



## Results of the Extraordinary General Assembly Meeting

1. Reviewed and discussed the Board of Directors' Report for the fiscal year ending on 31/12/2022G.
2. Reviewed and discussed the bank's financial statements for the fiscal year ending on 31/12/2022G.
3. Approval of the Auditors report on the bank's accounts for the fiscal year ending on 31/12/2022G.
4. Approval of the Board of Director's decision of cash dividends distributed for the first half of the fiscal year 2022 amounting to SR 901.49 million, 0.75 SR per share, representing 7.5% of share's nominal value.
5. Approval of the Board of Director's recommendation to distribute cash dividends for the second half of the fiscal year 2022G by 0.90 SR per share, i.e. a total of SR 1,079.63 million representing 9.0% of share's nominal value, provided that the entitlement to dividends is for shareholders holding the shares by the end of the trading day of the Assembly date, and those registered in the bank's shareholders registry held with the Securities Depository Center Company (Edaa) at the end of the second trading day following the entitlement date, where the distribution begins on Monday 12/06/2023G, corresponding to 23/11/1444H. Therefore, the total dividends distributed to shareholders for the fiscal year ending on 31/12/2022G is SR 1,981.12 million by 1.65 SR per share, representing 16.5 % of share's nominal value.
6. Approval of Board's resolution to appoint Mr. Abdulaziz M. Al Gudaimi as an (independent member) in bank's Board of Directors starting from the date of his appointment on 31/01/2023 to complete the Board term until the end of the current term on 31/12/2024, succeeding the former member Mr. Timothy C. Collins (independent member).
7. Approval of delegating the Board of Directors to distribute interim dividends on a biannually or quarterly basis for the fiscal year 2023G.
8. Approval of the discharge of Directors from their liabilities for the year ending 31/12/2022G.
9. Approval of paying an amount of (SAR 8,089,000) as remuneration to the Board of Directors for the fiscal year ending on 31/12/2022G.
10. Approval of delegating the Ordinary General Assembly's powers to Board of Directors as stipulated in paragraph (1) of Article (27) of the Companies Law, for a period of one year from the General Assembly's approval, or until the end of the Board of Directors' term whichever is earlier, in accordance with the terms stated in the Regulatory Rules and Procedures issued pursuant to the Companies Law related to listed joint-stock companies.
11. Approval of delegating the Ordinary General Assembly's powers to Board of Directors as stipulated in paragraph (2) of Article (27) of the Companies Law, for a period of one year from the General Assembly's approval, or until the end of the Board of Directors' term whichever is earlier, based on the Standards for Competing Business with Banque Saudi Fransi approved by the Ordinary General Assembly on December 2021.
12. Approval of the appointment of KPMG and Ernst and Young as external auditors for the bank from among the candidates based on the Audit Committee's recommendation to examine, review and audit the (second, third) quarter, the annual financial statements of the fiscal year 2023G, and the first quarter of the fiscal year 2024G together with the determination of their remuneration.
13. Approval of amending Audit Committee Charter.
14. Approval of amending Nomination and Remuneration Committee Charter.
15. Approval of the ESG policy Framework.



16. Approval of business and contracts concluded between the bank and Panda Retail Company, in which the Board of Directors member, Mr. Bader Al Issa, has an indirect interest, which is a contract to rent an ATM site, from 01/12/2021G to 30/11/2023G, with an annual amount of SAR 43,000.00 without preferential terms
17. Approval of business and contracts concluded between the bank and ABANA Enterprise Group, in which the Board of Directors member, Mr. Abdulrahman Al Rashed, has an indirect interest, which is a contract of maintenance of cash counting machines, from 01/04/2015G to 30/04/2023G, with a total amount of SAR 1,222,745.10 paid for 2022, without preferential terms.
18. Approval of business and contracts concluded between the bank and Alkhaleej Training and Education, in which the Board of Directors member, Mr. Abdulrahman Al Rashed, has an indirect interest, which is a contract of manpower and professional services from 01/01/2018G to 31/12/2022G, with a total amount of SAR 7,350,000.56 paid for 2022, without preferential terms.
19. Approval of the purchase by Bank of a number of its shares with a maximum of (3,247,485) of its shares to allocate them to the employees of the bank within the employees' shares program. The purchase will be financed through the bank's own resources, and the board of directors will be authorized to complete the purchase process within a maximum period of twelve (12) months from the date of the Extraordinary General Assembly's decision. The purchased shares will be kept by the Bank for a period not exceeding (10) years from the date of Extraordinary General Assembly approval, as a maximum period until shares are allocated to the eligible employees. Once the said period lapses, the bank shall follow the rules and procedures stipulated in the relevant laws and regulations, considering that this plan is a continuation of the current one of which terms have previously been defined by the Board of Directors and approved by the General Assembly held on 01/05/2019G corresponding to 26/08/1440H.