercised individually/ proxy authorization permitted • Services of establishing and managing non-profit entities: exercised individually/ proxy authorization permitted • Services of providing goods and services to non-profit entities: exercised individually/ proxy authorization permitted ❖ Use and execute all services of the Etimad Platform: exercised individually/ proxy authorization permitted ❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: exercised individually/ proxy authorization permitted ❖ Purchase the establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Sign all documents at the Chamber of Commerce: exercised individually/ proxy authorization permitted ❖ Sell the establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Follow up with the Registration Department: exercised individually/ proxy authorization permitted ❖ Issue Registrations: exercised individually/ proxy authorization permitted ❖ Transfer commercial registrations: exercised individually/ proxy authorization permitted ❖ Manage Registrations: exercised individually/ proxy authorization permitted ❖ Cancel Registrations: exercised individually/ proxy authorization permitted ❖ Supervise Registrations: exercised individually/ proxy authorization permitted ❖ Open subscriptions at the Chamber of Commerce: exercised individually/ proxy authorization permitted ❖ Register signatures at the Chamber of Commerce: exercised individually/ proxy authorization permitted ❖ Cancel signatures at the Chamber of Commerce: exercised individually/ proxy authorization permitted ❖ Participate in tenders and receive forms: proxy authorization permitted ❖ Follow up with the General Organization for Social Insurance: exercised individually/ proxy authorization permitted ❖ Follow up with the Zakat, Tax and Customs Authority: exercised individually/ proxy authorization permitted ❖ Manage the commercial registration: exercised individually/ proxy authorization permitted ❖ Cancel the commercial registration: exercised individually/ proxy authorization permitted ❖ Follow up with the Civil Defense Authority: exercised individually/ proxy authorization permitted ❖ Amend registrations: exercised individually/ proxy authorization permitted ❖ Add activity: exercised individually/ proxy authorization permitted ❖ Reserve commercial name: exercised individually/ proxy authorization permitted 	



Before Amendment	After Amendment	Notes
<p>employees, or any third party, with any of their powers, to undertake a specific work(s), and to give them the authority to delegate others.</p> <p>The Company's CEO is responsible for all the Company's affairs, representing it in all matters related to its business, and managing and directing the Company's activities in accordance with the powers assigned to him by the Board of Directors. He is also responsible for informing the Board of all the Company's ongoing material activities.</p> <p>The Board of Directors determines, at its discretion, the special remuneration that each of the Chairman of the Board and the Managing Director receives, in addition to the remuneration stipulated for members of the Board of Directors in accordance with the law. The Board of Directors appoints a secretary from among its members or from others, and determines his remuneration. The Secretary General of the Board is assigned the powers stated in the regulations issued by the competent authority, The Board also determines any other powers assigned to him.</p> <p>The term of the Chairman of the Board, the Vice Chairman, the Managing Director, and the Secretary, member of the Board of Directors, shall not exceed the term of each of them in the Board. They may be re-elected and the General Assembly may at any time remove them or any of them in accordance with the implementing</p>	<ul style="list-style-type: none"> ❖ Renew subscription at the Chamber of Commerce: exercised individually/ proxy authorization permitted ❖ Amend the commercial registration: exercised individually/ proxy authorization permitted ❖ Transfer the commercial registration: exercised individually/ proxy authorization permitted ❖ Issue replacement commercial registration for lost or damaged ones: exercised individually/ proxy authorization permitted ❖ Issue replacement commercial registration for lost or damaged ones: exercised individually/ proxy authorization permitted ❖ Register trademark: exercised individually/ proxy authorization permitted ❖ Transfer trademark: exercised individually/ proxy authorization permitted ❖ Assign commercial name: exercised individually/ proxy authorization permitted ❖ Issue licenses: exercised individually/ proxy authorization permitted ❖ Purchase boats: exercised individually/ proxy authorization permitted ❖ Issue replacement fishing permits for lost or damaged ones: exercised individually/ proxy authorization permitted ❖ Import boats: exercised individually/ proxy authorization permitted ❖ Cancel boat licenses: exercised individually/ proxy authorization permitted ❖ Renew licenses: exercised individually/ proxy authorization permitted ❖ Amend licenses: exercised individually/ proxy authorization permitted ❖ Add activity: exercised individually/ proxy authorization permitted ❖ Reserve names: exercised individually/ proxy authorization permitted ❖ Cancel licenses: exercised individually/ proxy authorization permitted ❖ Renew Chamber of Commerce subscription: exercised individually/ proxy authorization permitted ❖ Open branches: exercised individually/ proxy authorization permitted ❖ Follow up with General Organization for Social Insurance: exercised individually/ proxy authorization permitted ❖ Follow up with Civil Defense Authority: exercised individually/ proxy authorization permitted ❖ Follow up with Zakat, Tax and Customs Authority: exercised individually/ proxy authorization permitted ❖ Issue fishing permit: exercised individually/ proxy authorization permitted ❖ Issue boat license: exercised individually/ proxy authorization permitted ❖ Renew boat license: exercised individually/ proxy authorization permitted ❖ Transfer boat license: exercised individually/ proxy authorization permitted ❖ Sell boat: exercised individually/ proxy authorization permitted ❖ Renew fishing permit: exercised individually/ proxy authorization permitted ❖ Cancel fishing permit: exercised individually/ proxy authorization permitted ❖ Issue replacement boat license for lost or damaged ones: exercised individually/ proxy authorization permitted ❖ Open branch for licenses: exercised individually/ proxy authorization permitted 	



Before Amendment	After Amendment	Notes
<p>regulations of the Companies' Law for Listed Joint Stock companies.</p>	<ul style="list-style-type: none"> ❖ Transfer licenses: exercised individually/ proxy authorization permitted ❖ Incorporate companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Sign articles of association and amendment annexes: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors ❖ Cancel articles of association and amendment annexes: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Sign shareholders' resolutions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Appoint and dismiss managers: exercised individually/ proxy authorization permitted ❖ Amend company objectives: exercised individually/ proxy authorization permitted ❖ Liquidate the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors ❖ Convert company from joint-stock to limited liability: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Convert company from limited liability to joint-stock: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Convert company from partnership to limited liability: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Increase share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Decrease share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Admission and withdrawal of shareholders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Participation in existing companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Transfer of shares, stocks, and bonds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Determine share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Receive surplus allocation: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Sale of shares and stocks and receipt of proceeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Transfer of shares and stocks from share capital: exercised individually/ proxy authorization permitted ❖ Sale of company branches: exercised individually/ proxy authorization permitted ❖ Amend nationality of a shareholder in the articles of association: exercised individually/ proxy authorization permitted ❖ Acceptance of share, stock and share capital transfers: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Purchase of shares and stocks and payment of consideration: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Close bank accounts in the name of the Company: exercised individually/ proxy authorization permitted 	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Open bank accounts in the name of the Company: exercised individually/ proxy authorization permitted❖ Sign agreements: exercised individually/ proxy authorization permitted❖ Register the Company: exercised individually/ proxy authorization permitted❖ Register agencies and trademarks: exercised individually/ proxy authorization permitted❖ Attend general assemblies: exercised individually/ proxy authorization permitted❖ Open Company branches: exercised individually/ proxy authorization permitted❖ Open Company files: exercised individually/ proxy authorization permitted❖ Sign articles of association and amendment annexes before the Notary Public: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Issue and renew commercial registrations for the Company: exercised individually/ proxy authorization permitted❖ Subscribe to and renew Chamber of Commerce membership: exercised individually/ proxy authorization permitted❖ Follow up with the Ministry of Investment and sign before it: exercised individually/ proxy authorization permitted❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: exercised individually/ proxy authorization permitted❖ Follow up with the Capital Market Authority: exercised individually/ proxy authorization permitted❖ Issue and renew Company licenses: exercised individually/ proxy authorization permitted❖ Convert the establishment into a company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Convert company branch into establishment: proxy authorization permitted: by resolution of the Board of Directors.❖ Convert company branch into compan: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Publish articles of association, amendments, summaries, and bylaws in the Official Gazette: exercised individually/ proxy authorization permitted❖ Follow up with telecommunications companies and establish land lines or mobile lines in the name of the Company: exercised individually/ proxy authorization permitted❖ Participate in tenders and receive forms: exercised individually/ proxy authorization permitted❖ Sign Company contracts with third parties: exercised individually/ proxy authorization permitted❖ Transfer or cancel trademarks: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Amend the company's name: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Issue visas: exercised individually/ proxy authorization permitted❖ Convert the company into an establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Receive visa compensations: exercised individually/ proxy authorization permitted❖ Update workers' data: exercised individually/ proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Open, renew, and cancel primary and subsidiary files: proxy authorization permitted❖ Liquidate and cancel workforce: exercised individually/ proxy authorization permitted❖ Report absconding workers: exercised individually/ proxy authorization permitted❖ Cancel absconding reports: exercised individually/ proxy authorization permitted❖ Transfer sponsorships: exercised individually/ proxy authorization permitted❖ Amend professions: exercised individually/ proxy authorization permitted❖ Transfer ownership of establishments, liquidate, and cancel them: exercised individually/ proxy authorization permitted❖ Follow up with the Department of Recruitment Offices: exercised individually/ proxy authorization permitted❖ Follow up with the Labor Computer Department: exercised individually/ proxy authorization permitted❖ Issue and renew work permits: exercised individually/ proxy authorization permitted❖ Receive Saudization certificates: exercised individually/ proxy authorization permitted❖ Issue data printouts: exercised individually/ proxy authorization permitted❖ Add and remove Saudi employees: exercised individually/ proxy authorization permitted❖ Recruitment: exercised individually/ proxy authorization permitted❖ Recruitment: exercised individually/ proxy authorization permitted❖ Open file: proxy authorization permitted❖ Activate the Saudi portal: exercised individually/ proxy authorization permitted❖ Recruit workers from abroad: exercised individually/ proxy authorization permitted❖ Complete labor procedures with General Organization for Social Insurance: exercised individually/ proxy authorization permitted❖ Cancel visas: exercised individually/ proxy authorization permitted❖ Refund visa fees: exercised individually/ proxy authorization permitted❖ Amend nationalities: exercised individually/ proxy authorization permitted❖ Issue family visit visas: exercised individually/ proxy authorization permitted❖ Issue family recruitment visas: exercised individually/ proxy authorization permitted❖ Follow up with embassy: proxy authorization permitted❖ Extend exit and re-entry visas: exercised individually/ proxy authorization permitted❖ Extend visit visas: exercised individually/ proxy authorization permitted❖ Issue data printouts: exercised individually/ proxy authorization permitted❖ Cancel visas: exercised individually/ proxy authorization permitted❖ Refund visa amounts: exercised individually/ proxy authorization permitted❖ Amend place of arrival: exercised individually/ proxy authorization permitted❖ Issue residence permits (Iqama): exercised individually/ proxy authorization permitted❖ Renew residence permits (Iqama): exercised individually/ proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Issue exit and re-entry permits exercised individually/ proxy authorization permitted❖ Issue final exit permits: exercised individually/ proxy authorization permitted❖ Transfer sponsorships: exercised individually/ proxy authorization permitted❖ Issue replacement residence permits for lost or damaged ones: exercised individually/ proxy authorization permitted❖ Complete procedures for deceased workers: exercised individually/ proxy authorization permitted❖ Report absconding: exercised individually/ proxy authorization permitted❖ Cancel absconding reports: exercised individually/ proxy authorization permitted❖ Transfer information and update data: exercised individually/ proxy authorization permitted❖ Settlement and waiver of workers: exercised individually/ proxy authorization permitted❖ Follow up with Deportation and Expatriates Department: proxy authorization permitted❖ Issue workers' data printouts: exercised individually/ proxy authorization permitted❖ Drop workforce records: exercised individually/ proxy authorization permitted❖ Manage my commercial activities: exercised individually/ proxy authorization permitted❖ Transfer sponsorship of workers to himself: exercised individually/ proxy authorization permitted❖ Add newborn: exercised individually/ proxy authorization permitted❖ Complete procedures for deceased worker: exercised individually/ proxy authorization permitted❖ Manage border affairs: exercised individually/ proxy authorization permitted❖ Issue return certificates: exercised individually/ proxy authorization permitted❖ Add dependents: exercised individually/ proxy authorization permitted❖ Add children to father's or mother's passport: exercised individually/ proxy authorization permitted❖ Separate children from father's or mother's passport: exercised individually/ proxy authorization permitted❖ Cancel exit and re-entry visas: exercised individually/ proxy authorization permitted❖ Cancel final exit visas: exercised individually/ proxy authorization permitted❖ Issue replacement travel visas for lost or damaged ones: exercised individually/ proxy authorization permitted❖ Issue extensions of visit visas: exercised individually/ proxy authorization permitted❖ Amend professions: exercised individually/ proxy authorization permitted❖ Issue Hajj permits: exercised individually/ proxy authorization permitted❖ Follow up with domestic workers' affairs: exercised individually/ proxy authorization permitted❖ Register in electronic services: exercised individually/ proxy authorization permitted❖ Follow up with the Ministry of Agriculture and Agricultural Directorate matters: proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Follow up with the Notary Public or court for acceptance of transfers: exercised individually/ proxy authorization permitted❖ Waive agricultural decisions: exercised individually/ proxy authorization permitted❖ Transfer agricultural decisions: exercised individually/ proxy authorization permitted❖ Receive salaries: proxy authorization permitted❖ Receive pensions: exercised individually/ proxy authorization permitted❖ Receive end-of-service benefits and vacation compensations: exercised individually/ proxy authorization permitted❖ Transfer salaries: exercised individually/ proxy authorization permitted❖ Receive bonuses: exercised individually/ proxy authorization permitted❖ Issue salary certificates: exercised individually/ proxy authorization permitted❖ Receive entitlements: exercised individually/ proxy authorization permitted❖ Open accounts in compliance with Sharia regulations: proxy authorization permitted❖ Close and settle accounts: exercised individually/ proxy authorization permitted❖ Withdraw from accounts: exercised individually/ proxy authorization permitted❖ Issue ATM cards: exercised individually/ proxy authorization permitted❖ Issue credit cards compliant with Sharia regulations: exercised individually/ proxy authorization permitted❖ Receive and cash remittances: exercised individually/ proxy authorization permitted❖ Disburse cheques: exercised individually/ proxy authorization permitted❖ Issue certified cheques: exercised individually/ proxy authorization permitted❖ Obtain checkbooks: exercised individually/ proxy authorization permitted❖ Obtain account statements: exercised individually/ proxy authorization permitted❖ Transfer from accounts: exercised individually/ proxy authorization permitted❖ Request bank loans compliant with Sharia regulations: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Deposit into accounts: exercised individually/ proxy authorization permitted❖ Renew subscriptions in safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Open safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Subscribe to safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Request loan exemptions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Object to cheques: exercised individually/ proxy authorization permitted❖ Update data: exercised individually/ proxy authorization permitted❖ Activate accounts: exercised individually/ proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Receive cheques: exercised individually/ proxy authorization permitted❖ Redeem units of safety deposit funds: exercised individually/ proxy authorization permitted❖ Follow up: exercised individually/ proxy authorization permitted❖ Reschedule installments: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Request point of sale: exercised individually/ proxy authorization permitted❖ Request bank accreditation: exercised individually/ proxy authorization permitted❖ Request bank guarantee: exercised individually/ proxy authorization permitted❖ Subscribe to joint-stock companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Receive contribution certificates: exercised individually/ proxy authorization permitted❖ Purchase Sharia-compliant shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Sell Sharia-compliant shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Receive share values: exercised individually/ proxy authorization permitted❖ Receive dividends: exercised individually/ proxy authorization permitted❖ Receive surplus: exercised individually/ proxy authorization permitted❖ Open investment portfolios under Sharia regulations and issue, amend, or cancel orders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Subscription: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Purchase shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Sell shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Redeem investment fund units: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Transfer shares from portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Subscribe to Sharia-compliant investment fund units: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Manage investment portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Issue debt certificates: exercised individually/ proxy authorization permitted❖ Liquidate investment portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Open shop: exercised individually/ proxy authorization permitted❖ Issue health cards: exercised individually/ proxy authorization permitted❖ Convert agricultural lands into residential: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Follow up with the General Department of Urban Planning: exercised individually/ proxy authorization permitted❖ Open shops: exercised individually/ proxy authorization permitted❖ Issue licenses: exercised individually/ proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Renew licenses: exercised individually/ proxy authorization permitted❖ Cancel licenses: exercised individually/ proxy authorization permitted❖ Transfer licenses: exercised individually/ proxy authorization permitted❖ Issue building and renovation permits: exercised individually/ proxy authorization permitted❖ Plan lands: exercised individually/ proxy authorization permitted❖ Issue certificates of building completion: exercised individually/ proxy authorization permitted❖ Issue fencing permits: exercised individually/ proxy authorization permitted❖ Issue demolition permits: exercised individually/ proxy authorization permitted❖ Sign lease contract: exercised individually/ proxy authorization permitted❖ Waive contract: exercised individually/ proxy authorization permitted❖ Prepare plans for owned land: exercised individually/ proxy authorization permitted❖ Follow up with municipal authorities: exercised individually/ proxy authorization permitted❖ Supervise construction: exercised individually/ proxy authorization permitted❖ Sign contracts with construction companies and contractors: exercised individually/ proxy authorization permitted❖ Participate in tenders and receive forms: exercised individually/ proxy authorization permitted❖ Sell and transfer ownership to buyer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Purchase, accept transfers, and pay prices: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Receive title deeds: exercised individually/ proxy authorization permitted❖ Lease properties: exercised individually/ proxy authorization permitted❖ Receive rental payments: exercised individually/ proxy authorization permitted❖ Sign rental contracts: exercised individually/ proxy authorization permitted❖ Renew rental contracts: exercised individually/ proxy authorization permitted❖ Cancel and terminate rental contracts: exercised individually/ proxy authorization permitted❖ Mortgage: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Release mortgages: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Subdivide and partition lands: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Amend boundaries, dimensions, areas, plot numbers, deeds, dates and neighborhood names: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Sell: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Accept mortgages: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Update land deeds and enter them into the unified system: exercised individually/ proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Sell shares of ownership from: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Purchase shares of ownership from: exercised individually/ proxy authorization permitted❖ Lease: exercised individually/ proxy authorization permitted❖ Amend owner's name and civil registry number: exercised individually/ proxy authorization permitted❖ Gift and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Accept gift and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Waive deficiencies in land area: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Merge land deeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Accept waiver and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.❖ Issue replacement sets of lost title deeds and related data: exercised individually/ proxy authorization permitted❖ Issue replacement sets of damaged title deeds and related data: exercised individually/proxy authorization permitted❖ Sell and transfer ownership to heirs: exercised individually/proxy authorization permitted: by resolution of the Board of Directors.❖ Waive shares of ownership from: exercised individually/proxy authorization permitted: by resolution of the Board of Directors.❖ Certify constructed buildings: exercised individually/proxy authorization permitted❖ Issue replacement damaged title deed: exercised individually/proxy authorization permitted❖ For properties located in specified areas: exercised individually/proxy authorization permitted❖ Convert agricultural land into residential or industrial: exercised individually/proxy authorization permitted: by resolution of the Board of Directors❖ Participate in real estate contributions: exercised individually/proxy authorization permitted: by resolution of the Board of Directors❖ Purchase shares in real estate contributions: exercised individually/proxy authorization permitted: by resolution of the Board of Directors❖ Sell shares in real estate contributions: exercised individually /proxy authorization permitted: by resolution of the Board of Directors❖ Waive leased land: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors❖ Update title deeds and enter them into the unified system: exercised individually/proxy authorization permitted❖ Issue replacement lost title deed: exercised individually/proxy authorization permitted❖ Convert agricultural lands into residential: exercised individually / proxy authorization permitted: by resolution of the Board of Directors❖ Construct on land: exercised individually /proxy authorization permitted❖ Lease land: exercised individually/proxy authorization permitted❖ Change the Company's legal entity: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none"> ❖ Convert the Company from a limited partnership into a limited liability company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. ❖ Divide shares among heirs and transfer them to their portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors. <p>The Chief Executive Officer shall be responsible for:</p> <ul style="list-style-type: none"> ❖ Commercial Registrations <ul style="list-style-type: none"> • Main: <ul style="list-style-type: none"> ✓ Annual confirmation: exercised individually / proxy authorization permitted ✓ Cancellation: exercised individually / proxy authorization permitted • Sub: <ul style="list-style-type: none"> ✓ Issuance: exercised individually / delegation permitted ✓ Annual confirmation: exercised individually / delegation permitted ✓ Cancellation: exercised individually / delegation permitted ❖ Company Incorporation in the Name of the Company <ul style="list-style-type: none"> • Commercial Registrations: <ul style="list-style-type: none"> ✓ Issuance: exercised individually / proxy authorization permitted ✓ Annual confirmation: exercised individually / proxy authorization permitted ✓ Cancellation: exercised individually / proxy authorization permitted • Registration with the Ministry: exercised individually / proxy authorization permitted • Representation before the Notary Public: exercised individually / proxy authorization permitted ❖ Banking: <ul style="list-style-type: none"> • Open accounts: exercised individually / proxy authorization permitted • Open letters of credit: exercised individually / proxy authorization permitted • Deposit funds: exercised individually / proxy authorization permitted • Withdraw funds: exercised individually / proxy authorization permitted • Issue cheques: exercised individually / proxy authorization permitted • Update accounts: exercised individually / proxy authorization permitted • Issue account statements: exercised individually / proxy authorization permitted • Request guarantees: exercised individually / proxy authorization permitted • Sign commercial papers: exercised individually / proxy authorization permitted • Sign promissory notes: exercised individually / proxy authorization permitted • Submit any application or service request falling under the jurisdiction of the Communications and Information Technology Commission: exercised individually / proxy authorization permitted 	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none"> • Delegate authority to any person – in accordance with applicable regulations – to submit applications or service requests under the jurisdiction of the Communications and Information Technology Commission: exercised individually / proxy authorization permitted • Issue commercial papers (electronically): exercised individually / proxy authorization permitted • Sign commercial papers (electronically): exercised individually / proxy authorization permitted • Draft executive contracts (electronically): exercised individually / proxy authorization permitted • Sign executive contracts (electronically): exercised individually / proxy authorization permitted ❖ Commercial Papers <ul style="list-style-type: none"> • Approve and sign commercial papers: exercised individually / proxy authorization permitted • Create commercial papers: exercised individually / proxy authorization permitted • Cancel commercial papers: exercised individually / proxy authorization permitted • Close commercial papers: exercised individually / proxy authorization permitted ❖ Judiciary <ul style="list-style-type: none"> • Representation before Sharia Courts: <ul style="list-style-type: none"> ✓ Hearing claims and responding thereto: exercised individually / proxy authorization permitted ✓ Reconciliation: exercised individually / proxy authorization permitted ✓ Acceptance or rejection of arbitration: exercised individually / proxy authorization permitted ✓ Acceptance or rejection of settlement: exercised individually / proxy authorization permitted ✓ Admission and denial: exercised individually / proxy authorization permitted ✓ Waiver: exercised individually / proxy authorization permitted ✓ Pleading: exercised individually / proxy authorization permitted ✓ Defense: exercised individually / proxy authorization permitted ✓ Claims: exercised individually / proxy authorization permitted ✓ Litigation: exercised individually / proxy authorization permitted • Appointment of arbitrators: exercised individually / proxy authorization permitted • Appointment of attorneys: exercised individually / proxy authorization permitted • Representation before Notary Public: exercised individually / proxy authorization permitted • Use and execution of all electronic services of the Ministry of Justice: exercised individually / proxy authorization permitted • Authorizing others to execute electronic services of the Ministry of Justice: exercised individually / proxy authorization permitted ❖ Use and execute all services of Etimad Platform: exercised individually / proxy authorization permitted 	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: exercised individually / proxy authorization permitted❖ Sign all documents at the Chamber of Commerce: exercised individually / proxy authorization permitted❖ Follow up with the Records Department: exercised individually / proxy authorization permitted❖ Issue registrations: exercised individually / proxy authorization permitted❖ Transfer commercial registrations: exercised individually / proxy authorization permitted❖ Manage registrations: exercised individually / proxy authorization permitted❖ Cancel registrations: exercised individually / proxy authorization permitted❖ Supervise registrations: exercised individually / proxy authorization permitted❖ Open membership at the Chamber of Commerce: exercised individually / proxy authorization permitted❖ Authenticate signature at the Chamber of Commerce: exercised individually / proxy authorization permitted❖ Cancel signature at the Chamber of Commerce: exercised individually / proxy authorization permitted❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted❖ Follow up with General Organization of Social Insurance: exercised individually / proxy authorization permitted❖ Follow up with Zakat, Tax and Customs Authority: exercised individually / proxy authorization permitted❖ Manage commercial registration: exercised individually / proxy authorization permitted❖ Cancel commercial registration: exercised individually / proxy authorization permitted❖ Follow up with Civil Defense: exercised individually / proxy authorization permitted❖ Amend registrations: exercised individually / proxy authorization permitted❖ Add activity: exercised individually / proxy authorization permitted❖ Reserve commercial name: exercised individually / proxy authorization permitted❖ Renew membership at the Chamber of Commerce: exercised individually / proxy authorization permitted❖ Amend commercial registration: exercised individually / proxy authorization permitted❖ Transfer commercial registration: exercised individually / proxy authorization permitted❖ Issue replacement commercial registration (lost or damaged): exercised individually / proxy authorization permitted❖ Register trademark: exercised individually / proxy authorization permitted❖ Assign commercial name: exercised individually / proxy authorization permitted❖ Issue licenses: exercised individually / proxy authorization permitted❖ Renew licenses: exercised individually / proxy authorization permitted❖ Amend licenses: exercised individually / proxy authorization permitted❖ Add activity: exercised individually / proxy authorization permitted❖ Reserve names: exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Cancel licenses: exercised individually / proxy authorization permitted❖ Renew Chamber of Commerce membership: exercised individually / proxy authorization permitted❖ Open branches: exercised individually / proxy authorization permitted❖ Follow up with General Organization of Social Insurance: exercised individually / proxy authorization permitted❖ Follow up with Civil Defense: exercised individually / proxy authorization permitted❖ Follow up with Zakat, Tac and Customs Authority: exercised individually / proxy authorization permitted❖ Open branch for licenses: exercised individually / proxy authorization permitted❖ Transfer license: exercised individually / proxy authorization permitted❖ Close bank accounts in the name of the Company: exercised individually / proxy authorization permitted❖ Open bank accounts in the name of the Company: exercised individually / proxy authorization permitted❖ Sign agreements: exercised individually / proxy authorization permitted❖ Register the Company: exercised individually / proxy authorization permitted❖ Register agencies and trademarks: exercised individually / proxy authorization permitted❖ Open company branches: exercised individually / proxy authorization permitted❖ Open company files: exercised individually / proxy authorization permitted❖ Issue and renew commercial registrations for the Company: exercised individually / proxy authorization permitted❖ Subscribe to and renew Chamber of Commerce membership: exercised individually / proxy authorization permitted❖ Follow up with the Ministry of Investment and sign before it: exercised individually / proxy authorization permitted❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: exercised individually / proxy authorization permitted❖ Follow up with the Capital Market Authority: exercised individually / proxy authorization permitted❖ Issue and renew company licenses: exercised individually / proxy authorization permitted❖ Publish the Articles of Association, amendments, summaries, and bylaws in the Official Gazette: exercised individually / proxy authorization permitted❖ Follow up with telecommunication companies and establish landline or mobile lines in the Company's name: exercised individually / proxy authorization permitted❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted❖ Sign contracts with third parties: exercised individually / proxy authorization permitted❖ Issue visas: exercised individually / proxy authorization permitted❖ Receive visa compensations: exercised individually / proxy authorization permitted❖ Update employee data: exercised individually / proxy authorization permitted❖ Open, renew, and cancel primary and secondary files: exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Liquidate and cancel workforce: exercised individually / proxy authorization permitted❖ Report absconding workers: exercised individually / proxy authorization permitted❖ Cancel absconding reports: exercised individually / proxy authorization permitted❖ Transfer sponsorships: exercised individually / proxy authorization permitted❖ Amend professions: exercised individually / proxy authorization permitted❖ Transfer ownership of establishments, liquidate, and cancel them: exercised individually / proxy authorization permitted❖ Follow up with recruitment offices: exercised individually / proxy authorization permitted❖ Follow up with Labor Computer Department: exercised individually / proxy authorization permitted❖ Issue and renew work permits: exercised individually / proxy authorization permitted❖ Receive Saudization certificates: exercised individually / proxy authorization permitted❖ Issue data printouts: exercised individually / proxy authorization permitted❖ Add or remove Saudi employees: exercised individually / proxy authorization permitted❖ Recruitment: exercised individually / proxy authorization permitted❖ Recruitment: exercised individually / proxy authorization permitted❖ Open file: exercised individually / proxy authorization permitted❖ Activate Saudi portal: exercised individually / proxy authorization permitted❖ Recruit foreign workers: exercised individually / proxy authorization permitted❖ Finalize procedures with General Organization of Social Insurance: exercised individually / proxy authorization permitted❖ Cancel visas: exercised individually / proxy authorization permitted❖ Refund visa fees: exercised individually / proxy authorization permitted❖ Amend nationalities: exercised individually / proxy authorization permitted❖ Issue family visit visas: exercised individually / proxy authorization permitted❖ Issue family recruitment visas: exercised individually / proxy authorization permitted❖ Follow up with embassy: exercised individually / proxy authorization permitted❖ Extend exit/re-entry visas: exercised individually / proxy authorization permitted❖ Extend visit visas: exercised individually / proxy authorization permitted❖ Issue data printouts: exercised individually / proxy authorization permitted❖ Cancel visas: exercised individually / proxy authorization permitted❖ Refund visa amounts: exercised individually / proxy authorization permitted❖ Amend arrival destinations: exercised individually / proxy authorization permitted❖ Issue residence permits (Iqama): exercised individually / proxy authorization permitted❖ Renew residence permits (Iqama): exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Issue exit/re-entry visas: exercised individually / proxy authorization permitted❖ Issue final exit visas: exercised individually / proxy authorization permitted❖ Replace lost or damaged residence permits: exercised individually / proxy authorization permitted❖ Finalize procedures for deceased workers: exercised individually / proxy authorization permitted❖ Report absconding workers: exercised individually / proxy authorization permitted❖ Cancel absconding reports: exercised individually / proxy authorization permitted❖ Transfer information and update data: exercised individually / proxy authorization permitted❖ Settlement and waiver of workers: exercised individually / proxy authorization permitted❖ Follow up with Deportation and Expatriates Department: exercised individually / proxy authorization permitted❖ Issue workers' data printouts: exercised individually / proxy authorization permitted❖ Drop workers from records: exercised individually / proxy authorization permitted❖ Manage my commercial affairs: exercised individually / proxy authorization permitted❖ Transfer sponsorship to himself: exercised individually / proxy authorization permitted❖ Add newborn: exercised individually / proxy authorization permitted❖ Finalize procedures for deceased workers: exercised individually / proxy authorization permitted❖ Manage border affairs: exercised individually / proxy authorization permitted❖ Issue return certificates: exercised individually / proxy authorization permitted❖ Add dependents: exercised individually / proxy authorization permitted❖ Add children to parents' passports: exercised individually / proxy authorization permitted❖ Separate children from parents' passports: exercised individually / proxy authorization permitted❖ Cancel exit/re-entry visas: exercised individually / proxy authorization permitted❖ Cancel final exit visas: exercised individually / proxy authorization permitted❖ Issue replacement travel visas: exercised individually / proxy authorization permitted❖ Extend visit visas: exercised individually / proxy authorization permitted❖ Issue Hajj permits: exercised individually / proxy authorization permitted❖ Follow up with domestic worker affairs: exercised individually / proxy authorization permitted❖ Register in e-services: exercised individually / proxy authorization permitted❖ Follow up with Ministry of Agriculture and Agricultural Directorate matters: exercised individually / proxy authorization permitted❖ Follow up with Notary Public or Court for property transfers: exercised individually / proxy authorization permitted❖ Receive salaries: exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Receive pensions: exercised individually / proxy authorization permitted❖ Receive end-of-service benefits and vacation compensations: exercised individually / proxy authorization permitted❖ Transfer salaries: exercised individually / proxy authorization permitted❖ Receive allowances: exercised individually / proxy authorization permitted❖ Issue salary certificates: exercised individually / proxy authorization permitted❖ Receive entitlements: exercised individually / proxy authorization permitted❖ Open Sharia-compliant accounts: exercised individually / proxy authorization permitted❖ Close and settle accounts: exercised individually / proxy authorization permitted❖ Withdraw from accounts: exercised individually / proxy authorization permitted❖ Issue ATM cards: exercised individually / proxy authorization permitted❖ Issue Sharia-compliant credit cards: exercised individually / proxy authorization permitted❖ Receive and cash transfers: exercised individually / proxy authorization permitted❖ Disburse cheques: exercised individually / proxy authorization permitted❖ Issue certified cheques: exercised individually / proxy authorization permitted❖ Issue cheque books: exercised individually / proxy authorization permitted❖ Issue account statements: exercised individually / proxy authorization permitted❖ Transfer between accounts: exercised individually / proxy authorization permitted❖ Deposit into accounts: exercised individually / proxy authorization permitted❖ Object to cheques: exercised individually / proxy authorization permitted❖ Update data: exercised individually / proxy authorization permitted❖ Activate accounts: exercised individually / proxy authorization permitted❖ Receive cheques: exercised individually / proxy authorization permitted❖ Redeem safe deposit units: exercised individually / proxy authorization permitted❖ Follow up with authorities: exercised individually / proxy authorization permitted❖ Request points of sale: exercised individually / proxy authorization permitted❖ Request bank accreditation: exercised individually / proxy authorization permitted❖ Request bank guarantees: exercised individually / proxy authorization permitted❖ Issue debt certificates: exercised individually / proxy authorization permitted❖ Open shop: exercised individually / proxy authorization permitted: by resolution of the Board of Directors.❖ Issue health cards: exercised individually / proxy authorization permitted❖ Follow up with the General Department of Urban Planning: exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none">❖ Open stores: exercised individually / proxy authorization permitted: by resolution of the Board of Directors.❖ Issue permits: exercised individually / proxy authorization permitted❖ Renew permits: exercised individually / proxy authorization permitted❖ Cancel permits: exercised individually / proxy authorization permitted❖ Transfer permits: exercised individually / proxy authorization permitted❖ Issue building and renovation clearances: exercised individually / proxy authorization permitted❖ Land planning: exercised individually / proxy authorization permitted❖ Issue completion certificates: exercised individually / proxy authorization permitted❖ Issue fencing permits: exercised individually / proxy authorization permitted❖ Issue demolition permits: exercised individually / proxy authorization permitted❖ Sign lease contracts: exercised individually / proxy authorization permitted❖ Assign lease contracts: exercised individually / proxy authorization permitted❖ Prepare plans for owned land: exercised individually / proxy authorization permitted❖ Follow up with Municipality: exercised individually / proxy authorization permitted❖ Supervise construction: exercised individually / proxy authorization permitted❖ Sign contracts with construction institutions and contractors: exercised individually / proxy authorization permitted❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted❖ Receive title deeds: exercised individually / proxy authorization permitted❖ Lease property: exercised individually / proxy authorization permitted❖ Receive rent: exercised individually / proxy authorization permitted❖ Sign rental contracts: exercised individually / proxy authorization permitted❖ Renew rental contracts: exercised individually / proxy authorization permitted❖ Cancel and terminate rental contracts: exercised individually / proxy authorization permitted❖ Update title deeds and enter them into the unified system: exercised individually / proxy authorization permitted❖ Lease: exercised individually / proxy authorization permitted❖ Amend owner's name and civil registry number: exercised individually / proxy authorization permitted❖ Issue replacement title deeds (lost) with details: exercised individually / proxy authorization permitted❖ Issue replacement title deeds (damaged) with details: exercised individually / proxy authorization permitted❖ Certify buildings: exercised individually / proxy authorization permitted❖ Issue replacement title deed (damaged): exercised individually / proxy authorization permitted❖ Update title deed and enter into unified system: exercised individually / proxy authorization permitted	



Before Amendment	After Amendment	Notes
	<ul style="list-style-type: none"> ❖ Issue replacement title deed (lost): exercised individually / proxy authorization permitted ❖ Construct land: exercised individually / proxy authorization permitted ❖ Lease land: exercised individually / proxy authorization permitted <p>The Board of Directors shall appoint a Secretary, chosen either from among its members or from outside. The Chairman of the Board may, by written resolution, delegate some of his powers to other members of the Board or to third parties to carry out specific acts or tasks. The Vice Chairman of the Board shall assume the duties of the Chairman in his absence, in cases where the Board has appointed a Vice Chairman.</p>	
<p>Article (21) Board meeting quorum: The meeting of the Board shall not be valid unless attended by at least half of its members (whether in their original capacity or by proxy), A member of the Board of Directors may provide a proxy to other members to attend the meetings of the Board in accordance with the following guidance:</p> <ol style="list-style-type: none"> a) A member of the Board of Directors may not give proxy for more than one member to attend that meeting; b) The proxy must be confirmed in writing and for a specific Board meeting; and c) The delegate may not vote on decisions that the law prohibits the delegate from voting for. <p>The decisions of the Board of Directors shall be issued by the majority of the votes of the members of the Board present or represented by proxy at the meeting. When the votes are equal, the opinion voted for by whoever chairs the Board shall prevail. The Board's decisions shall be effective from the date of their issuance unless</p>	<p>Article (23) Quorum of the Board meeting: A Board meeting shall not be valid unless attended by half of the members, either in person or by proxy at least. In the event that a Board member authorizes another member to attend Board meetings on his behalf, such authorization must be made in accordance with the following rules:</p> <ol style="list-style-type: none"> A. A member of the Board may not act as a proxy for more than one member in the same meeting. B. The proxy authorization must be confirmed in writing or through any technical means and must relate to a specific meeting. C. The delegate may not vote on resolutions for which the principal is prohibited from voting under. <p>Resolutions of the Board of Directors shall be adopted by a majority of the votes of the Board members present, whether in person or by proxy. In the event of a tie, the side with which the Chairman of the meeting voted shall prevail. Resolutions of the Board's shall take effect from the date of their issuance unless otherwise specified to take effect at another time or upon fulfillment of certain conditions.</p> <p>The Board of Directors may issue resolutions on urgent matters by circulation to all members, unless a member requests in writing that the matter be deliberated in a Board meeting. Such resolutions shall be adopted by a majority of the votes and shall be presented to the Board at its next meeting to record them in the minutes of that meeting.</p>	Amendment



Before Amendment	After Amendment	Notes
<p>they stipulate that they shall take effect at another time or when certain conditions are met. The Company's Board of Directors may issue resolutions by circulation in urgent matters by presenting them to all members, unless one of the members requests, in writing, a meeting of the Board to deliberate on them. These resolutions are issued with the approval of the majority of votes, and when the votes are equal, the side with which the Chairman voted prevails. These resolutions shall be presented to the Board of Directors at the next first meeting to be recorded in the minutes of that meeting.</p>		
<p>-</p>	<p>Article (26) Formation of the Audit Committee: An Audit Committee shall be formed by resolution of the Company's Board of Directors from among non-executive members of the Board. The number of its members shall not be less than three, including at least one independent member in accordance with the regulations issued by the competent authorities, and at least one member specialized in financial and accounting affairs. The General Assembly based on a proposal from the Board of Directors, shall issue the committee's charter, which shall include the rules and procedures of its work, its duties, its criteria for selecting its members, the method of their nomination, the term of their membership, their remuneration, and the mechanism for appointing temporary members in the event of vacancy. The committee shall prepare a report detailing its performance of its powers and duties and shall include its recommendations and opinion regarding the adequacy of the internal and financial control system and risk management. The Board of Directors shall deposit sufficient copies of this report at the Company's main office and publish it on its website when publishing the invitation of the General Assembly to convene according to the period specified by the law. A summary of the report shall be read during General Assembly meeting.</p>	<p>Addition</p>
<p>-</p>	<p>Article (27) Remuneration and Nominations Committee: The Remuneration and Nominations Committee shall be formed by resolution of the Board of Directors from among non-executive members of the Board, with no fewer than three members, including at least one independent member, in accordance with the regulations issued by the competent authorities. The General Assembly, based on a proposal from the Board of Directors, shall issue the committee's charter, which shall include the rules and procedures of its work, its duties, the criteria for selecting its members, the method of their nomination, the term of their membership, their remuneration, and the mechanism for appointing temporary members in the event of vacancy.</p>	<p>Addition</p>



Before Amendment	After Amendment	Notes
<p>Article (27) Invitation to Assemblies: The general assemblies of the shareholders are convened at the invitation of the Board of Directors. The Board of Directors must invite the Ordinary General Assembly to convene within (30) days from the date of the auditor's request, or a number of shareholders representing at least ten percent (10%) of the share capital with voting rights. The auditor may invite the Ordinary General Assembly to convene if the Board does not invite the assembly within the specified period from the date of the auditor's request. The invitation to convene the General Assembly and the agenda is published any technological means before the date specified for the meeting in accordance with the relevant regulations issued by the competent authorities. The invitation to the General Assembly meeting must include the basic elements contained in the rules and regulations issued by the competent authorities. A copy of the invitation and agenda shall be sent to the competent authorities on the date of announcing the invitation.</p>	<p>Article (28) Invitation to Assemblies:</p> <ol style="list-style-type: none"> 1- Private and General Assemblies shall be held upon invitation from the Board of Directors. The Board of Directors shall call for the Ordinary General Assembly to be convened within (thirty) days from the date of the request of the auditor or one or more shareholders representing (ten percent) of the Company's shares with voting rights at least and the Company's auditor may call for the Ordinary General Assembly to convene if the Board does not send the invitation within (thirty) days from the date of the auditor's request. 2- The request referred to in paragraph (1) of this article must specify the agenda items on which the shareholders are required to vote. 3- The invitation to convene the Assembly shall be sent at least (twenty-one) days before the date specified for it in accordance with the provisions of the Law, taking into account the following: <ol style="list-style-type: none"> A- Notifying shareholders by registered letters to their addresses listed in the shareholders' register or announcing the invitation through modern technology means. B- Sending a copy of the invitation and the agenda to the commercial register, as well as a copy to the Capital Market Authority if the company is listed on the capital market on the date of announcing the invitation. 4- The invitation to the General Assembly meeting must include at least the following: <ol style="list-style-type: none"> A- A statement of the person entitled to attend the General Assembly meeting and his right to delegate whomever he chooses apart from among the Board Members, and a statement of the shareholder's right to discuss the topics included in the General Assembly's agenda and to ask questions and how to exercise the right to vote. B- The place, date and time of the meeting. C- The type of the assembly, whether it is a general or private assembly. D- The meeting's agenda including the items on which the shareholders are required to vote. 	<p>Amendment</p>
<p>Article (28) Quorum of the Ordinary General Assembly Meeting: The meeting of the Ordinary General Assembly shall not be valid unless it is attended by shareholders representing at least quarter of the share capital with voting rights. If the necessary quorum is not available for</p>	<p>Article (34) Quorum of the Ordinary General Assembly Meeting: The Ordinary General Assembly meeting shall not be valid unless attended by shareholders representing at least a quarter of the Company's shares with voting rights. If the quorum required is not met at this meeting, an invitation shall be issued to a second meeting to be held within thirty (30) days following the date scheduled for the previous meeting. However, the second meeting may be held one hour after the time set for the first meeting, provided that the invitation to the first meeting includes a statement to that effect. The invitation shall be announced in accordance with the procedures prescribed in these Bylaws. The second meeting shall be deemed valid regardless of the number of shares with voting rights represented therein.</p>	<p>Amendment</p>



Before Amendment	After Amendment	Notes
<p>holding this meeting, an invitation shall be made for a second meeting to be held under the same conditions stipulated in the Companies Law. However, the second meeting may be held one hour after the expiry of the period specified for the first meeting provided that the invitation to the first meeting includes information about the possibility of holding this meeting. In all cases, the second meeting shall be valid regardless of the number of shares represented therein.</p>		
<p>Article (29) Quorum of the Extraordinary General Assembly Meeting: The meeting of the Extraordinary General Assembly shall not be valid unless it is attended by shareholders representing at least half of the share capital with voting rights. If this quorum is not available in the first meeting, an invitation is sent to a second meeting to be held under the same conditions stipulated in the Companies Law. However, the second meeting may be held one hour after the expiry of the period specified for the first meeting provided that the invitation to the first meeting includes information about the possibility of holding this meeting. The second meeting shall be valid if attended by a number of shareholders representing at least a quarter of the share capital with voting rights. If the necessary quorum is not present in the second meeting, an invitation is sent to a third meeting, which is held under the same</p>	<p>Article (35) Quorum of the Extraordinary General Assembly Meeting: The Extraordinary General Assembly meeting shall not be valid unless attended by shareholders representing at least half of the Company's shares carrying voting rights. If the quorum is not met at this meeting, an invitation shall be issued for a second meeting in the same manner stipulated in these Bylaws. However, the second meeting may be held one hour after the time set for the first meeting, provided that the invitation to the first meeting includes a statement to that effect. The second meeting shall be valid if attended by shareholders representing at least a quarter of the company's shares carrying voting rights. If the quorum required for the second meeting is not met, an invitation shall be issued for a third meeting to be held in the manner stipulated in these Bylaws. The third meeting shall be deemed valid regardless of the number of shares carrying voting rights represented therein, subject to obtaining the approval of the competent authorities.</p>	Amendment



Before Amendment	After Amendment	Notes
conditions stipulated in Companies Law. The third meeting shall be valid regardless of the number of shares represented in it.		
Article (30) Voting in Assemblies: Each every shareholder has a vote for every share in the Ordinary and Extraordinary General Assemblies. Cumulative voting must be used in electing the Board of Directors. Members of the Board of Directors may not participate in voting on Assembly resolutions on which their vote is prohibited by the relevant regulations.	Article (29) Voting in Assemblies: 1-The election of members of the Board of Directors shall be by cumulative voting. Members of the Board of Directors may not participate in voting on assembly decisions related to business and contracts in which they have a direct or indirect interest, or which involve a conflict of interest.	Amendment
Article (33) Presiding over the assemblies and preparing the minutes: The General Assembly shall be chaired by the Chairman of the Board of Directors or the Vice Chairman in his absence or whomever the Board of Directors delegates from among its members for that purpose in the absence of the Chairman and Vice Chairman. The assembly shall appoint a secretary for the meeting and a collector of votes. Minutes of the assembly meeting shall be written including the number of shareholders present or represented, the number of shares held by them in person or by proxy, the number of votes assigned to them, the decisions taken, the number of votes for or against them, and an adequate summary of the discussions that took place in the meeting. Minutes are recorded regularly after each meeting in a special register signed by the Chairperson of the	Article (38) Presiding over General Assemblies: The General Assembly shall be chaired by the Chairman of the Board of Directors, or in his absence, by the Vice Chairman, or by a member of the Board designated by the Board of Directors in the event of the absence of both the Chairman and the Vice Chairman. The Assembly shall appoint a secretary for the meeting and a vote collector.	Amendment



Before Amendment	After Amendment	Notes
<p>Assembly, its secretary and the collector of votes.</p>		
<p>-</p>	<p>Article (30): Preparation of Minutes for the General Assemblies: 1- Minutes of meeting shall be prepared for each General Assembly meeting, recording the number of shareholders present or represented, the number of shares held by them in person or by proxy, the number of votes attached thereto, the resolutions adopted, the number of votes in favor or against, and a concise summary of the discussions held during the meeting. The minutes of meeting shall be duly recorded following each meeting in a special register, to be signed by the Chairman of the Assembly, the Secretary, and the vote collector.</p>	<p>Addition</p>
<p>Article (37) The Financial Year: The fiscal year of the Company starts from 1st of August 01/08 and ends by the end of July 31/07 from each year.</p>	<p>Article (42): The Fiscal Year The Company's fiscal year shall be twelve Gregorian months, starting on the 1st of August and ending on 31st of July.</p>	<p>Amendment</p>
<p>Article (41) Bonds and Debt Instruments: Pursuant to a resolution of the General Assembly, the company may issue any type of debt instruments or financing bonds convertible into shares inside or outside the Kingdom of Saudi Arabia. It specifies the maximum number of shares that may be issued in exchange for these instruments or bonds. The Board of Directors may, without the need for a new approval from the Assembly, issue new shares in exchange for these instruments or bonds, taking into account the provisions of the Companies Law.</p>	<p>Article (14) Sukuk and Debt Instruments: The Company may, by a decision of the Board of Directors - in accordance with the Capital Market Law - issue debt instruments such as bonds or financing instruments (sukuk) that are tradable inside or outside the Kingdom of Saudi Arabia in accordance with the provisions of Islamic Sharia and the regulations set by the competent authorities. The issuance of debt instruments or financing instruments (sukuk) convertible into shares requires a resolution by the Extraordinary General Assembly specifying the maximum number of shares that may be issued in exchange for such instruments or sukuk. The General Assembly may, by resolution, authorize the Board of Directors to issue such debt instruments, including bonds or sukuk, whether issued at one time or through a series of issuances under one or more programs established by the Board of Directors from time to time, all at such times, amounts, and terms as approved by the Board of Directors, which shall have the authority to take all necessary measures to issue them.</p>	<p>Amendment</p>
<p>Article (46): Application of relevant regulations The Companies Law and its regulations, the Capital Market Law and its implementing regulations shall be applied to everything that is not provided for in these bylaws.</p>	<p>Article (50): Application of relevant regulations: The relevant regulations shall apply to everything not mentioned in these Bylaws.</p>	<p>Amendment</p>



Before Amendment	After Amendment	Notes
-	<p>Article (49): Final Provisions:</p> <ol style="list-style-type: none">1. The Company is subject to the regulations in force in the Kingdom of Saudi Arabia.2. Any text that contradicts the provisions of the Companies Law in these Bylaws shall not be recognized and the provisions of the Companies Law shall apply to it, and everything not provided for in these Bylaws shall be subject to the Companies Law and its implementing regulations.3. The founders acknowledge the validity of the data and provisions included in these Bylaws and their agreement with the provisions of the Companies Law issued by Royal Decree (M/132) dated 01/12/1443H and its implementing regulations, and their fulfillment of all requirements and instructions issued by the Ministry of Commerce in accordance with the provisions of the Law, and the founders bear responsibility and all regulatory and financial consequences that may arise from that. The founders are also aware of the Ministry's right to take the necessary regulatory measures in the event of any violation or conflict in the provisions contained in the Bylaws.	Addition

Proposed bylaws for the general assembly (After Amendment)

Bylaws of National Company for Learning and Education “A Joint Stock Company”

Chapter one: Company’s Incorporation:

Article One: Incorporation:

It shall be incorporated in accordance with the provisions of the Companies Law issued by Royal Decree No. (M/132) dated 01/12/1443AH together with its implementing regulations, and this Bylaw a Saudi joint stock company in accordance with the following:

Article Two: Company Name:

National Company for Learning and Education (a listed joint stock company).

Article Three: Company Head Office:

The Company’s head office is located in the city of Riyadh.

Article Four: Company Objectives:

The company shall carry out the following objectives:

Section	Category
Construction	Building construction
Construction	Construction of utility projects
Construction	Demolition
Construction	Site preparation
Construction	Plumbing and heating works and air conditioning
Construction	Other structural installations
Construction	Building completion and finishing
Construction	Other specialized construction activities
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Sale of motor vehicles
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Maintenance and repair of motor vehicles
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of textiles, clothing, and footwear
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale other household goods
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of computers, computer peripheral equipment, and software
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of electronic equipment, communication equipment, and spare parts
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Wholesale of other machinery and equipment

Section	Category
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Other retail sale in non-specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of food in specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of computers, computer peripheral equipment, software, and communication equipment in specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of books, newspapers, and stationery in specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of sporting goods in specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of clothing, footwear, and leather goods in specialized stores
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Retail sale of textiles, clothing, and footwear in booths and markets
Wholesale, Retail & Repair of Motor Vehicles & Motorcycles	Other retail sale outside stores, booths, and markets
Transportation and storage	Land transport for passengers in cities and suburbs
Transportation and storage	Storage
Transportation and storage	Services related to land transport
Accommodation and food service activities	Restaurants and catering activities
Accommodation and food service activities	Other food service activities
Information and Communications	Other publishing activities
Information and Communications	Software publishing
Information and Communications	Computer programming activities
Information and Communications	Other information service activities not elsewhere classified
Real Estate Activities	Real estate activities on owned or leased property
Real Estate Activities	Real estate activities on a fee or contract basis
Professional, Scientific, and Technical Activities	Management consultancy activities
Professional, Scientific, and Technical Activities	Advertising
Professional, Scientific, and Technical Activities	Other professional, scientific, and technical activities not elsewhere classified
Administrative and support services	Integrated facility support activities
Administrative and support services	General building cleaning
Administrative and support services	Other building and industrial cleaning activities
Administrative and support services	Landscaping service and maintenance activities
Administrative and support services	Integrated office administrative services
Administrative and support services	Organization of conferences and trade shows

Section	Category
Administrative and support services	Other business support service activities not elsewhere classified
Education	Pre-primary and primary education
Education	General secondary education
Education	Technical and vocational secondary education
Education	Education in sports and entertainment
Education	Other education not elsewhere classified
Education	Education support activities
Arts and Entertainment	Creative, arts, and entertainment activities
Arts and Entertainment	Library and archive activities
Arts and Entertainment	Sports club activities
Arts and Entertainment	Other sports activities

The company carries out its objectives in accordance with the applicable regulations and after obtaining the necessary licenses from the competent authorities, if any.

Article Five: Company Duration:

- The Company duration is indefinite.

Article Six: Participation and Ownership in Companies:

The Company may establish companies on its own or in partnership with others. It may also own stocks and shares in other existing companies or merge with them, after fulfilling the requirements of the regulations and instructions followed in this regard. The Company may also dispose of these stocks or shares.

Chapter Two: Capital and Shares

Article Seven: Share Capital:

The issued share capital of the Company is set at four hundred and thirty million Saudi Riyals (430000000.0), divided into (43000000) shares of equal nominal value, each with a value of (10.0) Saudi Riyals, all of which are ordinary shares in exchange for cash shares, and the value of the cash paid from it is four hundred and thirty million Saudi Riyals (430000000.0). The cash paid from the issued capital has been deposited with one of the licensed banks.

Article Eight: Subscription in Shares:

The shareholders subscribed to the entire issued share capital shares amounting to 430000000.0 Saudi Riyals, fully paid.

Article Nine: Sale of Shares that have not fulfilled the Value:

If the shareholder fails to pay the value of the share on the specified dates, the Board of Directors may, after notifying him through any of the notification methods, sell the share in a public auction or in the capital market, as the case may be. However, the defaulting shareholder may, up to the due date specified under the applicable regulations, pay the amount owed together with the expenses incurred by the Company. The Company shall collect from the proceeds of the sale the amounts due to it and return the remainder to the shareholder. If the proceeds of the sale are insufficient to cover such amounts, the Company may recover the balance from all the shareholder's funds. The exercise of rights attached to the shares whose value has not been paid shall be suspended until they are sold or the outstanding amount is settled.

Article Ten: Issuance of Shares:

The Company's shares shall be nominal and indivisible vis-à-vis the Company. If a share is owned by multiple persons, they must appoint one of them to represent them in exercising the rights attached thereto, and such persons shall be jointly liable for the obligations arising from the ownership of the share. The Company may change the nominal value of the shares to be lower or merge it to represent shares with a higher nominal value, in accordance with the regulations set by the competent authority.

Article Eleven: Share Trading and shareholders Register:

The Company's shares are registered and traded in accordance with the applicable regulations.

Article Twelve: Increase of Capital:

- A. The issued or authorized share capital, if any, shall be increased by any of the methods specified by the regulations, whether through issuing new shares against cash or in-kind shares, or issuing new shares against specific debts owed by the Company that are due and payable, or issuing new shares in the amount of the reserve that the Extraordinary General Assembly decides to include into the share capital, or issuing new shares against debt instruments and financing instruments. The Company shall undertake the required procedures and observe the terms and conditions as stated in the regulations for each case.
- B. The Extraordinary General Assembly may decide to increase the Company's issued or authorized share capital, if any, provided that the share capital has been paid in full. It is not required that the share capital has been paid in full if the unpaid portion of the share capital is due to shares issued against converting debt instruments or financing instruments into shares and the period set for their conversion has not yet expired.
- C. In all cases, the Extraordinary General Assembly may allocate the shares issued upon increasing the share capital or part thereof to the employees of the Company and the subsidiaries or some of them, or any of them, and the shareholders may not exercise the preemptive rights when the Company issues the shares allocated to the employees.
- D. The shareholder who owns the share at the time of the decision of the Extraordinary General Assembly to approve the increase in the share capital has the preemptive right in subscribing to the new shares issued against cash shares, and he shall be informed of his preemptive right through any

of the regular publication methods about the decision to increase the share capital and the conditions of the subscription, its method, and its start and end dates.

- E. A registered shareholder has the right to sell the preemptive rights or assign them to others, whether for consideration or without consideration, in accordance with the rules set by the competent authorities.
- F. Subject to the provisions of paragraph (e), the new shares shall be allocated to holders of preemptive rights who requested to subscribe in proportion to the preemptive rights they hold out of the total rights resulting from the share capital increase, provided that the number of shares allocated to them does not exceed the number of shares they requested for. The remaining new shares shall be allocated to holders of preemptive rights who have requested more than their share in proportion to their preemptive rights they hold out of the total rights resulting from the share capital increase, provided that the number of shares allocated to them does not exceed the number of shares they requested. Any remaining shares shall be offered to third parties, unless otherwise resolved by the Extraordinary General Assembly or stipulated by the Capital Market Law.

Article Thirteen: Decrease of Capital:

- 1- The Extraordinary General Assembly may resolve to reduce the Company's issued share capital by any of the methods prescribed under the applicable regulations if it exceeds the Company's needs or if the Company has incurred losses, provided that the share capital shall not fall below the minimum limit in accordance with the Companies Law. Such resolution shall not be issued unless a statement is read before the General Assembly prepared by the Board of Directors sitting out the reasons for the reduction, the Company's obligations and the impact of the decrease on such obligations and a report from the Company's auditor shall be attached to such statement.
- 2- If the reduction of share capital is a result of its excess to the Company's needs, the creditors must be invited to express their objections - if any - to the reduction within the period prescribed by the regulations up to the date of the Extraordinary General Assembly convened to decide on the reduction, in accordance with the regulations. If a creditor objects to the reduction and submits his documents to the Company within the specified period, the Company shall be obliged to settle his debt if it is due or provide him with sufficient guarantee for its settlement if it is deferred. If the reduction of share capital is effected through the purchase of a number of Company's shares for cancellation, shareholders must be invited to offer their shares for sale by means of an announcement through technological means, and if the number of shares offered for sale exceeds the number the Company has resolved to purchase, the sale requests shall be reduced proportionally to such excess.

Article Fourteen: Sukuk and Debt Instruments:

The Company may, by a decision of the Board of Directors - in accordance with the Capital Market Law - issue debt instruments such as bonds or financing instruments (sukuk) that are tradable inside or outside the Kingdom of Saudi Arabia in accordance with the provisions of Islamic Sharia and the regulations set by the competent authorities. The issuance of debt instruments or financing instruments (sukuk) convertible into shares requires a resolution by the Extraordinary General Assembly specifying the maximum number of shares that may be issued in exchange for such instruments or sukuk. The General Assembly may, by resolution, authorize the Board of Directors to issue such debt instruments, including bonds or sukuk, whether issued at one time or through a series of issuances under one or more programs established by the

Board of Directors from time to time, all at such times, amounts, and terms as approved by the Board of Directors, which shall have the authority to take all necessary measures to issue them.

Article Fifteen: Buying and Mortgaging the Company's Shares:

- a) The Company may buy, sell or mortgage its shares for any of the purposes approve by laws and regulations and in accordance with the guidance set by the competent authority. The Company may also purchase its shares to allocate them to employees, and the shares purchased by the company shall not have votes in the shareholders' assemblies.
- b) The mortgage creditor shall have the right to receive dividends and use the rights related to the share unless otherwise agreed in the mortgage contract, the mortgage creditor may not attend or vote in the General Assembly of Shareholders meetings.

Chapter Three: Board of Directors

Article Sixteen: Company Management:

- a) The Company shall be managed by a Board of Directors consisting of six (6) members, who must be natural persons elected by the Ordinary General Assembly of Shareholders for a term not exceeding four (4) years.
- b) The procedures of the Board of Directors shall be determined as follows: The correct quorum for the meeting shall be the attendance of 50% of the members of the Board of Directors. The correct legal quorum for adopting resolutions shall be the approval of 51% of the members. The Board members may authorize proxies to attend the meetings.

Article Seventeen: Expiry or Termination of Board Membership:

1. The membership of the Board of Directors shall terminate upon the expiration of the Board's term, or the resignation of the member, or his death, or his dismissal by the General Assembly, or its termination by recommendation of the Board to the General Assembly, or if the member is convicted of a crime involving dishonor or breach of trust, or declared bankrupt, or becomes unfit for Board membership in accordance with the conditions of Board of Directors membership or any applicable laws or regulations in the Kingdom. In the event that one or more shareholders entitled to request the dismissal of Board members submit such a request, the Board shall include in the invitation to the General Assembly the necessary information as prescribed by the relevant regulations. If a Board member resigns and has remarks on the Company's performance, he shall submit a written statement to the Chairman of the Board, which shall be presented to the Board members.

Upon the expiration of the Board's term, its members shall continue to perform their duties until a new Board of Directors is elected, provided that such continuation shall not exceed the period specified by the applicable laws and regulations, and the Board shall take the necessary measures in this regard before the end of the continuation period. In the event of the retirement of the Chairman and members of the Board of Directors, they must call the General Assembly to convene for the election of a new Board of Directors within the period prescribed by law for the retirement of the Board, and such retirement shall not take effect until the new Board of Directors is elected.

Article Eighteen: Authorities of the Board

Subject to the authorities vested to the General Assembly, the Board of Directors shall have the broadest authority to manage the Company in a manner that achieves its objectives and it shall have the right to:

- ❖ Commercial Registers:
 - **Main:**
 - ✓ Annual confirmation: proxy authorization permitted
 - ✓ Cancellation: proxy authorization permitted
 - **Sub:**
 - ✓ Issuance: proxy authorization permitted
 - ✓ Annual confirmation: proxy authorization permitted
 - ✓ Cancellation: proxy authorization permitted
- ❖ Companies in which the Company participates as a partner:
 - ✓ Signing company contracts: proxy authorization permitted
 - ✓ Purchase of shares: proxy authorization permitted
 - ✓ Liquidation of the company: proxy authorization permitted
 - ✓ Sale of shares: proxy authorization permitted
 - ✓ Representation of the company in the invested company: proxy authorization permitted
- ❖ Establishment of companies in the name of the Company:
 - **Commercial Registrations:**
 - ✓ Issuance: proxy authorization permitted
 - ✓ Annual confirmation: proxy authorization permitted
 - ✓ Cancellation: proxy authorization permitted
 - Registration with the Ministry: proxy authorization permitted
 - Representation before the Notary Public: proxy authorization permitted
 - Signing the company's articles of association: proxy authorization permitted
 - Signing shareholders' resolutions: proxy authorization permitted.
- ❖ Banking
 - Open accounts: proxy authorization permitted
 - Open letters of credit: proxy authorization permitted

- Deposits: proxy authorization permitted
- Withdrawals: proxy authorization permitted
- Issue checks: proxy authorization permitted
- Update accounts: proxy authorization permitted
- Obtain account statements: proxy authorization permitted
- Request facilities: proxy authorization permitted
- Request guarantees: proxy authorization permitted
- Sign loan agreements: proxy authorization permitted
- Sign commercial papers: proxy authorization permitted
- Sign promissory notes: proxy authorization permitted
- Submit any applications or services falling under the jurisdiction of the Communications and Information Technology Commission: proxy authorization permitted
- Delegate authority to any person, in accordance with applicable regulations, to submit applications or services under the jurisdiction of the Communications and Information Technology Commission: proxy authorization permitted
- Draft commercial papers electronically: proxy authorization permitted
- Sign commercial papers electronically: proxy authorization permitted
- Draft enforcement contracts electronically: proxy authorization permitted
- Sign enforcement contracts electronically: proxy authorization permitted
- Sign electronic guarantees and letters of credit: proxy authorization permitted
- ❖ Asset Management:
 - Purchase, sale, and transfer of ownership of assets:
 - ✓ Real estate:
 - Purchase: proxy authorization permitted
 - Sale: proxy authorization permitted
 - Transfer: proxy authorization permitted
 - ✓ Land:
 - Purchase: proxy authorization permitted
 - Sale: proxy authorization permitted
 - Transfer: proxy authorization permitted
 - ✓ Shares:
 - Purchase: proxy authorization permitted
 - Sale: proxy authorization permitted
 - Mortgage of assets:
 - ✓ Establish mortgage rights: proxy authorization permitted
 - ✓ Release of mortgage: proxy authorization permitted

- ✓ Receipt of proceeds: proxy authorization permitted
- ❖ Issuance of Commercial Papers:
 - Approval and signing of commercial papers: proxy authorization permitted
 - Creation of commercial papers: proxy authorization permitted
 - Cancellation of commercial papers: proxy authorization permitted
 - Closure of commercial papers: proxy authorization permitted
- ❖ Amendment of articles of associations in which the Company participates as a shareholder:
 - Approval of shareholders' resolutions:
 - ✓ Change of legal entity — proxy authorization permitted
 - ✓ Increase or reduction of share capital: proxy authorization permitted
 - ✓ Acceptance of share transfers and purchase of shares: proxy authorization permitted
 - ✓ Admission and withdrawal of shareholders: proxy authorization permitted
 - ✓ Signing shareholders' resolutions on mergers: proxy authorization permitted
 - ✓ Amendment of other provisions of the articles of association: proxy authorization permitted
 - Liquidation of the company: proxy authorization permitted
 - Conversion of the company into an establishment: proxy authorization permitted
- ❖ Judiciary:
 - Representation before Sharia courts:
 - ✓ Hearing claims and responding thereto: proxy authorization permitted
 - ✓ Settlement: proxy authorization permitted
 - ✓ Acceptance or rejection of arbitration: proxy authorization permitted
 - ✓ Acceptance or rejection of conciliation: proxy authorization permitted
 - ✓ Admission and denial: proxy authorization permitted
 - ✓ Waiver: proxy authorization permitted
 - ✓ Pleading: proxy authorization permitted
 - ✓ Defense: proxy authorization permitted
 - ✓ Claims: proxy authorization permitted
 - ✓ Litigation: proxy authorization permitted
 - Appointment of arbitrators: proxy authorization permitted
 - Appointment of lawyers: proxy authorization permitted
 - Representation before Notary Public: proxy authorization permitted

- Use and execution of all electronic services of the Ministry of Justice: proxy authorization permitted
- Delegation/authorization of third parties to execute Ministry of Justice electronic services: proxy authorization permitted
- (Signing loan agreements, amendments, annexes, and all related document - Signing follow-up agreements - Signing consultancy agreements - Signing before the Notary Public with respect to industrial mortgage of all Company assets - Receiving loans - Waiving loans - Requesting loan exemptions - Repayment of loans - Signing letters of credit agreements): proxy authorization permitted
- Signing credit guarantees: proxy authorization permitted
- Signing agreements for transfer of obligations and amendment of loan contracts: proxy authorization permitted
- Signing agreements for debt arrangements concerning the Company and its shareholders: proxy authorization permitted
- Issuance, amendment, and cancellation of waiver declarations: proxy authorization permitted
- ❖ Services of the National Center for Non-Profit Sector Development:
 - Services of fundraising, disbursement, marketing, and other intermediation services in the non-profit sector: proxy authorization permitted
 - Volunteering services: proxy authorization permitted
 - Services of establishing and managing non-profit entities: proxy authorization permitted
 - Services of providing goods and services to non-profit entities: proxy authorization permitted
- ❖ Use and execute all services of the Etimad Platform: proxy authorization permitted
- ❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: proxy authorization permitted
- ❖ Purchase of the establishment: proxy authorization permitted
- ❖ Sign all documents at the Chamber of Commerce: proxy authorization permitted
- ❖ Sale of the establishment: proxy authorization permitted
- ❖ Follow up with the Registration Department: proxy authorization permitted
- ❖ Obtain Registrations: proxy authorization permitted
- ❖ Transfer commercial registrations: proxy authorization permitted
- ❖ Manage Registrations: proxy authorization permitted
- ❖ Cancel Registrations: proxy authorization permitted
- ❖ Supervise Registrations: proxy authorization permitted
- ❖ Open subscriptions at the Chamber of Commerce: proxy authorization permitted
- ❖ Register signatures at the Chamber of Commerce: proxy authorization permitted
- ❖ Cancel signatures at the Chamber of Commerce: proxy authorization permitted
- ❖ Participate in tenders and receive forms: proxy authorization permitted
- ❖ Follow up with the General Organization for Social Insurance: proxy authorization permitted

- ❖ Follow up with the Zakat, Tax and Customs Authority: proxy authorization permitted
- ❖ Manage the commercial registration: proxy authorization permitted
- ❖ Cancel the commercial registration: proxy authorization permitted
- ❖ Follow up with the Civil Defense Authority: proxy authorization permitted
- ❖ Amend registrations: proxy authorization permitted
- ❖ Add activity: proxy authorization permitted
- ❖ Reserve commercial names: proxy authorization permitted
- ❖ Renew subscriptions at the Chamber of Commerce: proxy authorization permitted
- ❖ Amend the commercial registration: proxy authorization permitted
- ❖ Transfer the commercial registration: proxy authorization permitted
- ❖ Issue replacement commercial registration for lost or damaged ones: proxy authorization permitted
- ❖ Issue replacement commercial registration for lost or damaged ones: proxy authorization permitted
- ❖ Register the trademark: proxy authorization permitted
- ❖ Trademark waiver: proxy authorization permitted
- ❖ Commercial names waiver: proxy authorization permitted
- ❖ Issue licenses: proxy authorization permitted
- ❖ Purchase boats: proxy authorization permitted
- ❖ Issue replacement fishing permits for lost or damaged ones: proxy authorization permitted
- ❖ Import boats: proxy authorization permitted
- ❖ Cancel boat licenses: proxy authorization permitted
- ❖ Renew licenses: proxy authorization permitted
- ❖ Amend licenses: proxy authorization permitted
- ❖ Add activity: proxy authorization permitted
- ❖ Reserve names: proxy authorization permitted
- ❖ Cancel licenses: proxy authorization permitted
- ❖ Renew Chamber of Commerce subscriptions: proxy authorization permitted
- ❖ Open branches: proxy authorization permitted
- ❖ Follow up with General Organization for Social Insurance: proxy authorization permitted
- ❖ Follow up with Civil Defense Authority: proxy authorization permitted
- ❖ Follow up with Zakat, Tax and Customs Authority: proxy authorization permitted
- ❖ Issue fishing permit: proxy authorization permitted
- ❖ Issue boat license: proxy authorization permitted
- ❖ Renew boat license: proxy authorization permitted
- ❖ Transfer boat license: proxy authorization permitted
- ❖ Sell the boat: proxy authorization permitted
- ❖ Renew fishing permit: proxy authorization permitted
- ❖ Cancel fishing permit: proxy authorization permitted
- ❖ Issue replacement boat licenses for lost or damaged ones: proxy authorization permitted
- ❖ Open branch for license: proxy authorization permitted
- ❖ Transfer license: proxy authorization permitted
- ❖ Incorporate a company: proxy authorization permitted

- ❖ Sign articles of association and amendment annexes: proxy authorization permitted
- ❖ Cancel articles of association and amendment annexes: proxy authorization permitted
- ❖ Sign shareholders' resolutions: proxy authorization permitted
- ❖ Appoint and dismiss managers: proxy authorization permitted
- ❖ Amend company objectives: proxy authorization permitted
- ❖ Liquidate company: proxy authorization permitted
- ❖ Convert company from joint-stock to limited liability: proxy authorization permitted
- ❖ Convert company from limited liability to joint-stock: proxy authorization permitted
- ❖ Convert company from partnership to limited liability: proxy authorization permitted
- ❖ Increase of share capital: proxy authorization permitted
- ❖ Decrease of share capital: proxy authorization permitted
- ❖ Admission and withdrawal of shareholders: proxy authorization permitted
- ❖ Participation in existing companies: proxy authorization permitted
- ❖ Transfer of shares, stocks, and bonds: proxy authorization permitted
- ❖ Determine share capital: proxy authorization permitted
- ❖ Receive surplus allocation: proxy authorization permitted
- ❖ Sale of shares and stocks and receipt of proceeds: proxy authorization permitted
- ❖ Transfer of shares and stocks from share capital: proxy authorization permitted
- ❖ Sale of company branch: proxy authorization permitted
- ❖ Amend nationality of a shareholder in the contract: proxy authorization permitted
- ❖ Acceptance of share, stocks and share capital transfers: proxy authorization permitted
- ❖ Purchase of shares and stocks and payment of consideration: proxy authorization permitted
- ❖ Close bank accounts in the name of the Company: proxy authorization permitted
- ❖ Open bank accounts in the name of the Company: proxy authorization permitted
- ❖ Sign agreements: proxy authorization permitted
- ❖ Register the Company: proxy authorization permitted
- ❖ Register agencies and trademarks: proxy authorization permitted
- ❖ Attend general assemblies: proxy authorization permitted
- ❖ Open Company branches: proxy authorization permitted
- ❖ Open Company files: proxy authorization permitted
- ❖ Sign articles of association and amendment annexes before the Notary Public: proxy authorization permitted
- ❖ Obtain and renew commercial registrations for the Company: proxy authorization permitted
- ❖ Subscribe to and renew Chamber of Commerce membership: proxy authorization permitted
- ❖ Follow up with the Ministry of Investment and sign before it: proxy authorization permitted
- ❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: proxy authorization permitted
- ❖ Follow up with the Capital Market Authority: proxy authorization permitted
- ❖ Obtain and renew Company licenses: proxy authorization permitted
- ❖ Convert the establishment into a company: proxy authorization permitted
- ❖ Convert Company branch into establishment: proxy authorization permitted

- ❖ Convert Company branch into company: proxy authorization permitted
- ❖ Publish articles of associations, amendments, summaries, and bylaws in the Official Gazette: proxy authorization permitted
- ❖ Follow up with telecommunications companies and establish landlines or mobile lines in the name of the Company: proxy authorization permitted
- ❖ Participate in tenders and receive forms: proxy authorization permitted
- ❖ Sign Company contracts with third parties: proxy authorization permitted
- ❖ Transfer or cancel trademarks: proxy authorization permitted
- ❖ Amend the Company's name: proxy authorization permitted
- ❖ Issue visas: proxy authorization permitted
- ❖ Convert the Company into an establishment: proxy authorization permitted
- ❖ Receive visa compensations: proxy authorization permitted
- ❖ Update workers' data: proxy authorization permitted
- ❖ Open, renew, and cancel primary and subsidiary files: proxy authorization permitted
- ❖ Liquidate and cancel workforce: proxy authorization permitted
- ❖ Report absconding workers: proxy authorization permitted
- ❖ Cancel absconding reports: proxy authorization permitted
- ❖ Transfer sponsorships: proxy authorization permitted
- ❖ Amend professions: proxy authorization permitted
- ❖ Transfer ownership of establishments, liquidate, and cancel them: proxy authorization permitted
- ❖ Follow up with the Department of Recruitment Offices: proxy authorization permitted
- ❖ Follow up with the Labor Computer Department: proxy authorization permitted
- ❖ Issue and renew work permits: proxy authorization permitted
- ❖ Receive Saudization certificates: proxy authorization permitted
- ❖ Issue data printouts: proxy authorization permitted
- ❖ Add and remove Saudi employees: proxy authorization permitted
- ❖ Recruitment: proxy authorization permitted
- ❖ Recruitment: proxy authorization permitted
- ❖ Open file: proxy authorization permitted
- ❖ Activate the Saudi portal: proxy authorization permitted
- ❖ Recruit workers from abroad: proxy authorization permitted
- ❖ Complete labor procedures with General Organization for Social Insurance: proxy authorization permitted
- ❖ Cancel visas: proxy authorization permitted
- ❖ Refund visa fees: proxy authorization permitted
- ❖ Amend nationalities: proxy authorization permitted
- ❖ Issue family visit visas: proxy authorization permitted
- ❖ Issue family recruitment visas: proxy authorization permitted
- ❖ Follow up with embassy: proxy authorization permitted
- ❖ Extend exit and re-entry visas: proxy authorization permitted
- ❖ Extend visit visas: proxy authorization permitted
- ❖ Issue data printouts: proxy authorization permitted

- ❖ Cancel visas: proxy authorization permitted
- ❖ Refund visa amounts: proxy authorization permitted
- ❖ Amend place of arrival: proxy authorization permitted
- ❖ Issue residence permits (Iqama): proxy authorization permitted
- ❖ Renew residence permits (Iqama): proxy authorization permitted
- ❖ Issue exit and re-entry permits: proxy authorization permitted
- ❖ Issue final exit permits: proxy authorization permitted
- ❖ Transfer sponsorships: proxy authorization permitted
- ❖ Issue replacement residence permits for lost or damaged ones: proxy authorization permitted
- ❖ Complete procedures for deceased workers: proxy authorization permitted
- ❖ Report absconding: proxy authorization permitted
- ❖ Cancel absconding reports: proxy authorization permitted
- ❖ Transfer information and update data: proxy authorization permitted
- ❖ Settlement and waiver of workers: proxy authorization permitted
- ❖ Follow up with Deportation and Expatriates Department: proxy authorization permitted
- ❖ Issue workers' data printouts: proxy authorization permitted
- ❖ Drop workforce records: proxy authorization permitted
- ❖ Manage my commercial activities: proxy authorization permitted
- ❖ Transfer sponsorship of workers to himself: proxy authorization permitted
- ❖ Add newborn: proxy authorization permitted
- ❖ Complete procedures for deceased worker: proxy authorization permitted
- ❖ Manage border affairs: proxy authorization permitted
- ❖ Obtain return certificates: proxy authorization permitted
- ❖ Add dependents: proxy authorization permitted
- ❖ Add children to father's or mother's passport: proxy authorization permitted
- ❖ Separate children from father's or mother's passport: proxy authorization permitted
- ❖ Cancel exit and re-entry visas: proxy authorization permitted
- ❖ Cancel final exit visas: proxy authorization permitted
- ❖ Issue replacement travel visas for lost or damaged ones: proxy authorization permitted
- ❖ Issue extensions of visit visas: proxy authorization permitted
- ❖ Amend professions: proxy authorization permitted
- ❖ Issue Hajj permits: proxy authorization permitted
- ❖ Follow up with domestic workers' affairs: proxy authorization permitted
- ❖ Register in electronic services: proxy authorization permitted
- ❖ Follow up with the Ministry of Agriculture and Agricultural Directorate matters: proxy authorization permitted
- ❖ Follow up with the Notary Public or court for acceptance of transfers: proxy authorization permitted
- ❖ Waive agricultural decisions: proxy authorization permitted
- ❖ Transfer agricultural decisions: proxy authorization permitted
- ❖ Receive salaries: proxy authorization permitted
- ❖ Receive pensions: proxy authorization permitted

- ❖ Receive end-of-service benefits and vacation compensations: proxy authorization permitted
- ❖ Transfer salaries: proxy authorization permitted
- ❖ Receive bonuses: proxy authorization permitted
- ❖ Issue salary certificates: proxy authorization permitted
- ❖ Receive entitlements: proxy authorization permitted
- ❖ Open accounts in compliance with Sharia regulations: proxy authorization permitted
- ❖ Close and settle accounts: proxy authorization permitted
- ❖ Withdraw from accounts: proxy authorization permitted
- ❖ Issue ATM cards: proxy authorization permitted
- ❖ Issue credit cards compliant with Sharia regulations: proxy authorization permitted
- ❖ Receive and cash remittances: proxy authorization permitted
- ❖ Disburse cheques: proxy authorization permitted
- ❖ Issue certified cheques: proxy authorization permitted
- ❖ Issue cheque books: proxy authorization permitted
- ❖ Issue account statements: proxy authorization permitted
- ❖ Transfer from accounts: proxy authorization permitted
- ❖ Request bank loans compliant with Sharia regulations: proxy authorization permitted
- ❖ Deposit into accounts: proxy authorization permitted
- ❖ Renew subscriptions in safety deposit funds: proxy authorization permitted
- ❖ Open safety deposit funds: proxy authorization permitted
- ❖ Subscribe to safety deposit funds: proxy authorization permitted
- ❖ Request loan exemptions: proxy authorization permitted
- ❖ Object to cheques: proxy authorization permitted
- ❖ Update data: proxy authorization permitted
- ❖ Activate accounts: proxy authorization permitted
- ❖ Receive cheques: proxy authorization permitted
- ❖ Redeem units of safety deposit funds: proxy authorization permitted
- ❖ Follow up: proxy authorization permitted
- ❖ Reschedule installments: proxy authorization permitted
- ❖ Request point of sale: proxy authorization permitted
- ❖ Request bank accreditation: proxy authorization permitted
- ❖ Request bank guarantee: proxy authorization permitted
- ❖ Subscribe to joint-stock companies: proxy authorization permitted
- ❖ Receive contribution certificates: proxy authorization permitted
- ❖ Purchase Sharia-compliant shares: proxy authorization permitted
- ❖ Sell Sharia-compliant shares: proxy authorization permitted
- ❖ Receive share value: proxy authorization permitted
- ❖ Receive dividends: proxy authorization permitted
- ❖ Receive surplus: proxy authorization permitted
- ❖ Open investment portfolios under Sharia regulations and issue, amend, or cancel orders: proxy authorization permitted
- ❖ Subscription: proxy authorization permitted

- ❖ Purchase shares: proxy authorization permitted
- ❖ Sell shares: proxy authorization permitted
- ❖ Redeem investment fund units: proxy authorization permitted
- ❖ Transfer shares from portfolios: proxy authorization permitted
- ❖ Subscribe to Sharia-compliant investment fund units: proxy authorization permitted
- ❖ Manage investment portfolios: proxy authorization permitted
- ❖ Issue debt certificates: proxy authorization permitted
- ❖ Liquidate investment portfolios: proxy authorization permitted
- ❖ Open shop: proxy authorization permitted
- ❖ Issue health cards: proxy authorization permitted
- ❖ Convert agricultural lands into residential: proxy authorization permitted
- ❖ Follow up with the General Department of Urban Planning: proxy authorization permitted
- ❖ Open shops: proxy authorization permitted
- ❖ Issue licenses: proxy authorization permitted
- ❖ Renew licenses: proxy authorization permitted
- ❖ Cancel licenses: proxy authorization permitted
- ❖ Transfer licenses: proxy authorization permitted
- ❖ Issue building and renovation permits: proxy authorization permitted
- ❖ Plan lands: proxy authorization permitted
- ❖ Issue certificates of building completion: proxy authorization permitted
- ❖ Issue fencing permits: proxy authorization permitted
- ❖ Issue demolition permits: proxy authorization permitted
- ❖ Sign lease contract: proxy authorization permitted
- ❖ Waive contract: proxy authorization permitted
- ❖ Prepare plans for owned lands: proxy authorization permitted
- ❖ Follow up with municipal authority: proxy authorization permitted
- ❖ Convert agricultural lands into residential: proxy authorization permitted
- ❖ Supervise construction: proxy authorization permitted
- ❖ Sign contracts with construction companies and contractors: proxy authorization permitted
- ❖ Participate in tenders and receive forms: proxy authorization permitted
- ❖ Sell and transfer ownership to buyer: proxy authorization permitted
- ❖ Purchase, accept transfers, and pay prices: proxy authorization permitted
- ❖ Receive title deeds: proxy authorization permitted
- ❖ Lease properties: proxy authorization permitted
- ❖ Receive rental payments: proxy authorization permitted
- ❖ Sign rental contracts: proxy authorization permitted
- ❖ Renew rental contracts: proxy authorization permitted
- ❖ Cancel and terminate rental contracts: proxy authorization permitted
- ❖ Mortgage: proxy authorization permitted
- ❖ Release mortgages: proxy authorization permitted
- ❖ Subdivide and partition lands: proxy authorization permitted
- ❖ Amend boundaries, dimensions, areas, plot numbers, plans, deeds, dates, and neighborhood names: proxy authorization permitted

- ❖ Sell: proxy authorization permitted
- ❖ Accept mortgages: proxy authorization permitted
- ❖ Update deeds and enter them into the unified system: proxy authorization permitted
- ❖ Sell shares of ownership: proxy authorization permitted
- ❖ Purchase: proxy authorization permitted
- ❖ Purchase shares of ownership: proxy authorization permitted
- ❖ Lease: proxy authorization permitted
- ❖ Amend owner's name and civil registry number: proxy authorization permitted
- ❖ Gift and transfer of ownership: proxy authorization permitted
- ❖ Accept gift and transfer of ownership: proxy authorization permitted
- ❖ Waive deficiencies in land area: proxy authorization permitted
- ❖ Merge title deeds: proxy authorization permitted
- ❖ Accept waiver and transfer of ownership: proxy authorization permitted
- ❖ Issue replacement sets of lost title deeds and related data: proxy authorization permitted
- ❖ Issue replacement sets of damaged title deeds and related data: proxy authorization permitted
- ❖ Sell and transfer ownership to heirs: proxy authorization permitted
- ❖ Waive shares of ownership from: proxy authorization permitted
- ❖ Certify constructed buildings: proxy authorization permitted
- ❖ Issue replacement damaged title deed: proxy authorization permitted
- ❖ For properties located in specified areas: proxy authorization permitted
- ❖ Convert agricultural land into residential or industrial: proxy authorization permitted
- ❖ Participate in real estate contributions: proxy authorization permitted
- ❖ Purchase shares in real estate contributions: proxy authorization permitted
- ❖ Sell shares in real estate contributions: proxy authorization permitted
- ❖ Waive leased land: proxy authorization permitted
- ❖ Update title deeds and enter them into the unified system: proxy authorization permitted
- ❖ Issue replacement lost title deed: proxy authorization permitted
- ❖ Convert agricultural lands into residential: proxy authorization permitted
- ❖ Construct on land: proxy authorization permitted
- ❖ Lease land: proxy authorization permitted
- ❖ Change the Company's legal entity: proxy authorization permitted
- ❖ Convert the Company from a simple limited partnership into a limited liability company: proxy authorization permitted
- ❖ Divide shares among heirs and transfer them to their portfolios: proxy authorization permitted

The Board of Directors must obtain the approval of the General Assembly when disposing of assets whose value exceeds fifty percent (50%) of the total value of the Company's assets, whether such disposal is made through a single transaction or multiple transactions. In such case, the transaction that results in exceeding the fifty percent (50%) threshold shall be deemed the transaction requiring the approval of the General Assembly. This percentage shall be calculated from the date of the first transaction completed within the preceding twelve (12) months. Within the scope of its authority,

the Board of Directors may delegate one or more of its members, or third parties, to carry out specific acts or tasks.

Article Nineteen: Board Members' Remuneration:

1. The Board of Directors' remuneration shall consist of a fixed amount, an attendance allowance for meetings, in-kind benefits or a percentage of the net profits, provided that the termination of such remuneration complies with the Companies' law and its implementing regulations.
2. The report of the Board of Directors to the Ordinary General Assembly at its annual meeting shall include a comprehensive statement of all amounts received or entitled to be received by each member of the Board of Directors during the fiscal year including remuneration, attendance allowance for meetings, expense allowance, and other benefits. The report shall also include a statement of amounts received by Board members in their capacity as employees or administrators, or amounts received for technical, administrative, or consultancy work. In addition, the report shall contain a statement of the number of Board meetings and the number of meetings attended by each member

Article Twenty: Powers of the Chairman, Vice-Chairman, Managing Director, CEO and secretary:

The Board of Directors, at its first meeting, shall appoint from among its members a Chairman of the Board, and may appoint a Managing Director from among its members. The Board of Directors shall appoint a Vice Chairman from among its members at its first meeting.

- 1- The Board of Directors shall appoint a Chief Executive Officer from among its members or others.

The Chairman of the Board shall be responsible for:

- ❖ Commercial Registers:
 - **Main:**
 - ✓ Annual confirmation: exercised individually/ proxy authorization permitted
 - ✓ Cancellation: exercised individually/ proxy authorization permitted
 - **Sub:**
 - ✓ Issuance: exercised individually/ proxy authorization permitted
 - ✓ Annual confirmation: exercised individually/ proxy authorization permitted
 - ✓ Cancellation: exercised individually/ proxy authorization permitted
- ❖ Companies in which the Company participates as a partner:
 - ✓ Signing articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors
 - ✓ Purchase of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

- ✓ Liquidation of the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ✓ Sale of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ✓ Representation of the Company in the invested company: exercised individually/ proxy authorization permitted
- ❖ Incorporation of companies in the name of the Company:
 - **Commercial Registrations:**
 - ✓ Issuance: exercised individually/ proxy authorization permitted
 - ✓ Annual confirmation: exercised individually/ proxy authorization permitted
 - ✓ Cancellation: exercised individually/ proxy authorization permitted
 - Registration with the Ministry: exercised individually/ proxy authorization permitted
 - Representation before the Notary Public: exercised individually/ proxy authorization permitted
 - Signing the company's articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Signing shareholders' resolutions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Banking
 - Open accounts: exercised individually/ proxy authorization permitted
 - Open letters of credit: exercised individually/ proxy authorization permitted
 - Deposits: exercised individually/ proxy authorization permitted
 - Withdrawals: exercised individually/ proxy authorization permitted
 - Issue cheques: exercised individually/ proxy authorization permitted
 - Update accounts: exercised individually/ proxy authorization permitted
 - Issue account statements: exercised individually/ proxy authorization permitted
 - Request facilities: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Request guarantees: exercised individually/ proxy authorization permitted.
 - Sign loan agreements: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Sign commercial papers: exercised individually/ proxy authorization permitted
 - Sign promissory notes: exercised individually/ proxy authorization permitted
 - Submit any applications or services falling under the jurisdiction of the Communications and Information Technology Commission: exercised individually/ proxy authorization permitted

- Delegate authority to any person, in accordance with applicable regulations, to submit applications or services under the jurisdiction of the Communications and Information Technology Commission: exercised individually/ proxy authorization permitted
- Draft commercial papers electronically: exercised individually/ proxy authorization permitted
- Sign commercial papers electronically: exercised individually/ proxy authorization permitted
- Draft enforcement contracts electronically: exercised individually/ proxy authorization permitted
- Sign enforcement contracts electronically: exercised individually/ proxy authorization permitted
- Sign electronic guarantees and letters of credit: exercised individually/ proxy authorization permitted
- ❖ Asset Management:
 - Purchase, sale, and transfer of ownership of assets:
 - ✓ Real estate:
 - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Transfer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Land:
 - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Transfer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Shares:
 - Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Sale: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Mortgage of assets:
 - ✓ Establish mortgage rights: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

- ✓ Release of mortgage: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ✓ Receipt of proceeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Commercial Papers:
 - Approval and signing of commercial papers: exercised individually/ proxy authorization permitted
 - Creation of commercial papers: exercised individually/ proxy authorization permitted
 - Cancellation of commercial papers: exercised individually/ proxy authorization permitted
 - Closure of commercial papers: exercised individually/ proxy authorization permitted
- ❖ Amendment of articles of association of companies in which the Company participates as a shareholder:
 - Approval of shareholders' resolutions:
 - ✓ Change of legal entity: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Increase or Decrease of share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Acceptance of share transfers and purchase of shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Admission and withdrawal of shareholders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Signing shareholders' resolutions on mergers: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - ✓ Amendment of other provisions of the articles of association: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Liquidation of the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
 - Conversion of the company into an establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Judiciary:
 - Representation before Sharia courts:
 - ✓ Hearing claims and responding thereto: exercised individually/ proxy authorization permitted
 - ✓ Settlement: exercised individually/ proxy authorization permitted

- ✓ Acceptance or rejection of arbitration: exercised individually/ proxy authorization permitted
- ✓ Acceptance or rejection of conciliation: exercised individually/ proxy authorization permitted
- ✓ Admission and denial: exercised individually/ proxy authorization permitted
- ✓ Waiver: exercised individually/ proxy authorization permitted
- ✓ Pleading: exercised individually/ proxy authorization permitted
- ✓ Defense: exercised individually/ proxy authorization permitted
- ✓ Claims: exercised individually/ proxy authorization permitted
- ✓ Litigation: exercised individually/ proxy authorization permitted
- Appointment of arbitrators: exercised individually/ proxy authorization permitted
- Appointment of lawyers: exercised individually/ proxy authorization permitted
- Representation before Notary Public: exercised individually/ proxy authorization permitted
- Use and execution of all electronic services of the Ministry of Justice: exercised individually/ proxy authorization permitted
- Delegation/authorization of third parties to execute Ministry of Justice electronic services: exercised individually/ proxy authorization permitted
- (Signing loan agreements, amendments, annexes, and all related documents, Signing follow-up agreements, Signing consultancy agreements, Signing before the Notary Public with respect to industrial mortgage of all company assets, Receiving loans, Waiving loans, Requesting loan exemptions, Repayment of loans, Signing letters of credit agreements): exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- Signing credit guarantees: exercised individually/ proxy authorization permitted
- Signing agreements for transfer of obligations and amendment of loan contracts: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- Signing agreements for debt arrangements concerning the Company and its shareholders: exercised individually/ proxy authorization permitted
- Issuance, amendment, and cancellation of waiver declarations: exercised individually/ proxy authorization permitted
- ❖ Services of the National Center for Non-Profit Sector Development:
 - Services of fundraising, disbursement, marketing, and other intermediation services in the non-profit sector: exercised individually/ proxy authorization permitted
 - Volunteering services: exercised individually/ proxy authorization permitted
 - Services of establishing and managing non-profit entities: exercised individually/ proxy authorization permitted

- Services of providing goods and services to non-profit entities: exercised individually/ proxy authorization permitted
- ❖ Use and execute all services of the Etimad Platform: exercised individually/ proxy authorization permitted
- ❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: exercised individually/ proxy authorization permitted
- ❖ Purchase the establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sign all documents at the Chamber of Commerce: exercised individually/ proxy authorization permitted
- ❖ Sell the establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Follow up with the Registration Department: exercised individually/ proxy authorization permitted
- ❖ Issue Registrations: exercised individually/ proxy authorization permitted
- ❖ Transfer commercial registrations: exercised individually/ proxy authorization permitted
- ❖ Manage Registrations: exercised individually/ proxy authorization permitted
- ❖ Cancel Registrations: exercised individually/ proxy authorization permitted
- ❖ Supervise Registrations: exercised individually/ proxy authorization permitted
- ❖ Open subscriptions at the Chamber of Commerce: exercised individually/ proxy authorization permitted
- ❖ Register signatures at the Chamber of Commerce: exercised individually/ proxy authorization permitted
- ❖ Cancel signatures at the Chamber of Commerce: exercised individually/ proxy authorization permitted
- ❖ Participate in tenders and receive forms: proxy authorization permitted
- ❖ Follow up with the General Organization for Social Insurance: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Zakat, Tax and Customs Authority: exercised individually/ proxy authorization permitted
- ❖ Manage the commercial registration: exercised individually/ proxy authorization permitted
- ❖ Cancel the commercial registration: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Civil Defense Authority: exercised individually/ proxy authorization permitted
- ❖ Amend registrations: exercised individually/ proxy authorization permitted
- ❖ Add activity: exercised individually/ proxy authorization permitted
- ❖ Reserve commercial name: exercised individually/ proxy authorization permitted
- ❖ Renew subscription at the Chamber of Commerce: exercised individually/ proxy authorization permitted
- ❖ Amend the commercial registration: exercised individually/ proxy authorization permitted
- ❖ Transfer the commercial registration: exercised individually/ proxy authorization permitted
- ❖ Issue replacement commercial registration for lost or damaged ones: exercised individually/ proxy authorization permitted

- ❖ Issue replacement commercial registration for lost or damaged ones: exercised individually/ proxy authorization permitted
- ❖ Register trademark: exercised individually/ proxy authorization permitted
- ❖ Transfer trademark: exercised individually/ proxy authorization permitted
- ❖ Assign commercial name: exercised individually/ proxy authorization permitted
- ❖ Issue licenses: exercised individually/ proxy authorization permitted
- ❖ Purchase boats: exercised individually/ proxy authorization permitted
- ❖ Issue replacement fishing permits for lost or damaged ones: exercised individually/ proxy authorization permitted
- ❖ Import boats: exercised individually/ proxy authorization permitted
- ❖ Cancel boat licenses: exercised individually/ proxy authorization permitted
- ❖ Renew licenses: exercised individually/ proxy authorization permitted
- ❖ Amend licenses: exercised individually/ proxy authorization permitted
- ❖ Add activity: exercised individually/ proxy authorization permitted
- ❖ Reserve names: exercised individually/ proxy authorization permitted
- ❖ Cancel licenses: exercised individually/ proxy authorization permitted
- ❖ Renew Chamber of Commerce subscription: exercised individually/ proxy authorization permitted
- ❖ Open branches: exercised individually/ proxy authorization permitted
- ❖ Follow up with General Organization for Social Insurance: exercised individually/ proxy authorization permitted
- ❖ Follow up with Civil Defense Authority: exercised individually/ proxy authorization permitted
- ❖ Follow up with Zakat, Tax and Customs Authority: exercised individually/ proxy authorization permitted
- ❖ Issue fishing permit: exercised individually/ proxy authorization permitted
- ❖ Issue boat license: exercised individually/ proxy authorization permitted
- ❖ Renew boat license: exercised individually/ proxy authorization permitted
- ❖ Transfer boat license: exercised individually/ proxy authorization permitted
- ❖ Sell boat: exercised individually/ proxy authorization permitted
- ❖ Renew fishing permit: exercised individually/ proxy authorization permitted
- ❖ Cancel fishing permit: exercised individually/ proxy authorization permitted
- ❖ Issue replacement boat license for lost or damaged ones: exercised individually/ proxy authorization permitted
- ❖ Open branch for licenses: exercised individually/ proxy authorization permitted
- ❖ Transfer licenses: exercised individually/ proxy authorization permitted
- ❖ Incorporate companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sign articles of association and amendment annexes: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors
- ❖ Cancel articles of association and amendment annexes: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

- ❖ Sign shareholders' resolutions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Appoint and dismiss managers: exercised individually/ proxy authorization permitted
- ❖ Amend company objectives: exercised individually/ proxy authorization permitted
- ❖ Liquidate the company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors
- ❖ Convert company from joint-stock to limited liability: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Convert company from limited liability to joint-stock: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Convert company from partnership to limited liability: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Increase share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Decrease share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Admission and withdrawal of shareholders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Participation in existing companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Transfer of shares, stocks, and bonds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Determine share capital: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Receive surplus allocation: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sale of shares and stocks and receipt of proceeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Transfer of shares and stocks from share capital: exercised individually/ proxy authorization permitted
- ❖ Sale of company branches: exercised individually/ proxy authorization permitted
- ❖ Amend nationality of a shareholder in the articles of association: exercised individually/ proxy authorization permitted
- ❖ Acceptance of share, stock and share capital transfers: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Purchase of shares and stocks and payment of consideration: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Close bank accounts in the name of the Company: exercised individually/ proxy authorization permitted
- ❖ Open bank accounts in the name of the Company: exercised individually/ proxy authorization permitted
- ❖ Sign agreements: exercised individually/ proxy authorization permitted
- ❖ Register the Company: exercised individually/ proxy authorization permitted

- ❖ Register agencies and trademarks: exercised individually/ proxy authorization permitted
- ❖ Attend general assemblies: exercised individually/ proxy authorization permitted
- ❖ Open Company branches: exercised individually/ proxy authorization permitted
- ❖ Open Company files: exercised individually/ proxy authorization permitted
- ❖ Sign articles of association and amendment annexes before the Notary Public: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue and renew commercial registrations for the Company: exercised individually/ proxy authorization permitted
- ❖ Subscribe to and renew Chamber of Commerce membership: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Ministry of Investment and sign before it: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Capital Market Authority: exercised individually/ proxy authorization permitted
- ❖ Issue and renew Company licenses: exercised individually/ proxy authorization permitted
- ❖ Convert the establishment into a company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Convert company branch into establishment: proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Convert company branch into compan: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Publish articles of association, amendments, summaries, and bylaws in the Official Gazette: exercised individually/ proxy authorization permitted
- ❖ Follow up with telecommunications companies and establish land lines or mobile lines in the name of the Company: exercised individually/ proxy authorization permitted
- ❖ Participate in tenders and receive forms: exercised individually/ proxy authorization permitted
- ❖ Sign Company contracts with third parties: exercised individually/ proxy authorization permitted
- ❖ Transfer or cancel trademarks: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Amend the company's name: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue visas: exercised individually/ proxy authorization permitted
- ❖ Convert the company into an establishment: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Receive visa compensations: exercised individually/ proxy authorization permitted
- ❖ Update workers' data: exercised individually/ proxy authorization permitted
- ❖ Open, renew, and cancel primary and subsidiary files: proxy authorization permitted
- ❖ Liquidate and cancel workforce: exercised individually/ proxy authorization permitted
- ❖ Report absconding workers: exercised individually/ proxy authorization permitted

- ❖ Cancel absconding reports: exercised individually/ proxy authorization permitted
- ❖ Transfer sponsorships: exercised individually/ proxy authorization permitted
- ❖ Amend professions: exercised individually/ proxy authorization permitted
- ❖ Transfer ownership of establishments, liquidate, and cancel them: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Department of Recruitment Offices: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Labor Computer Department: exercised individually/ proxy authorization permitted
- ❖ Issue and renew work permits: exercised individually/ proxy authorization permitted
- ❖ Receive Saudization certificates: exercised individually/ proxy authorization permitted
- ❖ Issue data printouts: exercised individually/ proxy authorization permitted
- ❖ Add and remove Saudi employees: exercised individually/ proxy authorization permitted
- ❖ Recruitment: exercised individually/ proxy authorization permitted
- ❖ Recruitment: exercised individually/ proxy authorization permitted
- ❖ Open file: proxy authorization permitted
- ❖ Activate the Saudi portal: exercised individually/ proxy authorization permitted
- ❖ Recruit workers from abroad: exercised individually/ proxy authorization permitted
- ❖ Complete labor procedures with General Organization for Social Insurance: exercised individually/ proxy authorization permitted
- ❖ Cancel visas: exercised individually/ proxy authorization permitted
- ❖ Refund visa fees: exercised individually/ proxy authorization permitted
- ❖ Amend nationalities: exercised individually/ proxy authorization permitted
- ❖ Issue family visit visas: exercised individually/ proxy authorization permitted
- ❖ Issue family recruitment visas: exercised individually/ proxy authorization permitted
- ❖ Follow up with embassy: proxy authorization permitted
- ❖ Extend exit and re-entry visas: exercised individually/ proxy authorization permitted
- ❖ Extend visit visas: exercised individually/ proxy authorization permitted
- ❖ Issue data printouts: exercised individually/ proxy authorization permitted
- ❖ Cancel visas: exercised individually/ proxy authorization permitted
- ❖ Refund visa amounts: exercised individually/ proxy authorization permitted
- ❖ Amend place of arrival: exercised individually/ proxy authorization permitted
- ❖ Issue residence permits (Iqama): exercised individually/ proxy authorization permitted
- ❖ Renew residence permits (Iqama): exercised individually/ proxy authorization permitted
- ❖ Issue exit and re-entry permits exercised individually/ proxy authorization permitted
- ❖ Issue final exit permits: exercised individually/ proxy authorization permitted
- ❖ Transfer sponsorships: exercised individually/ proxy authorization permitted
- ❖ Issue replacement residence permits for lost or damaged ones: exercised individually/ proxy authorization permitted
- ❖ Complete procedures for deceased workers: exercised individually/ proxy authorization permitted
- ❖ Report absconding: exercised individually/ proxy authorization permitted
- ❖ Cancel absconding reports: exercised individually/ proxy authorization permitted

- ❖ Transfer information and update data: exercised individually/ proxy authorization permitted
- ❖ Settlement and waiver of workers: exercised individually/ proxy authorization permitted
- ❖ Follow up with Deportation and Expatriates Department: proxy authorization permitted
- ❖ Issue workers' data printouts: exercised individually/ proxy authorization permitted
- ❖ Drop workforce records: exercised individually/ proxy authorization permitted
- ❖ Manage my commercial activities: exercised individually/ proxy authorization permitted
- ❖ Transfer sponsorship of workers to himself: exercised individually/ proxy authorization permitted
- ❖ Add newborn: exercised individually/ proxy authorization permitted
- ❖ Complete procedures for deceased worker: exercised individually/ proxy authorization permitted
- ❖ Manage border affairs: exercised individually/ proxy authorization permitted
- ❖ Issue return certificates: exercised individually/ proxy authorization permitted
- ❖ Add dependents: exercised individually/ proxy authorization permitted
- ❖ Add children to father's or mother's passport: exercised individually/ proxy authorization permitted
- ❖ Separate children from father's or mother's passport: exercised individually/ proxy authorization permitted
- ❖ Cancel exit and re-entry visas: exercised individually/ proxy authorization permitted
- ❖ Cancel final exit visas: exercised individually/ proxy authorization permitted
- ❖ Issue replacement travel visas for lost or damaged ones: exercised individually/ proxy authorization permitted
- ❖ Issue extensions of visit visas: exercised individually/ proxy authorization permitted
- ❖ Amend professions: exercised individually/ proxy authorization permitted
- ❖ Issue Hajj permits: exercised individually/ proxy authorization permitted
- ❖ Follow up with domestic workers' affairs: exercised individually/ proxy authorization permitted
- ❖ Register in electronic services: exercised individually/ proxy authorization permitted
- ❖ Follow up with the Ministry of Agriculture and Agricultural Directorate matters: proxy authorization permitted
- ❖ Follow up with the Notary Public or court for acceptance of transfers: exercised individually/ proxy authorization permitted
- ❖ Waive agricultural decisions: exercised individually/ proxy authorization permitted
- ❖ Transfer agricultural decisions: exercised individually/ proxy authorization permitted
- ❖ Receive salaries: proxy authorization permitted
- ❖ Receive pensions: exercised individually/ proxy authorization permitted
- ❖ Receive end-of-service benefits and vacation compensations: exercised individually/ proxy authorization permitted
- ❖ Transfer salaries: exercised individually/ proxy authorization permitted
- ❖ Receive bonuses: exercised individually/ proxy authorization permitted
- ❖ Issue salary certificates: exercised individually/ proxy authorization permitted
- ❖ Receive entitlements: exercised individually/ proxy authorization permitted

- ❖ Open accounts in compliance with Sharia regulations: proxy authorization permitted
- ❖ Close and settle accounts: exercised individually/ proxy authorization permitted
- ❖ Withdraw from accounts: exercised individually/ proxy authorization permitted
- ❖ Issue ATM cards: exercised individually/ proxy authorization permitted
- ❖ Issue credit cards compliant with Sharia regulations: exercised individually/ proxy authorization permitted
- ❖ Receive and cash remittances: exercised individually/ proxy authorization permitted
- ❖ Disburse cheques: exercised individually/ proxy authorization permitted
- ❖ Issue certified cheques: exercised individually/ proxy authorization permitted
- ❖ Obtain checkbooks: exercised individually/ proxy authorization permitted
- ❖ Obtain account statements: exercised individually/ proxy authorization permitted
- ❖ Transfer from accounts: exercised individually/ proxy authorization permitted
- ❖ Request bank loans compliant with Sharia regulations: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Deposit into accounts: exercised individually/ proxy authorization permitted
- ❖ Renew subscriptions in safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Open safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Subscribe to safety deposit funds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Request loan exemptions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Object to cheques: exercised individually/ proxy authorization permitted
- ❖ Update data: exercised individually/ proxy authorization permitted
- ❖ Activate accounts: exercised individually/ proxy authorization permitted
- ❖ Receive cheques: exercised individually/ proxy authorization permitted
- ❖ Redeem units of safety deposit funds: exercised individually/ proxy authorization permitted
- ❖ Follow up: exercised individually/ proxy authorization permitted
- ❖ Reschedule installments: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Request point of sale: exercised individually/ proxy authorization permitted
- ❖ Request bank accreditation: exercised individually/ proxy authorization permitted
- ❖ Request bank guarantee: exercised individually/ proxy authorization permitted
- ❖ Subscribe to joint-stock companies: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Receive contribution certificates: exercised individually/ proxy authorization permitted
- ❖ Purchase Sharia-compliant shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sell Sharia-compliant shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Receive share values: exercised individually/ proxy authorization permitted

- ❖ Receive dividends: exercised individually/ proxy authorization permitted
- ❖ Receive surplus: exercised individually/ proxy authorization permitted
- ❖ Open investment portfolios under Sharia regulations and issue, amend, or cancel orders: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Subscription: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Purchase shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sell shares: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Redeem investment fund units: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Transfer shares from portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Subscribe to Sharia-compliant investment fund units: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Manage investment portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue debt certificates: exercised individually/ proxy authorization permitted
- ❖ Liquidate investment portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Open shop: exercised individually/ proxy authorization permitted
- ❖ Issue health cards: exercised individually/ proxy authorization permitted
- ❖ Convert agricultural lands into residential: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Follow up with the General Department of Urban Planning: exercised individually/ proxy authorization permitted
- ❖ Open shops: exercised individually/ proxy authorization permitted
- ❖ Issue licenses: exercised individually/ proxy authorization permitted
- ❖ Renew licenses: exercised individually/ proxy authorization permitted
- ❖ Cancel licenses: exercised individually/ proxy authorization permitted
- ❖ Transfer licenses: exercised individually/ proxy authorization permitted
- ❖ Issue building and renovation permits: exercised individually/ proxy authorization permitted
- ❖ Plan lands: exercised individually/ proxy authorization permitted
- ❖ Issue certificates of building completion: exercised individually/ proxy authorization permitted
- ❖ Issue fencing permits: exercised individually/ proxy authorization permitted
- ❖ Issue demolition permits: exercised individually/ proxy authorization permitted
- ❖ Sign lease contract: exercised individually/ proxy authorization permitted
- ❖ Waive contract: exercised individually/ proxy authorization permitted
- ❖ Prepare plans for owned land: exercised individually/ proxy authorization permitted

- ❖ Follow up with municipal authorities: exercised individually/ proxy authorization permitted
- ❖ Supervise construction: exercised individually/ proxy authorization permitted
- ❖ Sign contracts with construction companies and contractors: exercised individually/ proxy authorization permitted
- ❖ Participate in tenders and receive forms: exercised individually/ proxy authorization permitted
- ❖ Sell and transfer ownership to buyer: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Purchase, accept transfers, and pay prices: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Receive title deeds: exercised individually/ proxy authorization permitted
- ❖ Lease properties: exercised individually/ proxy authorization permitted
- ❖ Receive rental payments: exercised individually/ proxy authorization permitted
- ❖ Sign rental contracts: exercised individually/ proxy authorization permitted
- ❖ Renew rental contracts: exercised individually/ proxy authorization permitted
- ❖ Cancel and terminate rental contracts: exercised individually/ proxy authorization permitted
- ❖ Mortgage: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Release mortgages: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Subdivide and partition lands: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Amend boundaries, dimensions, areas, plot numbers, deeds, dates and neighborhood names: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Sell: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Accept mortgages: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Update land deeds and enter them into the unified system: exercised individually/ proxy authorization permitted
- ❖ Sell shares of ownership from: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Purchase: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Purchase shares of ownership from: exercised individually/ proxy authorization permitted
- ❖ Lease: exercised individually/ proxy authorization permitted
- ❖ Amend owner's name and civil registry number: exercised individually/ proxy authorization permitted
- ❖ Gift and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

- ❖ Accept gift and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Waive deficiencies in land area: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Merge land deeds: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Accept waiver and transfer of ownership: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue replacement sets of lost title deeds and related data: exercised individually/ proxy authorization permitted
- ❖ Issue replacement sets of damaged title deeds and related data: exercised individually/proxy authorization permitted
- ❖ Sell and transfer ownership to heirs: exercised individually/proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Waive shares of ownership from: exercised individually/proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Certify constructed buildings: exercised individually/proxy authorization permitted
- ❖ Issue replacement damaged title deed: exercised individually/proxy authorization permitted
- ❖ For properties located in specified areas: exercised individually/proxy authorization permitted
- ❖ Convert agricultural land into residential or industrial: exercised individually/proxy authorization permitted: by resolution of the Board of Directors
- ❖ Participate in real estate contributions: exercised individually/proxy authorization permitted: by resolution of the Board of Directors
- ❖ Purchase shares in real estate contributions: exercised individually/proxy authorization permitted: by resolution of the Board of Directors
- ❖ Sell shares in real estate contributions: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors
- ❖ Waive leased land: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors
- ❖ Update title deeds and enter them into the unified system: exercised individually/proxy authorization permitted
- ❖ Issue replacement lost title deed: exercised individually/proxy authorization permitted
- ❖ Convert agricultural lands into residential: exercised individually /proxy authorization permitted: by resolution of the Board of Directors
- ❖ Construct on land: exercised individually /proxy authorization permitted
- ❖ Lease land: exercised individually/proxy authorization permitted
- ❖ Change the Company's legal entity: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Convert the Company from a limited partnership into a limited liability company: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

- ❖ Divide shares among heirs and transfer them to their portfolios: exercised individually/ proxy authorization permitted: by resolution of the Board of Directors.

The Chief Executive Officer shall be responsible for:

- ❖ Commercial Registrations
 - Main:
 - ✓ Annual confirmation: exercised individually / proxy authorization permitted
 - ✓ Cancellation: exercised individually / proxy authorization permitted
 - Sub:
 - ✓ Issuance: exercised individually / delegation permitted
 - ✓ Annual confirmation: exercised individually / delegation permitted
 - ✓ Cancellation: exercised individually / delegation permitted
- ❖ Company Incorporation in the Name of the Company
 - Commercial Registrations:
 - ✓ Issuance: exercised individually / proxy authorization permitted
 - ✓ Annual confirmation: exercised individually / proxy authorization permitted
 - ✓ Cancellation: exercised individually / proxy authorization permitted
 - Registration with the Ministry: exercised individually / proxy authorization permitted
 - Representation before the Notary Public: exercised individually / proxy authorization permitted
- ❖ Banking:
 - Open accounts: exercised individually / proxy authorization permitted
 - Open letters of credit: exercised individually / proxy authorization permitted
 - Deposit funds: exercised individually / proxy authorization permitted
 - Withdraw funds: exercised individually / proxy authorization permitted
 - Issue cheques: exercised individually / proxy authorization permitted
 - Update accounts: exercised individually / proxy authorization permitted
 - Issue account statements: exercised individually / proxy authorization permitted
 - Request guarantees: exercised individually / proxy authorization permitted
 - Sign commercial papers: exercised individually / proxy authorization permitted

- Sign promissory notes: exercised individually / proxy authorization permitted
- Submit any application or service request falling under the jurisdiction of the Communications and Information Technology Commission: exercised individually / proxy authorization permitted
- Delegate authority to any person – in accordance with applicable regulations – to submit applications or service requests under the jurisdiction of the Communications and Information Technology Commission: exercised individually / proxy authorization permitted
- Issue commercial papers (electronically): exercised individually / proxy authorization permitted
- Sign commercial papers (electronically): exercised individually / proxy authorization permitted
- Draft executive contracts (electronically): exercised individually / proxy authorization permitted
- Sign executive contracts (electronically): exercised individually / proxy authorization permitted
- ❖ Commercial Papers
 - Approve and sign commercial papers: exercised individually / proxy authorization permitted
 - Create commercial papers: exercised individually / proxy authorization permitted
 - Cancel commercial papers: exercised individually / proxy authorization permitted
 - Close commercial papers: exercised individually / proxy authorization permitted
- ❖ Judiciary
 - Representation before Sharia Courts:
 - ✓ Hearing claims and responding thereto: exercised individually / proxy authorization permitted
 - ✓ Reconciliation: exercised individually / proxy authorization permitted
 - ✓ Acceptance or rejection of arbitration: exercised individually / proxy authorization permitted
 - ✓ Acceptance or rejection of settlement: exercised individually / proxy authorization permitted
 - ✓ Admission and denial: exercised individually / proxy authorization permitted
 - ✓ Waiver: exercised individually / proxy authorization permitted

- ✓ Pleading: exercised individually / proxy authorization permitted
- ✓ Defense: exercised individually / proxy authorization permitted
- ✓ Claims: exercised individually / proxy authorization permitted
- ✓ Litigation: exercised individually / proxy authorization permitted
- Appointment of arbitrators: exercised individually / proxy authorization permitted
- Appointment of attorneys: exercised individually / proxy authorization permitted
- Representation before Notary Public: exercised individually / proxy authorization permitted
- Use and execution of all electronic services of the Ministry of Justice: exercised individually / proxy authorization permitted
- Authorizing others to execute electronic services of the Ministry of Justice: exercised individually / proxy authorization permitted
- ❖ Use and execute all services of Etimad Platform: exercised individually / proxy authorization permitted
- ❖ Use and execute all electronic services of the Ministry of Human Resources and Social Development: exercised individually / proxy authorization permitted
- ❖ Sign all documents at the Chamber of Commerce: exercised individually / proxy authorization permitted
- ❖ Follow up with the Records Department: exercised individually / proxy authorization permitted
- ❖ Issue registrations: exercised individually / proxy authorization permitted
- ❖ Transfer commercial registrations: exercised individually / proxy authorization permitted
- ❖ Manage registrations: exercised individually / proxy authorization permitted
- ❖ Cancel registrations: exercised individually / proxy authorization permitted
- ❖ Supervise registrations: exercised individually / proxy authorization permitted
- ❖ Open membership at the Chamber of Commerce: exercised individually / proxy authorization permitted
- ❖ Authenticate signature at the Chamber of Commerce: exercised individually / proxy authorization permitted
- ❖ Cancel signature at the Chamber of Commerce: exercised individually / proxy authorization permitted
- ❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted

- ❖ Follow up with General Organization of Social Insurance: exercised individually / proxy authorization permitted
- ❖ Follow up with Zakat, Tax and Customs Authority: exercised individually / proxy authorization permitted
- ❖ Manage commercial registration: exercised individually / proxy authorization permitted
- ❖ Cancel commercial registration: exercised individually / proxy authorization permitted
- ❖ Follow up with Civil Defense: exercised individually / proxy authorization permitted
- ❖ Amend registrations: exercised individually / proxy authorization permitted
- ❖ Add activity: exercised individually / proxy authorization permitted
- ❖ Reserve commercial name: exercised individually / proxy authorization permitted
- ❖ Renew membership at the Chamber of Commerce: exercised individually / proxy authorization permitted
- ❖ Amend commercial registration: exercised individually / proxy authorization permitted
- ❖ Transfer commercial registration: exercised individually / proxy authorization permitted
- ❖ Issue replacement commercial registration (lost or damaged): exercised individually / proxy authorization permitted
- ❖ Register trademark: exercised individually / proxy authorization permitted
- ❖ Assign commercial name: exercised individually / proxy authorization permitted
- ❖ Issue licenses: exercised individually / proxy authorization permitted
- ❖ Renew licenses: exercised individually / proxy authorization permitted
- ❖ Amend licenses: exercised individually / proxy authorization permitted
- ❖ Add activity: exercised individually / proxy authorization permitted
- ❖ Reserve names: exercised individually / proxy authorization permitted
- ❖ Cancel licenses: exercised individually / proxy authorization permitted
- ❖ Renew Chamber of Commerce membership: exercised individually / proxy authorization permitted
- ❖ Open branches: exercised individually / proxy authorization permitted
- ❖ Follow up with General Organization of Social Insurance: exercised individually / proxy authorization permitted
- ❖ Follow up with Civil Defense: exercised individually / proxy authorization permitted

- ❖ Follow up with Zakat, Tac and Customs Authority: exercised individually / proxy authorization permitted
- ❖ Open branch for licenses: exercised individually / proxy authorization permitted
- ❖ Transfer license: exercised individually / proxy authorization permitted
- ❖ Close bank accounts in the name of the Company: exercised individually / proxy authorization permitted
- ❖ Open bank accounts in the name of the Company: exercised individually / proxy authorization permitted
- ❖ Sign agreements: exercised individually / proxy authorization permitted
- ❖ Register the Company: exercised individually / proxy authorization permitted
- ❖ Register agencies and trademarks: exercised individually / proxy authorization permitted
- ❖ Open company branches: exercised individually / proxy authorization permitted
- ❖ Open company files: exercised individually / proxy authorization permitted
- ❖ Issue and renew commercial registrations for the Company: exercised individually / proxy authorization permitted
- ❖ Subscribe to and renew Chamber of Commerce membership: exercised individually / proxy authorization permitted
- ❖ Follow up with the Ministry of Investment and sign before it: exercised individually / proxy authorization permitted
- ❖ Follow up with the Quality and Standards department and Saudi Standards Metrology & Quality Organization: exercised individually / proxy authorization permitted
- ❖ Follow up with the Capital Market Authority: exercised individually / proxy authorization permitted
- ❖ Issue and renew company licenses: exercised individually / proxy authorization permitted
- ❖ Publish the Articles of Association, amendments, summaries, and bylaws in the Official Gazette: exercised individually / proxy authorization permitted
- ❖ Follow up with telecommunication companies and establish landline or mobile lines in the Company's name: exercised individually / proxy authorization permitted
- ❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted
- ❖ Sign contracts with third parties: exercised individually / proxy authorization permitted
- ❖ Issue visas: exercised individually / proxy authorization permitted
- ❖ Receive visa compensations: exercised individually / proxy authorization permitted

- ❖ Update employee data: exercised individually / proxy authorization permitted
- ❖ Open, renew, and cancel primary and secondary files: exercised individually / proxy authorization permitted
- ❖ Liquidate and cancel workforce: exercised individually / proxy authorization permitted
- ❖ Report absconding workers: exercised individually / proxy authorization permitted
- ❖ Cancel absconding reports: exercised individually / proxy authorization permitted
- ❖ Transfer sponsorships: exercised individually / proxy authorization permitted
- ❖ Amend professions: exercised individually / proxy authorization permitted
- ❖ Transfer ownership of establishments, liquidate, and cancel them: exercised individually / proxy authorization permitted
- ❖ Follow up with recruitment offices: exercised individually / proxy authorization permitted
- ❖ Follow up with Labor Computer Department: exercised individually / proxy authorization permitted
- ❖ Issue and renew work permits: exercised individually / proxy authorization permitted
- ❖ Receive Saudization certificates: exercised individually / proxy authorization permitted
- ❖ Issue data printouts: exercised individually / proxy authorization permitted
- ❖ Add or remove Saudi employees: exercised individually / proxy authorization permitted
- ❖ Recruitment: exercised individually / proxy authorization permitted
- ❖ Recruitment: exercised individually / proxy authorization permitted
- ❖ Open file: exercised individually / proxy authorization permitted
- ❖ Activate Saudi portal: exercised individually / proxy authorization permitted
- ❖ Recruit foreign workers: exercised individually / proxy authorization permitted
- ❖ Finalize procedures with General Organization of Social Insurance: exercised individually / proxy authorization permitted
- ❖ Cancel visas: exercised individually / proxy authorization permitted
- ❖ Refund visa fees: exercised individually / proxy authorization permitted
- ❖ Amend nationalities: exercised individually / proxy authorization permitted
- ❖ Issue family visit visas: exercised individually / proxy authorization permitted
- ❖ Issue family recruitment visas: exercised individually / proxy authorization permitted
- ❖ Follow up with embassy: exercised individually / proxy authorization permitted

- ❖ Extend exit/re-entry visas: exercised individually / proxy authorization permitted
- ❖ Extend visit visas: exercised individually / proxy authorization permitted
- ❖ Issue data printouts: exercised individually / proxy authorization permitted
- ❖ Cancel visas: exercised individually / proxy authorization permitted
- ❖ Refund visa amounts: exercised individually / proxy authorization permitted
- ❖ Amend arrival destinations: exercised individually / proxy authorization permitted
- ❖ Issue residence permits (Iqama): exercised individually / proxy authorization permitted
- ❖ Renew residence permits (Iqama): exercised individually / proxy authorization permitted
- ❖ Issue exit/re-entry visas: exercised individually / proxy authorization permitted
- ❖ Issue final exit visas: exercised individually / proxy authorization permitted
- ❖ Replace lost or damaged residence permits: exercised individually / proxy authorization permitted
- ❖ Finalize procedures for deceased workers: exercised individually / proxy authorization permitted
- ❖ Report absconding workers: exercised individually / proxy authorization permitted
- ❖ Cancel absconding reports: exercised individually / proxy authorization permitted
- ❖ Transfer information and update data: exercised individually / proxy authorization permitted
- ❖ Settlement and waiver of workers: exercised individually / proxy authorization permitted
- ❖ Follow up with Deportation and Expatriates Department: exercised individually / proxy authorization permitted
- ❖ Issue workers' data printouts: exercised individually / proxy authorization permitted
- ❖ Drop workers from records: exercised individually / proxy authorization permitted
- ❖ Manage my commercial affairs: exercised individually / proxy authorization permitted
- ❖ Transfer sponsorship to himself: exercised individually / proxy authorization permitted
- ❖ Add newborn: exercised individually / proxy authorization permitted
- ❖ Finalize procedures for deceased workers: exercised individually / proxy authorization permitted
- ❖ Manage border affairs: exercised individually / proxy authorization permitted
- ❖ Issue return certificates: exercised individually / proxy authorization permitted

- ❖ Add dependents: exercised individually / proxy authorization permitted
- ❖ Add children to parents' passports: exercised individually / proxy authorization permitted
- ❖ Separate children from parents' passports: exercised individually / proxy authorization permitted
- ❖ Cancel exit/re-entry visas: exercised individually / proxy authorization permitted
- ❖ Cancel final exit visas: exercised individually / proxy authorization permitted
- ❖ Issue replacement travel visas: exercised individually / proxy authorization permitted
- ❖ Extend visit visas: exercised individually / proxy authorization permitted
- ❖ Issue Hajj permits: exercised individually / proxy authorization permitted
- ❖ Follow up with domestic worker affairs: exercised individually / proxy authorization permitted
- ❖ Register in e-services: exercised individually / proxy authorization permitted
- ❖ Follow up with Ministry of Agriculture and Agricultural Directorate matters: exercised individually / proxy authorization permitted
- ❖ Follow up with Notary Public or Court for property transfers: exercised individually / proxy authorization permitted
- ❖ Receive salaries: exercised individually / proxy authorization permitted
- ❖ Receive pensions: exercised individually / proxy authorization permitted
- ❖ Receive end-of-service benefits and vacation compensations: exercised individually / proxy authorization permitted
- ❖ Transfer salaries: exercised individually / proxy authorization permitted
- ❖ Receive allowances: exercised individually / proxy authorization permitted
- ❖ Issue salary certificates: exercised individually / proxy authorization permitted
- ❖ Receive entitlements: exercised individually / proxy authorization permitted
- ❖ Open Sharia-compliant accounts: exercised individually / proxy authorization permitted
- ❖ Close and settle accounts: exercised individually / proxy authorization permitted
- ❖ Withdraw from accounts: exercised individually / proxy authorization permitted
- ❖ Issue ATM cards: exercised individually / proxy authorization permitted
- ❖ Issue Sharia-compliant credit cards: exercised individually / proxy authorization permitted
- ❖ Receive and cash transfers: exercised individually / proxy authorization permitted

- ❖ Disburse cheques: exercised individually / proxy authorization permitted
- ❖ Issue certified cheques: exercised individually / proxy authorization permitted
- ❖ Issue cheque books: exercised individually / proxy authorization permitted
- ❖ Issue account statements: exercised individually / proxy authorization permitted
- ❖ Transfer between accounts: exercised individually / proxy authorization permitted
- ❖ Deposit into accounts: exercised individually / proxy authorization permitted
- ❖ Object to cheques: exercised individually / proxy authorization permitted
- ❖ Update data: exercised individually / proxy authorization permitted
- ❖ Activate accounts: exercised individually / proxy authorization permitted
- ❖ Receive cheques: exercised individually / proxy authorization permitted
- ❖ Redeem safe deposit units: exercised individually / proxy authorization permitted
- ❖ Follow up with authorities: exercised individually / proxy authorization permitted
- ❖ Request points of sale: exercised individually / proxy authorization permitted
- ❖ Request bank accreditation: exercised individually / proxy authorization permitted
- ❖ Request bank guarantees: exercised individually / proxy authorization permitted
- ❖ Issue debt certificates: exercised individually / proxy authorization permitted
- ❖ Open shop: exercised individually / proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue health cards: exercised individually / proxy authorization permitted
- ❖ Follow up with the General Department of Urban Planning: exercised individually / proxy authorization permitted
- ❖ Open stores: exercised individually / proxy authorization permitted: by resolution of the Board of Directors.
- ❖ Issue permits: exercised individually / proxy authorization permitted
- ❖ Renew permits: exercised individually / proxy authorization permitted
- ❖ Cancel permits: exercised individually / proxy authorization permitted
- ❖ Transfer permits: exercised individually / proxy authorization permitted
- ❖ Issue building and renovation clearances: exercised individually / proxy authorization permitted
- ❖ Land planning: exercised individually / proxy authorization permitted

- ❖ Issue completion certificates: exercised individually / proxy authorization permitted
- ❖ Issue fencing permits: exercised individually / proxy authorization permitted
- ❖ Issue demolition permits: exercised individually / proxy authorization permitted
- ❖ Sign lease contracts: exercised individually / proxy authorization permitted
- ❖ Assign lease contracts: exercised individually / proxy authorization permitted
- ❖ Prepare plans for owned land: exercised individually / proxy authorization permitted
- ❖ Follow up with Municipality: exercised individually / proxy authorization permitted
- ❖ Supervise construction: exercised individually / proxy authorization permitted
- ❖ Sign contracts with construction institutions and contractors: exercised individually / proxy authorization permitted
- ❖ Enter tenders and receive forms: exercised individually / proxy authorization permitted
- ❖ Receive title deeds: exercised individually / proxy authorization permitted
- ❖ Lease property: exercised individually / proxy authorization permitted
- ❖ Receive rent: exercised individually / proxy authorization permitted
- ❖ Sign rental contracts: exercised individually / proxy authorization permitted
- ❖ Renew rental contracts: exercised individually / proxy authorization permitted
- ❖ Cancel and terminate rental contracts: exercised individually / proxy authorization permitted
- ❖ Update title deeds and enter them into the unified system: exercised individually / proxy authorization permitted
- ❖ Lease: exercised individually / proxy authorization permitted
- ❖ Amend owner's name and civil registry number: exercised individually / proxy authorization permitted
- ❖ Issue replacement title deeds (lost) with details: exercised individually / proxy authorization permitted
- ❖ Issue replacement title deeds (damaged) with details: exercised individually / proxy authorization permitted
- ❖ Certify buildings: exercised individually / proxy authorization permitted
- ❖ Issue replacement title deed (damaged): exercised individually / proxy authorization permitted

- ❖ Update title deed and enter into unified system: exercised individually / proxy authorization permitted
- ❖ Issue replacement title deed (lost): exercised individually / proxy authorization permitted
- ❖ Construct land: exercised individually / proxy authorization permitted
- ❖ Lease land: exercised individually / proxy authorization permitted

The Board of Directors shall appoint a Secretary, chosen either from among its members or from outside. The Chairman of the Board may, by written resolution, delegate some of his powers to other members of the Board or to third parties to carry out specific acts or tasks. The Vice Chairman of the Board shall assume the duties of the Chairman in his absence, in cases where the Board has appointed a Vice Chairman.

Article Twenty-One: The vacant position of the Board:

If the position of Board member becomes vacant, and the vacancy does not result in a breach of the conditions necessary for the Quorum of the Board's meetings due to the lack of the minimum number of Board members stipulated by law, the Board may appoint another member in the vacant position temporarily. Such new member must be qualified and experienced. Additionally, notice of such appointment shall be sent to the competent authority within the period specified by law from the date of appointment, provided that such appointment is put forward before the first meeting of the General Assembly. The term of the new member designated to fill a vacancy shall only extend to the term of his predecessor or the seat shall remain vacant until the end of the Board of Directors' session, as the Board deems appropriate. In case the number of the members of the Board of Directors falls below the quorum required for convening of the Board meetings, the General Assembly shall be called for a meeting by the remaining members within the period specified by law to elect the necessary number of Board members.

Article Twenty-Two: Board Meetings:

The Board of Directors shall meet by the invitation of its Chairman at least four times a year. The Chairman of the Board shall call for a meeting whenever a member of the Board requests it, and the invitation to the meeting shall be sent to each member of the Board with sufficient time before the date set for the meeting. The invitation shall be by any of the appropriate notification methods, whether delivered in person, by email or through modern technology means, and the Board of Directors shall determine the place of holding its meetings and may be held using modern technology means.

Article Twenty-Three: Quorum of the Board meeting:

A Board meeting shall not be valid unless attended by half of the members, either in person or by proxy at least. In the event that a Board member authorizes another member to attend Board meetings on his behalf, such authorization must be made in accordance with the following rules:

- A. A member of the Board may not act as a proxy for more than one member in the same meeting.
- B. The proxy authorization must be confirmed in writing or through any technical means and must relate to a specific meeting.
- C. The delegate may not vote on resolutions for which the principal is prohibited from voting under.

Resolutions of the Board of Directors shall be adopted by a majority of the votes of the Board members present, whether in person or by proxy. In the event of a tie, the side with which the Chairman of the meeting voted shall prevail. Resolutions of the Board's shall take effect from the date of their issuance unless otherwise specified to take effect at another time or upon fulfillment of certain conditions.

The Board of Directors may issue resolutions on urgent matters by circulation to all members, unless a member requests in writing that the matter be deliberated in a Board meeting. Such resolutions shall be adopted by a majority of the votes and shall be presented to the Board at its next meeting to record them in the minutes of that meeting.

Article Twenty-Four: Board Deliberations:

Deliberations and resolutions of the Board shall be documented in minutes prepared by the secretary of the Board and to be signed by the Chairman of the Board, the Board members attending the meeting and the Secretary. The minutes shall be recorded in a special register to be signed by the Chairman of the Board and the Secretary. Modern technology means may be used to sign and prove the deliberations and resolutions and record the minutes.

Article Twenty-Five: Evaluation of Board decisions:

A member of the Board of Directors of the Company shall be deemed to have fulfilled his duty in the decision he took or voted on in good faith if the following is achieved:

- A. If he has no interest in the subject matter of the decision.
- B. If he has been informed and familiarized with the subject matter of the decision to the extent appropriate in the surrounding circumstances according to his reasonable belief.
- C. If he firmly and rationally believes that the decision is in the best interests of the Company.

The burden of proof to the contrary shall be on the claimant, and a decision for the purposes of this article shall mean acting or not acting on a matter relating to the Company's affairs.

Article Twenty-Six: Formation of the Audit Committee:

An Audit Committee shall be formed by resolution of the Company's Board of Directors from among non-executive members of the Board. The number of its members shall not be less than three, including at least one independent member in accordance with the regulations issued by the competent authorities, and at least one member specialized in financial and accounting affairs. The General Assembly based on a proposal from the Board of Directors, shall issue the committee's charter, which shall include the rules and procedures of its work, its duties, its criteria for selecting its members, the method of their nomination, the term of their membership, their remuneration, and the mechanism for appointing temporary members in the event of vacancy.

The committee shall prepare a report detailing its performance of its powers and duties and shall include its recommendations and opinion regarding the adequacy of the internal and financial control system and risk management. The Board of Directors shall deposit sufficient copies of this report at the Company's main office and publish it on its website when publishing the invitation of the General Assembly to convene according to the period specified by the law. A summary of the report shall be read during General Assembly meeting.

Article Twenty-Seven: Remuneration and Nominations Committee:

The Remuneration and Nominations Committee shall be formed by resolution of the Board of Directors from among non-executive members of the Board, with no fewer than three members, including at least one independent member, in accordance with the regulations issued by the competent authorities. The General Assembly, based on a proposal from the Board of Directors, shall issue the committee's charter, which shall include the rules and procedures of its work, its duties, the criteria for selecting its members, the method of their nomination, the term of their membership, their remuneration, and the mechanism for appointing temporary members in the event of vacancy.

Chapter Four: General Assemblies of Shareholders

Article Twenty-Eight: Invitation to Assemblies:

- 1- Private and General Assemblies shall be held upon invitation from the Board of Directors. The Board of Directors shall call for the Ordinary General Assembly to be convened within (thirty) days from the date of the request of the auditor or one or more shareholders representing (ten percent) of the Company's shares with voting rights at least and the Company's auditor may call for the Ordinary General Assembly to convene if the Board does not send the invitation within (thirty) days from the date of the auditor's request.
- 2- The request referred to in paragraph (1) of this article must specify the agenda items on which the shareholders are required to vote.
- 3- The invitation to convene the Assembly shall be sent at least (twenty-one) days before the date specified for it in accordance with the provisions of the Law, taking into account the following:
 - A- Notifying shareholders by registered letters to their addresses listed in the shareholders' register or announcing the invitation through modern technology means.
 - B- Sending a copy of the invitation and the agenda to the commercial register, as well as a copy to the Capital Market Authority if the company is listed on the capital market on the date of announcing the invitation.
- 4- The invitation to the General Assembly meeting must include at least the following:
 - A- A statement of the person entitled to attend the General Assembly meeting and his right to delegate whomever he chooses apart from among the Board Members, and a statement of the shareholder's right to discuss the topics included in the General Assembly's agenda and to ask questions and how to exercise the right to vote.
 - B- The place, date and time of the meeting.
 - C- The type of the Assembly, whether it is a general or private assembly.

The meeting's agenda including the items on which the shareholders are required to vote.

Article Twenty-Nine: Voting in Assemblies:

The election of members of the Board of Directors shall be by cumulative voting. Members of the Board of Directors may not participate in voting on assembly decisions related to business and contracts in which they have a direct or indirect interest, or which involve a conflict of interest.

Article Thirty: Preparation of Minutes for the General Assemblies:

Minutes of meeting shall be prepared for each General Assembly meeting, recording the number of shareholders present or represented, the number of shares held by them in person or by proxy, the number of votes attached thereto, the resolutions adopted, the number of votes in favor or against, and a concise summary of the discussions held during the meeting. The minutes of meeting shall be duly recorded

following each meeting in a special register, to be signed by the Chairman of the Assembly, the Secretary, and the vote collector.

Article Thirty-One : Attending Assemblies:

The General Assembly shall be held in the city in which the Company's head office is located or as determined by the Board of Directors. Every shareholder has the right to attend meetings of the general assemblies of shareholders. A Shareholder has the right to appoint another person other than the members of the Board of Directors to attend the General Assembly. The General Assembly meetings can be convened and the shareholder's participation in the deliberations and voting on decisions by means of modern technology and in accordance with the guidelines specified by the competent authorities.

Article Thirty-Two: Functions of the Ordinary General Assembly:

Except for matters related to the Extraordinary General Assembly, the Ordinary General Assembly is concerned with all matters related to the Company, and it convenes at least once a year during the six (6) months following the end of the Company's fiscal year. Other ordinary general assemblies may be called whenever it is needed. The requirement to convene the Annual Ordinary General Assembly shall be met by convening an Extraordinary General Assembly if its agenda includes items within the functions of the Ordinary General Assembly and the percentage of votes for each item shall be calculated according to the votes of the Assembly whose functions this agenda item falls within

Article Thirty-Three : Functions of the Extraordinary General Assembly:

The Extraordinary General Assembly is concerned with amending the Company's bylaws, with the exception of matters that it is prohibited to amend by law, and it has the right to issue decisions in matters falling within the competencies of the Ordinary General Assembly, under the same terms and conditions prescribed for the Ordinary General Assembly.

Article Thirty-Four: Quorum of the Ordinary General Assembly Meeting:

The Ordinary General Assembly meeting shall not be valid unless attended by shareholders representing at least a quarter of the Company's shares with voting rights. If the quorum required is not met at this meeting, an invitation shall be issued to a second meeting to be held within thirty (30) days following the date scheduled for the previous meeting. However, the second meeting may be held one hour after the time set for the first meeting, provided that the invitation to the first meeting includes a statement to that effect. The invitation shall be announced in accordance with the procedures prescribed in these Bylaws. The second meeting shall be deemed valid regardless of the number of shares with voting rights represented therein.

Article Thirty-Five: Quorum of the Extraordinary General Assembly Meeting:

The Extraordinary General Assembly meeting shall not be valid unless attended by shareholders representing at least half of the Company's shares carrying voting rights. If the quorum is not met at this meeting, an invitation shall be issued for a second meeting in the same manner stipulated in these Bylaws. However, the second meeting may be held one hour after the time set for the first meeting, provided that the invitation to the first meeting includes a statement to that effect. The second meeting shall be valid if attended by shareholders representing at least a quarter of the company's shares carrying voting rights. If the quorum required for the second meeting is not met, an invitation shall be issued for a third meeting to be held in the manner stipulated in these Bylaws. The third meeting shall be deemed valid regardless of the number of shares carrying voting rights represented therein, subject to obtaining the approval of the competent authorities.

Article Thirty-Six : Assemblies Decisions:

Decisions of the Ordinary General Assembly are issued by the majority of the shares represented in the meeting. The decisions of the Extraordinary General Assembly are also issued by a two-thirds majority of the shares represented in the meeting, unless the decision is related to increasing or decreasing the capital, or by merging it with another company or establishment. It will not be valid unless it is issued by a three-quarters majority of the shares represented in the meeting. The Board of Directors must register with the competent authorities the decisions of the Extraordinary General Assembly during the period specified in the relevant regulations. The decisions of the General Assemblies are effective from the date of their issuance, except for the cases specified by the relevant regulations, or the decision issued for its validity at another time, or when certain conditions are met.

Article Thirty-Seven: Discussion in the Assemblies:

Each shareholder has the right to discuss the topics on the agenda of the assembly and direct questions in this regard to the members of the Board of Directors and the auditor. The Board of Directors or the auditor answers the questions of the shareholders to the extent that does not expose the interest of the company to harm. If the shareholder finds that the answer to his question is not convincing, he appeals to the assembly, and the assembly decision is enforceable in this regard.

Article Thirty-Eight: Presiding over the assemblies and preparing the minutes:

The General Assembly shall be chaired by the Chairman of the Board of Directors, or in his absence, by the Vice Chairman, or by a member of the Board designated by the Board of Directors in the event of the absence of both the Chairman and the Vice Chairman. The Assembly shall appoint a secretary for the meeting and a vote collector.

Chapter Five: The Auditor

Article Thirty-Nine: Appointing an Auditor:

The company must have one or more auditors from among the auditors licensed to work in the Kingdom of Saudi Arabia, to be appointed by the Ordinary General Assembly, which determines his duration and scope of work and remuneration, and may reappoint him in accordance with the relevant laws and regulations. The General Assembly has the right - at any time - to dismiss him, without prejudice to his right to compensation for the damage he suffers if there is a need. In urgent circumstances, the Board of Directors may dismiss the auditor and appoint another auditor. The dismissal and appointment shall be presented to the nearest General Assembly, and the Chairman of the Board of Directors must inform the competent authority of the dismissal decision and its reasons within the period specified in the relevant regulations, and in the event of the auditor's retirement, the Board of Directors must invite the General Assembly to convene - to consider the reasons for his retirement and appoint another auditor, and to take into account the guidelines specified in the laws and regulations related to appointing an auditor.

Article Forty: Powers of the Auditor:

The auditor at any time has the right to view the Company's documents, financial records and supporting documents, and he may also request data and clarifications that he deems necessary to obtain, in order to verify the Company's assets and liabilities and other things that fall within the scope of his work. The Chairman of the Board of Directors must enable him to perform his duty. If the auditor encounters difficulty in this regard, he shall prove that in a report submitted to the Board of Directors. If the Board does not

facilitate the work of the auditor, he must request the Board of Directors to invite the Ordinary General Assembly to consider the matter.

Article Forty -One: Auditor's Report:

The auditor shall submit to the General Assembly at its annual meeting a report on the Company's financial statements prepared in accordance with the auditing standards recognized in the Kingdom, including the position of the Company's administration in enabling him to obtain the data and clarifications he requested, any violations of the provisions of the Companies Law or the Company's bylaws within the limits of his functions, and his opinion on the fairness of the Company's financial statements. The auditor must read out his report or present a summary of it at the Annual Ordinary General Assembly.

Chapter Six: Company Finance and Profit Distribution

Article Forty-Two: The Fiscal Year:

The Company's fiscal year shall be twelve Gregorian months, starting on the 1st of August and ending on 31st of July.

Article Forty-Three: Financial Documents:

At the end of each fiscal year of the Company, the Board of Directors must prepare the Company's financial statements in accordance with the auditing standards recognized in the Kingdom and a report on its activities and its financial position for the past fiscal year. This report includes the proposed method for distributing profits. These documents shall be put at the disposal of the auditor by the Board within the specified period specified in the regulations prior to the date set for the meeting of the General Assembly. The Chairman of the Board of Directors of the Company, its Chief Executive Officer and its Financial Manager must sign the documents referred to in this Article, and copies of them shall be deposited in the Company's head office at the disposal of the shareholders in accordance with the statutory specified period. The Chairman of the Board of Directors of the Company, its Chief Executive Officer and its Financial Manager must sign the documents referred to in this Article, and copies of them shall be deposited in the Company's head office at the disposal of the shareholders in accordance with the statutory specified period. The Chairman of the Board of Directors must provide the shareholders with the Company's financial statements, the report of the Board of Directors, and the auditor's report, unless they are published in any of the regular publishing and announcing methods before the date specified for the General Assembly to be held and within the period specified in the relevant laws and regulations, and depositing these documents in accordance with what is specified by the relevant regulations and regulations

Article Forty -Four: Distribution of quarterly / annually Profits:

The Company may at any time distribute dividends to its shareholders on a quarterly, semi-annual or annual basis from the distributable profits, according to the audited or examined financial statements and in accordance with the regulations issued by the competent authorities.

Article Forty-Five: Entitlement to Profits:

The shareholder is entitled to his share of the profits in accordance with the decision of the General Assembly or the Board of Directors, as the case may be, issued in this regard. The resolution shall indicate the date of entitlement and the date of distribution. The eligibility for dividends shall be for the shareholder registered in the shareholder register at the end of the day specified for the entitlement. The profits that are agreed upon to be distributed to shareholders shall be paid on the dates specified by the Shareholders'

Assembly or the Board of Directors, as the case may be, and in accordance with the instructions issued by the competent authority.

Article Forty-Six: Company Losses:

If the Company losses amount to half of the paid-up share capital, the Board of Directors shall disclose this and its recommendation regarding those losses within the statutory period from the date of their knowledge of the losses reaching such amount invite the Extraordinary General Assembly to meet within the statutory period from the date of their knowledge; to consider the continuation of the Company while taking the necessary measures to address these losses or the dissolution of the Company, and any officer, director, board member or auditor shall also be liable if any of them becomes aware of the losses reaching the amount specified in accordance with the provisions of the Companies Law, its implementing regulations and this bylaws.

Chapter Seven: Dissolution and Liquidation of the Company:

Article Forty-Seven: Liability Claim:

The Company may file a liability lawsuit against the members of the Board of Directors due to violating the provisions of the Companies Law and its implementing regulations or these bylaws, or due to their errors, or negligence in performing their work, which results in damages to the Company.

Any one or more shareholders representing (five percent) of the Company's capital may file a liability lawsuit prescribed for the Company in the event that the Company does not file it, and they may appoint someone to act on behalf of the Company to carry out the lawsuit, taking into account that the primary goal of filing the lawsuit is to achieve the Company's interests, and that the lawsuit must be based on a valid basis and in good faith, and the person who filed it at the time of the lawsuit must be a shareholder in the Company, with the condition of informing the Board of Directors of the intention to file the lawsuit before the statutory period specified for filing it. The approval of the General Assembly of Shareholders to discharge the Board of Directors does not prevent filing a lawsuit in accordance with the provisions of the Companies Law. With the exception of cases of forgery and fraud, the liability claim shall not be heard after five years from the end of the fiscal year of the Company in which the harmful act occurred, or three years from the end of the membership of the relevant Board member. Whichever comes later.

Article Forty-Eight: Termination of the Company:

The Company is dissolved by one of the matters stipulated in the relevant regulations. In the event of its dissolution, the Extraordinary General Assembly decides, based on the proposal of the Board of Directors, the method of liquidation and appoints one or more liquidators and determines their powers and remuneration. The authority of the Board of Directors ends with the termination of the Company. However, the Board continues to manage the Company until the liquidator is appointed, and the Company's bodies will retain their powers to the extent that they do not conflict with the powers of the liquidators.

Article Forty-Nine: Final Provisions:

1. The Company is subject to the regulations in force in the Kingdom of Saudi Arabia.
2. Any text that contradicts the provisions of the Companies Law in these Bylaws shall not be recognized and the provisions of the Companies Law shall apply to it, and everything not provided for in these Bylaws shall be subject to the Companies Law and its implementing regulations.

3. The founders acknowledge the validity of the data and provisions included in these Bylaws and their agreement with the provisions of the Companies Law issued by Royal Decree (M/132) dated 01/12/1443H and its implementing regulations, and their fulfillment of all requirements and instructions issued by the Ministry of Commerce in accordance with the provisions of the Law, and the founders bear responsibility and all regulatory and financial consequences that may arise from that. The founders are also aware of the Ministry's right to take the necessary regulatory measures in the event of any violation or conflict in the provisions contained in the Bylaws.

Article Fifty: Application of relevant regulations:

The relevant regulations shall apply to everything not mentioned in these bylaws.