

**The proposed articles to be amended in the policy of disbursing the remuneration and entitlements of the BOD members, its committees and the executive management of Tabuk Agricultural Development Company**

**In accordance with the new Companies Law and the amended CMA Regulations**

Article before the amendment	Reviews	Article after amendment	Reviews
<p>Introduction:</p> <p>This policy aims to establish controls for the disbursement of the remuneration and entitlements of the Board , its committees emanating from it and the executive management through articles regulating the disbursement of these dues as follows:</p>		<p><b>Bookmark:</b></p> <p>The policy of disbursing the remuneration of the Board of Directors, its committees and the executive management of Tabuk Agricultural Development Company has been prepared pursuant to the Corporate Governance Regulations issued by the Board of the Capital Market Authority based on the Companies Law and its Executive Bylaws.</p> <p>Therefore, Tabuk Agricultural Development Company BOD subject to its powers decided to prepare a remuneration policy for the Board of Directors, its committees and executive management, provided that this policy includes setting clear criteria for the remuneration of members of the Board of Directors, its committees and executive management, and organizing remuneration to attract board members</p>	

		<p>with scientific, technical and administrative competence and experience in the field of the company's business, enabling them to perform their tasks and duties professionally and efficiently through the adoption of incentive plans and programs for rewards and related to performance, which Contributes to improving the company's performance and achieving the interests of its shareholders, provided that this policy is presented to the General Assembly of Shareholders at its first meeting for approval.</p>	
<p><b>Article I – Definitions:</b></p> <p>The following words and expressions shall have the meanings assigned to them, unless the context otherwise requires:</p> <p><b>Period:</b> The period on which the number of meetings of the members of the Board of Directors is calculated in accordance with the session of the Board starting from the date of appointment of the Ordinary General</p>		<p><b>Article I : Definitions</b></p> <p>The words and phrases contained in this Policy shall have the meanings assigned to them unless the context otherwise requires.</p> <p><b>Policy :</b> Policy of remuneration disbursement for BOD, its committees and the executive management of Tabuk Agricultural Development Company</p> <p><b>Authority:</b> The Capital Market Authority.</p>	

<p>Assembly of the members of the Board and commencing from the date of July 1 of the previous fiscal year and ending on June 31 of the following fiscal year.</p> <p><b>Remuneration:</b> It is the periodic or annual remuneration and any in-kind or financial benefits received by a member of the Board of Directors or a member of the Committee for his performance in the Board of Directors or any of its committees during the period, and collected as "bonuses".</p> <p><b>Allowance:</b> It is the specific amount received by the member for attending the meetings of the Board or the committees of the Board or for internal or external work tasks in which the member represents the company with the authorization of the Board or the executive management.</p> <p><b>Number of sessions attended:</b> It is the number of sessions scheduled in advance and the member was present in them, whether in person or through one of</p>		<p><b>Company:</b> Tabuk Agricultural Development Company, a Saudi joint stock company, Commercial Registration No. (3550005403) issued on 14/08/1404H.</p> <p><b>Companies Law:</b> Companies Law issued by Royal Decree No. (M/132) dated 01/02/1443 H.</p> <p><b>Executive Bylaws:</b> The Executive Bylaws of the Companies Law for Listed Joint Stock Companies issued by the Board of the Capital Market Authority pursuant to Resolution No. 8-127-2016 Dated 16/1/1438H as amended by CMA Board Resolution No. 8-5-2023 dated 25/06/1444H corresponding to 18/01/2023G.</p> <p><b>Corporate Governance Regulations:</b> Corporate Governance Regulations issued by the Board of the Capital Market Authority pursuant to Resolution No. 8-16-2017 Dated 16/5/1438H as amended by CMA Board Resolution No. 8-5-2023 dated 25/06/1444H corresponding to 18/01/2023G.</p>	
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<p>the modern methods of communication (video or telephone meeting), provided that it is not less:</p> <p><b>A/ Board:</b> For (6) sessions according to the company's articles of association and governance regulations.</p> <p><b>B/ Committees:</b> The number mentioned in their work regulations.</p> <p><b>Total number of sessions:</b> The number of sessions scheduled in advance.</p> <p><b>Performance Ratio Criterion:</b> It means the criterion that evaluates the performance of a member of the Board of Directors based on the amount of his productivity and contribution to raising the performance and profit of the company, and the extent of his commitment to the tasks and responsibilities entrusted to him, in accordance with the evaluation criteria contained in Chapter Four of the Company's Governance Regulations, and is measured as follows:</p> <table border="1" data-bbox="286 1273 741 1406"> <tr> <td data-bbox="286 1273 510 1406">Standard</td> <td data-bbox="510 1273 741 1406">Performance ratio</td> </tr> </table>	Standard	Performance ratio	<p><b>Articles of Association :</b> Articles of Association of Tabuk Agricultural Development Company</p> <p><b>General Assembly:</b> The general assembly held in the presence of the company's shareholders in accordance with the Companies Law and the Company's Articles of Association.</p> <p><b>Board of Directors or Board:</b> The Board of Directors of Tabuk Agricultural Development Company.</p> <p><b>Chairman of the Board of Directors :</b> Chairman of the Board of Directors of Tabuk Agricultural Development Company</p> <p><b>Committee:</b> Remuneration and Nomination Committee at Tabuk Agricultural Development Company</p> <p><b>Chief Executive Officer:</b> He is the person appointed by the Board to manage the company and implement its work policy</p> <p><b>Managing Director :</b> Member of the Board of Directors of the company assigned by the Board to follow up the</p>
Standard	Performance ratio		

1	90% and above
0.80	70% - 89%
0.6	60%-69%
zero	Below 60%

**Executive management or senior executives:** Persons entrusted with managing the company's day-to-day operations and proposing and implementing strategic decisions, such as the CEO, his deputies, general managers and heads of sectors.

affairs of the executive management and general supervision of its work.

**Members:** Executive, non-executive, independent and committee members.

**Executive Member:** A member of the Board of Directors who is full-time to manage the company, participates in its daily business, and receives a monthly or annual salary from it.

**Non-Executive Member :** A member of the Board of Directors who is not full-time to manage the Company, does not participate in the daily business of the Company and does not receive a monthly or annual salary from it.

**Independent Member:** A non-executive board member who enjoys full independence in his position and decisions, and does not apply to the symptoms of independence.

		<p>Senior Executives: They are the CEO, his deputies, general managers and the like, who are responsible for implementing the company's strategic decisions .</p> <p>Holding Company: A joint stock company, a simplified joint stock company or a limited liability company that establishes companies or owns shares or shares in existing companies that become affiliated to it in accordance with the provisions of the Companies Law and its implementing regulations.</p> <p>Major shareholders: Anyone who owns 5% or more of the company's shares or voting rights therein.</p> <p>The "Glossary of Terms Used in the Regulations and Rules of the Capital Market Authority" is deemed to be a reference to the undefined terms contained in this Regulation.</p>	
<p><b>Article II - Conditions for determining the remuneration:</b></p>		<p><b>Article II: General Criteria for Remuneration<sup>1</sup></b></p> <p>Subject to the rules and regulations issued by the regulatory authorities and the Company's Articles of</p>	

<sup>(1)</sup> **Article (7) of the Executive Bylaws of the Companies Law for Listed Joint Stock Companies, and Article (11) of the Executive Bylaws of the Companies Law**

<p>Subject to the laws and regulations applied by the relevant authorities, the provisions contained in the Company's Articles of Association and the Company's Corporate Governance Regulations shall be taken into account when determining and disbursing the remuneration, in addition to the following criteria:</p> <p>2-1 Consistency with the company's strategy and objectives.</p> <p>2-2 Consistency with the size, nature and degree of risk of the company.</p> <p>2-3 Taking into account the practices of other companies in determining remuneration.</p> <p>2-4 The remuneration is reasonably sufficient to attract, motivate and retain board members with appropriate competence and experience.</p> <p>2-5 To provide remuneration for the purpose of urging the members of the Board of Directors and its committees to make the company successful and develop it in the long term.</p>		<p>Association, the Nomination and Remuneration Committee shall be competent to recommend to the Board of Directors the remuneration of the members of the Board of Directors, members of the committees and senior executives of the Company in accordance with the following criteria:</p> <p>1- Consistency with the company's strategy and objectives.</p> <p>2- Consistency with the volume, nature and degree of risk of the company.</p> <p>3- Taking into account the practices of other companies in determining bonuses, <b>and what is prevailing in the labor market in bonuses, while avoiding the unjustified rise in bonuses and compensations that may arise as a result.</b></p> <p>4. The remuneration shall be reasonably sufficient to attract, motivate and retain members of the Board with appropriate competence and experience.</p>	
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<p>2-6 The remuneration shall be fair and proportionate to the member's terms of reference, business and responsibilities, in addition to the objectives set by the Board of Directors to be achieved during the fiscal year.</p> <p>2-7 Not to link the disbursement of the Board's remuneration to the company's achievement of profits.</p> <p>2-8 The remuneration should be based on the recommendation of the Nomination and Remuneration Committee.</p>	<p>5- To provide remuneration for the purpose of urging the members of the Board of Directors, its committees <b>and the executive management</b> to make the company successful and develop it in the long term.</p> <p>6. The remuneration shall be fair and proportionate to the member's terms of reference, business and responsibilities, in addition to the objectives specified by the Board of Directors to be achieved during the fiscal year.</p> <p>7. <b>It shall be prepared in coordination with the Nomination and Remuneration Committee with regard to new appointments.</b></p> <p>8. <b>Remuneration is determined based on the level of the job, the tasks and responsibilities entrusted to the occupant, educational qualifications, work experience, skills and the level of   performance.</b></p> <p>9- <b>Taking into account the sector in which the company operates, its size and the experience of the members of the Board of Directors.</b></p>	
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	<p>10. The remuneration of the members of the Board of Directors may vary in size to reflect the extent of the member's experience, competencies, tasks entrusted to him, his independence, the number of meetings he attends and other considerations.</p> <p>11- The members of the Board of Directors may not vote on the item of remuneration of the members of the Board of Directors at the General Assembly meeting.</p> <p>12- In the event of developing a program to grant shares in the company to the members of the Board of Directors, executive management and its employees, whether a new issue or shares purchased by the company, this shall be done under the supervision of the Nomination and Remuneration Committee and in accordance with the company's articles of association and the relevant rules and regulations of the Capital Market Authority.</p>	
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**Article III - Criteria for disbursement of the remuneration:**

3-1 The report of the Board of Directors submitted to the General Assembly of the Company shall include a comprehensive statement of all remuneration, allowances and other benefits received by the members of the Board of Directors during the financial year, as well as a statement of what the members of the Board received as employees or administrators or what they received in return for technical, administrative or consulting work, and also include a statement of the number of meetings of the Board and the number of meetings attended by each member during the financial year for the report of the Board and the policies related to with rewards and the mechanism for determining them.

3-2 The Nomination and Remuneration Committee recommends to the Board to grant remuneration to

**Article III: Remuneration of the members of the Board of Directors**

1. The report of the Board of Directors submitted to the General Assembly of the Company shall include a comprehensive statement of all remuneration, allowances and other benefits received or entitled to be obtained from the members of the Board of Directors during the fiscal year, as well as a statement of what the members of the Board received as employees or administrators or what they received in return for technical, administrative or consulting work ( **if any**). It shall also include a statement of the number of meetings of the Board and the number of meetings attended by each member during the fiscal year for the report of the Board and the policies related to remuneration and the mechanism for determining them.

2- The Nomination and Remuneration Committee recommends to the Board to grant remuneration to the

<p>the Chairman and members of the Board of Directors as follows:</p> <p>3-2-1 Recommending an annual remuneration of SAR 150,000 as a minimum for a board member</p> <p>3-2-2 Recommending an annual remuneration of SAR 200,000 as a minimum for the Chairman of the Board of Directors.</p> <p>3-2-3 The annual remuneration of the Chairman of the Board, his deputy or the member shall not exceed SAR 500,000, including all allowances, in line with the instructions of the Capital Market Authority in this regard.</p> <p>3-3 The Board of Directors approves the disbursement of remuneration to the members of the Board and its committees without reference to the General Assembly, provided that all disbursed to the members of the Board and committees is disclosed in the annual report of the Board of</p>		<p>Chairman and members of the Board of Directors as follows:</p> <p>(A) Recommending an annual remuneration of SAR 150.000 (one hundred fifty thousand riyals) as a minimum for a member of the Board of Directors.</p> <p>(B) Recommending an annual remuneration of SAR 200.000 (two hundred thousand riyals) as a minimum for the Chairman of the Board of Directors.</p> <p>3- The Nominations and Remuneration Committee has the right, based on the performance ratio criteria, to recommend an additional reward for the distinguished member in addition to the proposed general reward for the members of the Board or committees.</p> <p>4- In the event that the remuneration of the members of a certain percentage in the company's profits must be taken into account:</p> <p>(a) The remuneration of independent directors shall not be a percentage of the profits achieved by the</p>	
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<p>Directors which is presented to the General Assembly according to the item referred to in the report of the Board of Directors based on the instructions of the Capital Market Authority.</p> <p>3-4 The Board of Directors shall disclose in its annual report the details of the policies related to remuneration, the mechanisms for determining them, and the amounts and financial and in-kind benefits paid to each member of the Board of Directors for any executive, technical, administrative or advisory work or positions .</p> <p>3-5 The remuneration of the members of the Board of Directors may be of varying amounts to reflect the extent of the member's experience, terms of reference, tasks entrusted to him, his independence, the number of sessions he attends and other considerations.</p> <p>3-6 The Nomination and Remuneration Committee has the right, based on the performance ratio</p>		<p>company or be based directly or indirectly on the profitability of the company.</p> <p><b>(B) To recommend from the Nomination and Remuneration Committee to determine a certain percentage of the net profits in the event that the company achieves profits, provided that it is presented to the General Assembly of Shareholders for approval and in a manner that does not conflict with the Companies Law and its Bylaws, the Company's Articles of Association and any regulations issued by the regulatory authorities.</b></p> <p><b>5. If the General Assembly decides to terminate the membership of the members of the Board of Directors who are absent due to his failure to attend three consecutive meetings or five separate meetings of the Board during his term of office without a legitimate excuse acceptable to the Board, such member shall not be entitled to any remuneration for the period</b></p>	
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<p>criteria, to recommend an additional reward for the distinguished member in addition to the proposed general remuneration for the members of the Board or committees.</p> <p>3-7 Without prejudice to the provisions of paragraph (3-10) of this Article, the Nomination and Remuneration Committee shall recommend to the Board of Directors the disbursement of annual remuneration to the members of the Board, including the Chairman of the Board and the Vice Chairman, and the value of the remuneration shall be determined according to the results of the evaluation of the performance of the Board according to the following formula:</p> <p>Specific bonus × (number of sessions attended ÷ total number of sessions)</p> <p>3-8 In all cases, the total remuneration and financial or in-kind benefits received by a member of the Board of Directors shall not exceed the amount of</p>		<p>following the last meeting he attended, and he shall return all the remuneration paid to him for that period.</p> <p>6. A member of the Board of Directors may obtain remuneration for any additional executive, technical, administrative or advisory work or positions assigned to him in the Company, in addition to the remuneration that he may receive as a member of the Board of Directors and in the committees formed by the Board of Directors, in accordance with the Companies Law and the Company's Articles of Association.</p>	
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<p>SAR 500,000 (five hundred thousand riyals) annually in accordance with the controls set by the Capital Market Authority and the company's corporate governance regulations.</p> <p>3-9 The remuneration of independent directors should not be a percentage of the profits achieved by the company or be based directly or indirectly on the profitability of the company.</p> <p>3-10The member shall not be entitled to the remuneration if he is absent from more than 50% of the total number of meetings of the Board or the committees of the Board during the period, whether for consecutive or separate sessions.</p> <p>3-11In the event that the member is unable to attend the unscheduled sessions, absence shall not be considered, as well as for the sessions whose number exceeded the number of sessions approved by law.</p>			
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<p>3-12 In the event that a member exits during the period, rewards are calculated in proportion to the total number of sessions held during the period before his/her exit.</p> <p>3-13 In the event that a new member enters the Board, remuneration is calculated in proportion to the total sessions held during the period after his entry.</p> <p>3-14 Without prejudice to the provisions of paragraph (3-10) of this Article, the remuneration allocated to a member of the Board in the cases of exit and entry referred to in paragraphs (3-12) and (3-13) above shall be calculated by the following formula:</p> <p>(Bonus amount allocated ÷ total number of sessions) × number of sessions attended)</p> <p>3-15 Without prejudice to the provisions of paragraph (3-10) of this Article, the Nomination and Remuneration Committee recommends the</p>			
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disbursement of annual remuneration to the members of the committees for their participation in them, and recommends an additional remuneration to the chairmen of the committees for their role and effort in directing and managing the work of the committees and achieving the targeted results of their work, provided that the amount of remuneration for a member of the committee does not exceed the remuneration listed in the work regulations of that committee, which is one hundred thousand (100.000) riyals, and for the chairman of the committee, one hundred and fifty thousand (150.000 riyals).

3-16The remuneration of the members of the committees of the Board of Directors for their membership in the committees shall be calculated in accordance with the same procedures applied to calculate the remuneration of the members of the Board for their membership in the Board.

<p>3-17 In the event that a member of the Board is a member of one of the sub-committees of the Board, he is entitled to the remuneration allocated for his membership in that committee in addition to the remuneration for membership of the Board.</p> <p>3-18 The Nomination and Remuneration Committee shall periodically review the policy of disbursing the remuneration of the members of the Board and the committees, evaluate its effectiveness, and submit a recommendation to the Board with any proposals or amendments.</p> <p>3-19 The annual remuneration is paid to the secretary according to the performance based on the recommendation of the Nomination and Remuneration Committee.</p>			
		<p><b>Article IV: Remuneration of Committee Members</b></p> <p>1- The report of the Board of Directors submitted to the General Assembly of the Company shall include a</p>	<p><b>New article</b></p>

	<p>comprehensive statement of all remuneration, allowances and other benefits received or deserved from the members of the Committees during the fiscal year, and shall also include a statement of the number of meetings of each committee and the number of sessions attended by each member during the fiscal year for the report of the Board and the policies related to remuneration and the mechanism for determining them.</p> <p>2- The Nomination and Remuneration Committee recommends the disbursement of annual remuneration to the members of the committees for their participation in them, and their efforts in directing and managing the work of the committees and achieving the targeted results of their work , as follows:</p> <p>(A) Recommending an annual remuneration of SAR 100.000 (one hundred thousand riyals) as a minimum for a member of the committee.</p>	
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	<p>(B) Recommending an annual remuneration of SAR 150.000 (one hundred fifty thousand riyals) as a minimum for the chairman of the committee.</p> <p>3. The remuneration may be a certain amount, attendance allowance for meetings, expense allowance and other benefits, and two or more of these benefits may be combined.</p> <p>4. The remuneration of committee members may vary in size to reflect the member's experience, terms of reference, tasks entrusted to him, his independence, the number of meetings he attends and other considerations.</p> <p>5. The remuneration of the members of the committees of the Board of Directors for their membership in the committees shall be calculated in accordance with the same procedures applied to calculate the remuneration of the members of the Board for their membership in the Board.</p>	
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	<p><b>Article V: Remuneration of Executive Management</b></p> <p>The Nomination and Remuneration Committee reviews the salary scale determined for all employees and senior executives and the incentive program and plans on an ongoing basis and approves them, based on a recommendation from the executive management.</p> <p>1- An annual reward linked to performance indicators according to the annual evaluation that is carried out in this regard.</p> <p>2- Short-term stimulus plans associated with exceptional performance, and long-term incentive plans such as stock options programs (where any).</p> <p>3- The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, shall determine the types of remuneration granted to senior executives in the company – such as: fixed remuneration of salaries, allowances and in-kind benefits, and variable remuneration related to</p>	<p><b>New article</b></p>
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		<p>performance such as periodic remuneration, profits, incentive plans, etc. – in a manner that does not conflict with the relevant provisions of the <b>Company's Articles of Association and the relevant rules and regulations of the Capital Market Authority.</b></p> <p>4- The mechanism of disbursement of the fixed remuneration shall be determined in accordance with the approved senior executive contracts, and the variable remuneration shall be in accordance with the objectives set by the Board and the evaluation of the performance of senior executives and any related reports in accordance with the procedures determined by the Board of Directors based on the recommendation of the Remuneration and Nomination Committee.</p>	
		<p><b>Article VI: General Provisions</b></p> <p>1- The Board of Directors approves the disbursement of remuneration to the members of the Board and its committees without reference to the General</p>	<p><b>New article</b></p>

	<p>Assembly, provided that all what is disbursed to the members of the Board and the committees is disclosed in the annual report of the Board of Directors, which is presented to the General Assembly according to the item referred to in the report of the Board of Directors based on the Companies Law, its executive regulations and the relevant regulations issued by the regulatory authorities.</p> <p>2- In the event that a member of the Board is a member of one of the sub-committees of the Board , he shall be entitled to the remuneration allocated for his membership in that committee in addition to the remuneration for membership of the Board .</p> <p>3- The member shall be entitled to the remuneration as of the date of joining the Board or the Committee and according to the duration of his membership, and in the event that he exempts any of them or the entry or exit of the member during the period for any reason, his remuneration shall be calculated based on the</p>	
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		<p>recommendation of the Nomination and Remuneration Committee on the basis of the ratio of the sessions he attended to the total number of sessions held during the period before his exit or entry, taking into account the period spent in the membership of the Board or the Committee.</p> <p>4- The company has the right to suspend the payment of the remuneration, recover it or claim compensation if it is found that it was decided based on inaccurate information provided by a member of the board of directors or the executive management, in order to prevent the exploitation of the employment situation to obtain undue remuneration, as well as in the event that the member commits any act that violates honor and honesty, forgery or violation of the laws and regulations in the Kingdom, or when he breaches the performance of his responsibilities, tasks and duties, which results in damage to the interest of the company.</p>	
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<p><b>Article IV - Monthly Remuneration of the BOD Chairman and Vice-Chairman:</b></p> <p>4-1 The Chairman of the Board shall be paid a monthly remuneration of SAR 10,000 (ten thousand riyals) for managing and directing the work of the Board and verifying the performance of its duties and responsibilities contained in the Company's Articles of Association.</p> <p>4-2 The Deputy Chairman of the Board shall be paid a monthly remuneration of SAR 5000 (five thousand riyals) for his discharge and direction of the work of the Board and all the tasks entrusted to the Chairman of the Board in his absence.</p>	<p><b>No modification</b></p>	<p><b>Article VII: The monthly remuneration of the BOD Chairman and Vice Chairman:</b></p> <p>1. The Chairman of the Board shall be paid a monthly remuneration of SAR 10,000 (ten thousand riyals) for managing and directing the work of the Board and verifying the performance of its duties and responsibilities contained in the Company's Articles of Association.</p> <p>2- The Deputy Chairman of the Board shall be paid a monthly remuneration of SAR 5000 (five thousand riyals) for his discharge and direction of the work of the Board and all the tasks entrusted to the Chairman of the Board in his absence.</p>	

**Article V - Allowance for attending the BOD and committees meetings:**

5-1 The allowance for attending the meetings of the Board shall be paid an amount of SAR 3000 (three thousand riyals) per member per session.

5-2 The allowance for attending sessions shall be paid to members of the committees of the Board an amount of SAR 2000 (two thousand riyals) per member per session.

5.3 An absent member shall not be entitled to any allowance.

5.4 A member shall not be entitled to the allowance unless the quorum of the meeting is reached and it is held.

5-5 The company shall bear the expenses of travel and accommodation if the meeting is outside the place of residence of the member, and in the event that the member bears the expenses of his accommodation, subsistence and transportation, he shall be paid an

**Article VIII: Allowance for attending the BOD and committees meetings**

1- The allowance for attending the meetings of the Board shall be paid an amount of SAR 3.000 (three thousand riyals) per member per session.

2- The allowance for attending sessions shall be paid to members of the committees of the Board an amount of SAR 3000 (three thousand riyals) per member per session.

3- The absent member shall not be entitled to any allowance.

4. The member shall not be entitled to the allowance unless the quorum of the session is completed and it is held.

5- The company shall bear the expenses of travel and accommodation if the meeting is outside the place of residence of the member, and in the event that the member bears the expenses of his accommodation, subsistence and transportation, he shall be paid an

<p>amount of one thousand (1000) riyals for each night obligated according to the need for work.</p> <p>5-6 The allowance for attending the meetings and meetings of the Board and the committees shall be paid to the Secretary, provided that the attendance allowance shall be equal to the allowance of the members of the Board of Directors, as well as the expenses of travel and accommodation outside the place of residence of the Secretary.</p>		<p>amount of one thousand (1000) riyals for each night he was obligated to according to the need of work.</p> <p>6- The allowance for attending the sessions and meetings of the Board and committees shall be paid to the Secretary <b>of the Secretary, an amount of SAR 3.000 (three thousand riyals) per session.</b> It shall be equal to the members of the Board of Directors in respect of travel and accommodation expenses outside the place of residence of the Secretary.</p>	
<p><b>Article VI - Allowances for assignments to work tasks or represent the company internally or externally:</b></p> <p>In the event that a member of the Board or committees is assigned work tasks, or representation of the company internally, or externally, so that this serves the interests of the company, its strategic objectives and the development of its business, the entitlement of allowances for such tasks shall be in accordance with the following controls:</p>	<p><b>No modification</b></p>	<p><b>Article IX: Allowances for assignments to work tasks or representing the company internally or externally</b></p> <p>In the event that a member of the Board or committees is assigned work tasks, or representation of the company internally, or externally, so that this serves the interests of the company, its strategic objectives and the development of its business, the entitlement of allowances for such tasks shall be in accordance with the following controls:</p>	

<p>6-1 These allowances shall not apply to the Chairman and Vice-Chairman of the Board with regard to the functions of representing the Company provided for in the Articles of Association.</p> <p>6-2 Such allowances shall not apply to executive members who perform executive functions of the Company and receive monthly salaries for the performance of their duties and job responsibilities.</p> <p>6-3 The allowance for commissioning to represent the company in activities and events related to the company's business organized by official, semi-official, or private bodies inside or outside the Kingdom shall be determined at the amount of 2000 riyals (one thousand riyals) for each day required by the presence and participation of the member in these activities and events.</p> <p>6-4 The allowance for commissioning the performance of external work tasks for the company shall be</p>		<p>1. These allowances shall not apply to the Chairman and Vice-Chairman of the Board with regard to the tasks of representing the Company provided for in the Articles of Association.</p> <p>2. Such allowances shall not apply to executive members who perform executive duties of the company and receive monthly salaries for the performance of their duties and job responsibilities.</p> <p>3- The allowance for assigning to represent the company in activities and events related to the company's business organized by official, semi-official or private bodies inside or outside the Kingdom shall be determined at the amount of 2000 riyals (one thousand riyals) for each day required by the presence and participation of the member in these activities and events.</p> <p>3. The allowance for commissioning the performance of external work tasks for the company shall be determined at the amount of two thousand 2000 riyals</p>	
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<p>determined at the amount of two thousand 2000 riyals (one thousand riyals) for each day required by the performance of these tasks.</p> <p>6-5 For the purposes of applying this Article, a member shall be deemed to be assigned to perform internal or external tasks or delegated to represent the Company if this is authorized and resolved by the Board or its Executive Committee specifying the nature of the assignment, the expected results thereof, any relevant directives and the time period of the assignment.</p> <p>6-6 In addition to the allowance granted for representing the Company or performing internal or external business tasks, the Company shall bear the travel and accommodation expenses of the Member if the mission is outside his place of residence.</p> <p>6-7 The entitlement to the allowance shall be fulfilled after the member submits a detailed report on the</p>		<p>(one thousand riyals) for each day required to perform these tasks.</p> <p>4. For the purposes of applying this Article, a member shall be deemed to be assigned to perform internal or external tasks or delegated to represent the company if this is authorized and decided by the Board or its Executive Committee specifying the nature of the task, the expected results thereof, any relevant directives and the time period of the mission.</p> <p>5. In addition to the allowance granted for representing the company or performing internal or external work tasks, the company shall bear the travel and accommodation expenses of the member if the mission is outside his place of residence.</p> <p>6. The entitlement to the allowance shall be fulfilled after the member submits a detailed report on the task assigned to him and the report is approved by the Board or the Executive Committee.</p>	
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<p>task assigned to him and the report is approved by the Board or the Executive Committee.</p>			
<p><b>Article VII: Disclosure of the remuneration of Board members, committee members and senior executives:</b></p> <p>7-1 The Board shall abide by the following:</p> <p>7.1.1 Disclosure of the remuneration policy and how to determine the remuneration of board members, committee members and executive management in the company.</p> <p>7.1.2 Disclosure accurately, transparently and in detail in the report of the Board of Directors of the remuneration granted to the members of the Board of Directors, members of committees and executive management, directly or indirectly, without concealment or misinformation, whether amounts, benefits or advantages, whatever their nature and name, and if the benefits are shares in the company, the value entered for the share is the market value at maturity date.</p>		<p><b>Article X : Disclosure of Remuneration</b></p> <p>First: The Board shall abide by the following:</p> <p>1- Disclosure of the remuneration policy and how to determine the remuneration of board members, committee members and executive management in the company.</p> <p>2- Disclosure accurately, transparently and in detail in the report of the Board of Directors of the remuneration granted to the members of the Board of Directors, members of committees and executive management, directly or indirectly, without concealment or misleading, whether amounts, benefits or advantages, whatever their nature and name, and if the benefits are shares in the company, the entered value of the shares is the market value at maturity date.</p>	

<p>7.1.3 Clarify the relationship between the Awards and the applicable Remuneration Policy, and indicate any material deviation from this Policy.</p> <p>7.1.4 Indicate the necessary details regarding the remuneration and compensation paid to each of the following separately:</p> <ul style="list-style-type: none"> <li>i. Members of the Board of Directors</li> <li>ii. Five senior executives who received the highest remuneration from the company, including the CEO and Chief Financial Officer</li> <li>iii. Committee members.</li> </ul> <p>7.2 The disclosure in this Article shall be in the report of the Board of Directors and in accordance with the tables attached below.</p> <p>Form (A) Remuneration of Directors</p>		<p>3- Clarify the relationship between the bonuses granted and the applicable remuneration policy, and indicate any material deviation from this policy.</p> <p>4. A statement of the necessary details regarding the remuneration and compensation paid to each of the following separately:</p> <ul style="list-style-type: none"> <li>(a) Members of the Board of Directors</li> <li>(b) Five senior executives who have received the highest remuneration from the Company, including the Chief Executive Officer and Chief Financial Officer.</li> <li>(c) Members of the committees.</li> </ul> <p>Second: The disclosure contained in this Article shall be in the report of the Board of Directors and in accordance with the tables attached below.</p>	
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نيل المصروفات	الجموع الكلي	مكافأة نهاية الخدمة	المكافآت الثابتة							المكافآت المتغيرة							مبلغ معين
			الجموع	الأسهم الممنوحة (بموجب إيداع القيمة)	خطط تقديرية طويلة الأجل	خطط تقديرية قصيرة الأجل	مكافآت دورية	نسبة من الأرباح	الجموع	مكافأة رئيس المجلس أو العضو المنتدب أو أمين السر إن كان من الأعضاء	مكافأة الأوصال الفنية والإدارية والاستشارية	مزايا عينية	مجموع نيل حضور جلسات اللجان	نيل حضور جلسات المجلس			
أولاً: الأعضاء المستقلين																	
															- 1		
															- 2		
															- 3		
المجموع																	
ثانياً: الأعضاء غير التنفيذيين																	
															- 1		
															- 2		
															- 3		
المجموع																	
ثالثاً: الأعضاء التنفيذيين																	
															- 1		
															- 2		
															- 3		
المجموع																	

Form (B) Remuneration of Committee Members



الاصحح	حال حضور بامكانك	المقررات التي تم اتخاذها (مع حال حضور البعثات)	
			تعداد نماذج (الاصحح)
			- ١
			- ٢
			- ٣
			الاصحح
			تعداد نماذج (المصادق)
			- ١
			- ٢
			- ٣
			الاصحح
			تعداد نماذج (الترخيصات)
			- ١
			- ٢
			- ٣
			الاصحح
			تعداد نماذج (المناظر)
			- ١
			- ٢
			- ٣
			الاصحح
			تعداد نماذج (٠-٠)
			- ١
			- ٢
			- ٣
			الاصحح

  

		<p><b>Article XI: Final Provisions</b></p> <p>1. This policy shall be effective from the date it is approved by the General Assembly, and shall not be amended, deleted or added to this policy, except upon the approval of the General Assembly.</p> <p>2- This policy cancels and replaces all conflicting procedures, decisions or internal regulations of the company.</p>	<p><b>New article</b></p>
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مبلغ الصروفات	المجموع الكلي	مكافأة نهاية الخدمة	المكافآت الغيرية					المكافآت الثابتة					مبلغ محاسب
			المجموع	الأجور المتوقعة (بما في ذلك إجازة التفرغ)	خطبة تهنئة بحلول الأجل	خطبة تهنئة بمناسبة الأجل	مكافآت دورية	نسبة من الأرباح	المجموع	مكافأة رئيس المجلس أو العضو المنتدب أو أمين السر إن كان من الأعضاء	مكافأة الأعضاء الفنية والإدارية والاستشارية	مزايا عينية	
أولاً: الأعضاء المستقنين													
													- ١
													- ٢
													- ٣
													المجموع
ثانياً: الأعضاء غير التقاعديين													
													- ١
													- ٢
													- ٣
													المجموع
ثالثاً: الأعضاء التقاعديين													
													- ١
													- ٢
													- ٣
													المجموع

Form (B) Remuneration of Committee Members

المجموع	جمل حقوق بائعك	المطابقتك الخاصة (بما جمل حقوق البائعين)	
[مطابق لبيان (أ) ربيحة]			
-			١ -
			٢ -
			٣ -
المجموع			
[مطابق لبيان (ب) خسارة]			
-			١ -
			٢ -
			٣ -
المجموع			
[مطابق لبيان (ج) الربح]			
-			١ -
			٢ -
			٣ -
المجموع			
[مطابق لبيان (د) خسارة]			
-			١ -
			٢ -
			٣ -
المجموع			
[مطابق لبيان (هـ) ربح]			
-			١ -
			٢ -
			٣ -
المجموع			