



Bylaws

Tanmiah Food Company JSC

Listed Joint Stock Company



Bylaws of Tanmiah Food Company Listed Joint Stock Company (Listed Joint Stock Company)

Section (1): Incorporation of the Company's

Article (1): Establishment

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

Article (2): Company Name

Tanmiah Food Company JSC (Listed Joint Stock Company)

Article (3): Company Head Office

The Company's head office is located at Riyadh, and branches may be established within KSA or abroad by a decision of the Board of Directors.

Article (4): Company's Objectives

The Company carries out and implements the following purposes:

Section	Category
Manufacturing industries	Processing and preserving meat
Manufacturing industries	Manufacturing prepared animal feed .
Electricity, gas, steam and air conditioning supplies	Electric power generation, transmission and distribution
Construction	Electrical installations
Wholesale and retail, and repair of motor vehicles, and motorcycles	Non-specialized wholesale
Wholesale and retail, and repair of motor vehicles, and motorcycles	Retail sales in other types of non-specialized stores
Transportation and storage	Road transport of goods
Transportation and storage	Storage
Information and communication	Other information services activities not classified elsewhere
Financial and insurance activities	Other financial service activities except insurance and pension financing not elsewhere classified
Financial and insurance activities	Other activities supporting financial services activities
Professional, scientific and technical activities	Research and experimental development on social sciences and humanities Advertising
Professional, scientific and technical activities	Other professional, scientific and technical activities not elsewhere classified
Administrative and support services	Integrated office administrative services activities
Human health and social work activities	Other social work activities without accommodation

The Company shall exercise its activities in accordance with the applicable regulations after obtaining the necessary permits from the competent authorities, if any.

Article (5): Company's Term:



- The Company's term is ninety-nine (99) years starting from the date of its registration in the commercial registry. This term may always be extended by a decision issued by the Extraordinary General Assembly at least one (1) year before the expiry of its term.

Section (2): Capital and shares

Article (6): Share Capital

The Company's issued capital is two hundred million Saudi riyals (SAR 200,000,000) divided into twenty million (20,000,000) nominal shares of equal value, each with a value of (SAR 10), all of which are ordinary shares in exchange for cash shares. The value paid in cash is two hundred million riyals (SAR 200,000,000). The cash paid from the issued capital has been deposited with one of the licensed banks.

Article (7): Subscription for shares

The founders subscribed to the full shares of fully paid and issued capital amounting to SAR 200,000,000

Article (8): Share Conversion:

1. A type or class of shares may be converted to another type or class
2. The conversion of a type or class of shares to another type or class shall require the approval of the Extraordinary General Assembly, with the exception of cases in which the decision to issue shares provides for their automatic conversion to another type or class upon the fulfillment of certain conditions or after a specified period.
3. The provisions of Article (110) of the Companies Law shall apply in cases where the transfer results in the modification or cancellation of the rights and obligations relating to the type or category of the share.
4. Ordinary or preferred shares or any class thereof may not be converted into redeemable shares or any class thereof without the consent of all the Company's shareholders.

Article (9): Amendment of Rights and Obligations Relating to Shares

1. For the amendment or cancellation of any of the rights, obligations or restrictions relating to shares, or for the conversion of any type or class of shares to another type or class if this results in the amendment or cancellation of the rights and obligations relating to the type or class of shares to be converted, or for the issuance of shares of a certain type or class resulting in prejudice to the rights of another class of shareholders, the approval of a special meeting held in accordance with Article (89) of the Companies Law shall be required from the shareholders who are prejudiced by such amendment, cancellation, conversion or issuance, and the approval of the Extraordinary General Assembly shall also be required.
2. If the shares of the Company are redeemable shares, no new shares with a priority over any of its categories, may be issued without the approval of a special meeting held in accordance with Article (89) of the Companies Law from the shareholders who are prejudiced by this issue.

Section (3): Board of Directors

Article (10): Company Management

(a) The Company shall be managed by a Board of Directors consisting of (10) directors, provided that they shall be natural persons elected by the Ordinary General Assembly of shareholders for a period not exceeding four (4) years.

(b) The manner of work of the Board of Directors shall be determined as follows: The Board of Directors meets at least four times a year at the invitation of its Chairman. The Chairman shall invite the Board to meet whenever requested to do so in writing by any director to discuss one or more topics.

The venue shall be determined by the Board of Directors, and meetings may be held using modern technologies.

The valid quorum for the meeting shall be attended by 75% of the Directors.

The valid quorum for taking decisions shall be achieved with the approval of 75% of the directors.



The directors shall not be authorized to attend the meetings.

The method of communication of the members of the Board of Directors shall be as follows: Informing shareholders of registered letters at their addresses mentioned in the shareholders' register or announcing the invitation through modern technology means, sending a copy of the invitation and Agenda to the Commercial Register and to the Capital Market Authority. The rules for terminating membership shall be as follows: The membership of the Board of Directors shall expire at the end of its term or at the end of the member's validity in accordance with any KSA'S applicable laws or instructions. The General Assembly may, upon the recommendation of the Board of Directors, terminate the membership of a director who is absent from attending three (3) consecutive meetings or (five) separate meetings during the term of his membership without a legitimate excuse accepted by the Board of Directors. However, the Ordinary General Assembly may remove all or some of the Directors. In this case, the Ordinary General Assembly shall elect a new Board or whoever replaces the dismissed director (as the case may be) under the provisions of the Companies Law.

The remuneration of the Board of Directors shall be as decided by the Ordinary General Assembly from time to time and within the limits stipulated by the Companies Law and its Executive Regulations.

2. The Board of Directors' report to the Ordinary General Assembly at its annual meeting shall include a comprehensive statement of all that each director received or was entitled to receive during the fiscal year, including bonuses, allowance for attending meetings, allowance for expenses, and other benefits. It should also include a statement including the fees received by the directors as workers or administrators or in consideration for technical, administrative or consulting work. It should also include a statement of the number of board meetings and the number of meetings attended by each director.

Article (11): Expiration or termination of Council membership

1. Membership of the Board shall end at the expiry of its term or at the expiry of the director's authority and power in accordance with any KSA's applicable laws or instructions. The General Assembly may (based on the recommendation of the Board of Directors) terminate the membership of any director who is absent from attending three (3) consecutive meetings or five (5) separate meetings during the term of his membership without a legitimate excuse accepted by the Board of Directors.

Article (12): Powers of Board

Taking into account the powers assigned to the General Assembly, the Board of Directors shall have the broadest powers in managing the Company in order to achieve its purposes.

Opening branches	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA		
Commercial Registers	Sub Commercial Registers	Issuance	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA
Appointing and dismissing directors	He can exercise this power solely			

The Board of Directors shall be required to obtain the approval of the General Assemblies when selling assets with a value exceeding fifty percent (50%) of the value of their total assets, whether the sale was made through one or several transactions. In this case, the transaction leading to exceeding fifty percent (50%) of the value of the assets shall be the transaction requiring the approval of the General Assembly. This percentage shall be calculated from the date of the first transaction that took place during the previous twelve (12) months. The Board of Directors may, within the limits of its powers, delegate one or more of its members or third parties to carry out certain work or works.

Article (13): Remuneration of the Board Members



1. The remuneration of the Board of Directors shall consist of a percentage of net profits, in-kind benefits, attendance allowance for meetings, a certain amount or any other amounts determined by the Ordinary General Assembly.

2. The Board of Directors' report to the Ordinary General Assembly at its annual meeting shall include a comprehensive statement of all that each director received or was entitled to receive during the fiscal year, including bonuses, allowance for attending meetings, allowance for expenses, and other benefits. It should also include a statement including the fees received by the directors as workers or administrators or in consideration for technical, administrative or consulting work. It should also include a statement of the number of Board meetings and the number of meetings attended by each director.

Article (14): Powers of the Chairman, Vice-Chairman, Managing Director and Secretary

At its first meeting, the Board of Directors shall appoint from among its members, a chairman. It may appoint from among its members a managing director. At its first meeting, the Board of Directors shall appoint from among its members a deputy chairman.

1. The Board of Directors appoints a CEO from among its members or others.

Authorities and Powers of the Chairman

Commercial Registers	Main Commercial Registers	Issuance	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA
		Renewal	He can exercise this power solely	
		Removal	He can exercise this power solely	
	Sub Commercial Registers	Issuance	He can exercise this power solely	
		Renewal	He can exercise this power solely	
		Removal	He can exercise this power solely	
Purchasing an establishment	He can exercise this power solely			
Signing all documents before the Chamber of Commerce	He can exercise this power solely			
Selling an establishment	He can exercise this power solely			
Referring to registers department	He can exercise this power solely			
Obtaining registers	He can exercise this power solely			
Transferring commercial registers	He can exercise this power solely			
Managing registers	He can exercise this power solely			
Canceling registers	He can exercise this power solely			
Supervising registers	He can exercise this power solely			



Subscribing with the Chamber of Commerce	He can exercise this power solely			
Approving signature before the Chamber of Commerce	He can exercise this power solely			
Canceling signature before the Chamber of Commerce	He can exercise this power solely			
Entering tenders and receiving forms	He can exercise this power solely			
Converting the branch of the Establishment	He can exercise this power solely			
Referring to social insurances	He can exercise this power solely			
Referring to the Zakat and Income Authority	He can exercise this power solely			
Opening branches for the registers	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA		
Managing the commercial register	He can exercise this power solely			
Canceling the commercial register	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Amending registers	He can exercise this power solely			
Adding activity	He can exercise this power solely			
Reserving the trade name	He can exercise this power solely			
Renewing subscription with the Chamber of Commerce	He can exercise this power solely			
Amending the commercial register	He can exercise this power solely			
Transferring the commercial register	He can exercise this power solely			
Obtaining a replacement commercial register	He can exercise this power solely			
Obtaining a replacement commercial register	He can exercise this power solely			
Registering a trademark	He can exercise this power solely			
Assigning a trademark	He can exercise this power solely			
Assigning a trade name	He can exercise this power solely			
Obtaining licenses	He can exercise this power solely			



Purchasing boats	He can exercise this power solely			
Obtaining a replacement fishing permits	He can exercise this power solely			
Importing boats	He can exercise this power solely			
Cancelling fishing permits	He can exercise this power solely			
Renewing licenses	He can exercise this power solely			
Amending licenses	He can exercise this power solely			
Adding activity	He can exercise this power solely			
Reserving names	He can exercise this power solely			
Canceling licenses	He can exercise this power solely			
Renewing the subscription with the Chamber of Commerce	He can exercise this power solely			
Opening branches	He can exercise this power solely			
Referring to the Social Insurances	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Referring to the Zakat and Income Authority	He can exercise this power solely			
Obtaining a fishing permit	He can exercise this power solely			
Obtaining a boat license	He can exercise this power solely			
Renewing a boat license	He can exercise this power solely			
Transferring a boat license	He can exercise this power solely			
Selling the boat	He can exercise this power solely			
Renewing the fishing permit	He can exercise this power solely			
Cancelling the fishing permit	He can exercise this power solely			
Obtaining a replacement boat licenses	He can exercise this power solely			
Opening a branch for licensing	He can exercise this power solely			
Transferring license	He can exercise this power solely			
Incorporating a Company	He can exercise this power solely			
Signing MOAs and amendments thereto	He can exercise this power solely			



Canceling MOAs and amendments thereto	He can exercise this power solely			
Signing shareholders' resolutions	He can exercise this power solely			
Appointing and dismissing directors	He can exercise this power solely			
Amending the Company's objectives	He can exercise this power solely			
Liquidating the Company	He can exercise this power solely			
Converting the Company from a joint-stock to a limited liability company	He can exercise this power solely			
Converting the Company from a limited liability to a joint-stock company	He can exercise this power solely			
Converting the Company from a joint liability company to a limited liability company	He can exercise this power solely			
Increasing the capital	He can exercise this power solely			
Decreasing the Capital	He can exercise this power solely			
Associating and dissociating of shareholders	He can exercise this power solely			
Entering into an existing companies	He can exercise this power solely			
Transferring stocks, shares and bonds	He can exercise this power solely			
Determining the capital	He can exercise this power solely			
Receiving surplus allocation	He can exercise this power solely			
Selling stocks and shares and receiving the value	He can exercise this power solely			
Assigning shares and stocks of capital	He can exercise this power solely			
Selling the Company's branch	He can exercise this power solely			
Amending the nationality of a shareholder in the contract	He can exercise this power solely			



Accepting the assignment of shares and stocks of capital	He can exercise this power solely			
Purchasing shares and stocks and paying the price	He can exercise this power solely			
Closing the Company's account with banks	He can exercise this power solely			
Opening the Company's account with banks	He can exercise this power solely			
Signing agreements	He can exercise this power solely			
Registering the Company	He can exercise this power solely			
Registering agencies and trademarks	He can exercise this power solely			
Attending General Assemblies	He can exercise this power solely			
Opening Company's branches	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA		
Opening Company's files	He can exercise this power solely			
Signing MOA and amendments thereto before the Notary Public	He can exercise this power solely			
Obtaining and renewing the Company's commercial registers	He can exercise this power solely			
Subscribing with the Chamber of Commerce and renewing thereof	He can exercise this power solely			
Referring to and signing before the General Investment Authority	He can exercise this power solely			
Referring to the Standards, Metrology and Quality Organization	He can exercise this power solely			
Referring to the Capital Market Authority	He can exercise this power solely			
Obtaining and renewing the Company's licenses	He can exercise this power solely			



Converting the establishment into a company	He can exercise this power solely			
Converting the Company's branch into an establishment	He can exercise this power solely			
Converting the Company's branch into a company	He can exercise this power solely			
Publishing the MOA, amendments thereto and summaries thereof, and the AOA in the Official Gazette	He can exercise this power solely			
Referring to telecommunications companies and establishing fixed or mobile phones in the Company's name	He can exercise this power solely			
Entering tenders and receiving forms	He can exercise this power solely			
Signing the Company's contracts with third parties	He can exercise this power solely			
Assigning or canceling trademarks	He can exercise this power solely			
Amending the Company's name	He can exercise this power solely			
Obtaining visas	He can exercise this power solely			
Converting the Company into an establishment	He can exercise this power solely			
Receiving visa compensation	He can exercise this power solely			
Updating labors' details	He can exercise this power solely			
Opening, renewing and canceling main and subsidiary files	He can exercise this power solely			
Liquidating and canceling labors	He can exercise this power solely			



Reporting labor absconding	He can exercise this power solely			
Canceling the report of labor absconding	He can exercise this power solely			
Transferring sponsorships	He can exercise this power solely			
Modifying professions	He can exercise this power solely			
Transferring, liquidating and canceling establishments	He can exercise this power solely			
Referring to the National Recruitment Offices Department	He can exercise this power solely			
Referring to Computer Department in the Manpower	He can exercise this power solely			
Obtaining and renewing work permits	He can exercise this power solely			
Receiving Saudization Certificates	He can exercise this power solely			
Obtaining data statement (Printout)	He can exercise this power solely			
Adding and removing Saudis	He can exercise this power solely			
Recruiting	He can exercise this power solely			
Recruiting	He can exercise this power solely			
Opening files	He can exercise this power solely			
Activating the Saudi Portal	He can exercise this power solely			
Recruiting labors from abroad	He can exercise this power solely			
Completing employment procedures at Social Insurances	He can exercise this power solely			
Canceling visas	He can exercise this power solely			
Refunding visa amounts	He can exercise this power solely			
Modifying nationalities	He can exercise this power solely			
Obtaining family visit visas	He can exercise this power solely			



Obtaining family recruitment visas	He can exercise this power solely			
Referring to embassy	He can exercise this power solely			
Extending exit and return visas	He can exercise this power solely			
Extending visit visas	He can exercise this power solely			
Obtaining data statement (Printout)	He can exercise this power solely			
Canceling a visa	He can exercise this power solely			
Recovering visa amount	He can exercise this power solely			
Modifying the destination of arrival	He can exercise this power solely			
Companies in which the Company enters as a shareholder	Signing companies contracts	He can exercise this power solely		
	Purchasing shares	He can exercise this power solely		
	Liquidating the Company	He can exercise this power solely		
	Selling shares	He can exercise this power solely		
	Representing the Company in a company in which he is a shareholder	He can exercise this power solely		
Incorporating companies in the name of the Company	To be registered with the Ministry	He can exercise this power solely		
	Representing the Company before the Notary Public	He can exercise this power solely		
	Signing the Company's Contract	He can exercise this power solely		
	Signing shareholders' resolutions	He can exercise this power solely		
	Commercial Registers	Issuance	He can exercise this power solely	
		Renewal	He can exercise this power solely	
		Removal	He can exercise this power solely	



Obtaining residences	He can exercise this power solely			
Renewing residences	He can exercise this power solely			
Obtaining exit and return visas	He can exercise this power solely			
Processing final exits	He can exercise this power solely			
Transferring sponsorships	He can exercise this power solely			
Obtaining replacement residences	He can exercise this power solely			
Completing procedures for deceased labors	He can exercise this power solely			
Reporting absconding	He can exercise this power solely			
Canceling the report of absconding	He can exercise this power solely			
Transferring information and updating data	He can exercise this power solely			
Settlement and waiver of labors	He can exercise this power solely			
Referring to the Department of Deportation and Expatriates	He can exercise this power solely			
Obtaining labors data statement (Printout)	He can exercise this power solely			
Releasing labors	He can exercise this power solely			
Managing my business	He can exercise this power solely			
Transferring the labor sponsorship to himself	He can exercise this power solely			
Adding a newborn	He can exercise this power solely			
Completing the procedures of the deceased labors	He can exercise this power solely			
Managing ports affairs	He can exercise this power solely			
Obtaining repatriation certificates	He can exercise this power solely			
Adding dependents	He can exercise this power solely			
Adding children to the father's or mother's passport	He can exercise this power solely			



Removing children from the father's or mother's passport	He can exercise this power solely			
Canceling exit and return visas	He can exercise this power solely			
Canceling final exit visas	He can exercise this power solely			
Obtaining a replacement travel visas	He can exercise this power solely			
Obtaining extension of visit visas	He can exercise this power solely			
Modifying professions	He can exercise this power solely			
Obtaining Haj permits	He can exercise this power solely			
Referring to the affairs of maids	He can exercise this power solely			
Registering in the electronic service	He can exercise this power solely			
Banking	Opening accounts	He can exercise this power solely		
	Opening credits	He can exercise this power solely		
	Deposit	He can exercise this power solely		
	Withdrawal	He can exercise this power solely		
	Issuing cheques	He can exercise this power solely		
	Updating accounts	He can exercise this power solely		
	Obtaining SOAs	He can exercise this power solely		
	Requesting facilities	He can exercise this power solely		
	Requesting guarantees	He can exercise this power solely		
	Signing loan contracts	He can exercise this power solely		
	Signing commercial papers	He can exercise this power solely		
	Signing promissory notes	He can exercise this power solely		



	Submitting any request(s) or service(s) that fall under the jurisdiction of the Communications and Information Technology Commission	He can exercise this power solely		
	Powers to delegate any person in accordance with the relevant regulations to apply for any request(s) or service(s) that fall under the jurisdiction of the Communications and Information Technology	He can exercise this power solely		
Referring to the Ministry of Agriculture Directorate of Agriculture regarding	He can exercise this power solely			
Referring to the Notary Public or the Court to accept the release	He can exercise this power solely			
Waiving the agricultural decision	He can exercise this power solely			
Transferring the agricultural decision	He can exercise this power solely			
Receiving salaries	He can exercise this power solely			
Receiving pension salaries	He can exercise this power solely			
Receiving end-of-service gratuities and leaves compensation	He can exercise this power solely			
Transferring salaries	He can exercise this power solely			
Receiving gratuities	He can exercise this power solely			
Obtaining salary certificate	He can exercise this power solely			
Receiving my dues	He can exercise this power solely			
Opening accounts under Sharia controls	He can exercise this power solely			
Closing and settling accounts	He can exercise this power solely			
Withdrawing from accounts	He can exercise this power solely			
Obtaining ATM cards	He can exercise this power solely			



Obtaining Shari'a compliant credit cards	He can exercise this power solely			
Receiving and disbursing transfers	He can exercise this power solely			
Cashing cheques	He can exercise this power solely			
Issuing director's cheque	He can exercise this power solely			
Obtaining cheque books	He can exercise this power solely			
Obtaining SOA	He can exercise this power solely			
Transferring from accounts	He can exercise this power solely			
Requesting Shari'a compliant bank loans	He can exercise this power solely			
Opening accounts under Sharia controls	He can exercise this power solely			
Depositing into accounts	He can exercise this power solely			
Renewing the subscription to the safe deposit boxes	He can exercise this power solely			
Opening safe deposit boxes	He can exercise this power solely			
Subscribing to the safe deposit boxes	He can exercise this power solely			
Request for loan exemption	He can exercise this power solely			
Objecting to cheques	He can exercise this power solely			
Updating data	He can exercise this power solely			
Activating accounts	He can exercise this power solely			
Receiving cheques	He can exercise this power solely			
Recovering safe deposit boxes units	He can exercise this power solely			
Auditing	He can exercise this power solely			
Rescheduling installments	He can exercise this power solely			
Requesting POS	He can exercise this power solely			
Requesting bank credit	He can exercise this power solely			
Requesting bank guarantee	He can exercise this power solely			
Underwritings in joint-stock companies	He can exercise this power solely			
Receiving shareholding certificates	He can exercise this power solely			



Purchasing Shari'a compliant shares	He can exercise this power solely			
Selling Shari'a compliant shares	He can exercise this power solely			
Receiving shares value	He can exercise this power solely			
Receiving profits	He can exercise this power solely			
Receiving surplus	He can exercise this power solely			
Opening investment portfolios under Sharia controls and editing, modifying and canceling orders	He can exercise this power solely			
Subscribing	He can exercise this power solely			
Purchasing shares	He can exercise this power solely			
Selling shares	He can exercise this power solely			
Recovering investment fund units	He can exercise this power solely			
Transferring shares from the portfolio	He can exercise this power solely			
Subscribing to Shari'a compliant investment fund units	He can exercise this power solely			
Managing investment portfolios	He can exercise this power solely			
Obtaining proof of debts	He can exercise this power solely			
Liquidating investment portfolios	He can exercise this power solely			
Property Management	Purchasing, selling and transferring properties	Real Estate	Purchase	He can exercise this power solely
			Sale	He can exercise this power solely
			Transfer	He can exercise this power solely
		Lands	Purchase	He can exercise this power solely



			Sale	He can exercise this power solely
			Transfer	He can exercise this power solely
		Shares	Purchase	He can exercise this power solely
			Sale	He can exercise this power solely
	Property mortgage	Right to Mortgage	He can exercise this power solely	
		Release of Mortgage	He can exercise this power solely	
		Seize	He can exercise this power solely	
	Opening shop	He can exercise this power solely		
Obtaining health cards	He can exercise this power solely			
Converting agricultural lands into residential lands	He can exercise this power solely			
Referring to the Directorate General of Urban Planning	He can exercise this power solely			
Opening shops	He can exercise this power solely			
Obtaining licenses	He can exercise this power solely			
Renewing licenses	He can exercise this power solely			
Canceling licenses	He can exercise this power solely			
Transferring licenses	He can exercise this power solely			
Obtaining construction and restoration permits	He can exercise this power solely			
Planning Lands	He can exercise this power solely			
Obtaining construction completion certificates	He can exercise this power solely			
Obtaining fencing licenses	He can exercise this power solely			
Obtaining Demolition permits	He can exercise this power solely			
Amending the companies contract in which the Company is a shareholder	Approving the shareholders' resolutions		Changing the legal entity	He can exercise this power solely
		Increasing or decreasing the capital	He can exercise this power solely	



		Accepting the assignment and purchase of shares	He can exercise this power solely
		Associating and dissociating of shareholders	He can exercise this power solely
		Signing the shareholders' resolution to merge	He can exercise this power solely
		Amending the remaining terms of the MOA	He can exercise this power solely
	Liquidating the Company	He can exercise this power solely	
	Converting the Company into an establishment	He can exercise this power solely	
Signing lease contract	He can exercise this power solely		
Waiving contact	He can exercise this power solely		
Making plan for owned land	He can exercise this power solely		
Referring to the municipality	He can exercise this power solely		
Converting agricultural lands into residential lands	He can exercise this power solely		
Supervising construction	He can exercise this power solely		
Signing contracts with construction establishments and contractors	He can exercise this power solely		
Entering tenders and receiving forms	He can exercise this power solely		
	Appointing arbitrators	He can exercise this power solely	
	Appointing attorneys	He can exercise this power solely	
	Representing before the Notary Public	He can exercise this power solely	
Courts	Representing before legal courts	Hearing and responding to the cases	He can exercise this power solely
		Reconciliation	He can exercise this power solely
		Refusing and accepting arbitration	He can exercise this power solely



		Refusing and accepting reconciliation	He can exercise this power solely
		Acknowledgment and denial	He can exercise this power solely
		Assignment	He can exercise this power solely
		Pleading	He can exercise this power solely
		Defending	He can exercise this power solely
		Claiming	He can exercise this power solely
		Litigating	He can exercise this power solely
	Using and implementing all e-services of the Ministry of Justice	He can exercise this power solely	
	Delegating/authorizing third parties to implement e-services of the Ministry of Justice	He can exercise this power solely	
	(Signing the loan contract agreement, amendments, annexes thereof and all relevant documents - Signing the follow-up agreement - Signing the counseling agreement - Signing before the Notary Public regarding the industrial mortgage for mortgaging all the Company's properties - receiving the loan - assigning the loan - Request for loan exemption - repaying the loan - Signing the documentary credit agreement)	He can exercise this power solely	
	(Signing the legal guarantee)	He can exercise this power solely	
	(Signing the obligation transfer agreement and amending the loan contract)	He can exercise this power solely	
	(Signing a debt arrangement agreement on behalf of the Company and shareholders)	He can exercise this power solely	



	(Issuing, amending, canceling and the waiver declaration)	He can exercise this power solely		
Selling and transferring for the buyer	He can exercise this power solely			
Purchasing, accepting of transfer and paying the price	He can exercise this power solely			
Receiving deeds	He can exercise this power solely			
Leasing	He can exercise this power solely			
Receiving rents	He can exercise this power solely			
Singing lease contracts	He can exercise this power solely			
Renewing lease contracts	He can exercise this power solely			
Canceling and terminating contracts	He can exercise this power solely			
Mortgage	He can exercise this power solely			
Release of Mortgage	He can exercise this power solely			
Subdividing	He can exercise this power solely			
Modifying boundaries, lengths, areas, plot numbers, plans, deeds, their dates, and neighborhood names	He can exercise this power solely			
Selling	He can exercise this power solely			
Accepting the mortgage	He can exercise this power solely			
Updating the deeds and entering them into the comprehensive system	He can exercise this power solely			
Selling the share of	He can exercise this power solely			



Purchasing	He can exercise this power solely			
Purchasing the share of	He can exercise this power solely			
Leasing	He can exercise this power solely			
Modifying the owner's name and civil registry number	He can exercise this power solely			
Granting and transferring	He can exercise this power solely			
Accepting Grant and transfer				
Waiving the decrease in area	He can exercise this power solely			
Merging deeds	He can exercise this power solely			
Accepting assignment and transfer	He can exercise this power solely			
Obtaining group of replacement deeds with the following details:	He can exercise this power solely			
Obtaining group of replacement deeds with the following details:	He can exercise this power solely			
Selling and transferring for heirs	He can exercise this power solely			
Waiving the share of	He can exercise this power solely			
Proving construction	He can exercise this power solely			
Obtaining a replacement deed	He can exercise this power solely			
For real estate located at	He can exercise this power solely			
Converting agricultural lands into	He can exercise this power solely			



residential or industrial lands				
Entering into real estate shareholding	He can exercise this power solely			
Buying shares of real estate shareholdings	He can exercise this power solely			
Selling shares of real estate shareholdings	He can exercise this power solely			
Waiving leased lands	He can exercise this power solely			
Updating the deed and entering it into the comprehensive system	He can exercise this power solely			
Obtaining a replacement deed	He can exercise this power solely			
Converting agricultural lands into residential lands	He can exercise this power solely			
Building on lands	He can exercise this power solely			
Leasing lands	He can exercise this power solely			
Changing the legal entity of the Company	He can exercise this power solely			
Converting the Company a limited by shares into a limited liability	He can exercise this power solely			
Dividing the shares among the heirs and transferring them to their portfolios	He can exercise this power solely			

Authorities and Powers of the Deputy Chairman

Commercial Registers	Main Commercial Registers	Issuance	He can exercise this power solely
		Renewal	He can exercise this power solely
		Removal	He can exercise this power solely



	Sub Commercial Registers	Issuance	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA
		Renewal	He can exercise this power solely	
		Removal	He can exercise this power solely	
Purchasing an establishment	He can exercise this power solely			
Signing all documents before the Chamber of Commerce	He can exercise this power solely			
Selling an establishment	He can exercise this power solely			
Referring to registers department	He can exercise this power solely			
Obtaining registers	He can exercise this power solely			
Transferring commercial registers	He can exercise this power solely			
Managing registers	He can exercise this power solely			
Canceling registers	He can exercise this power solely			
Supervising registers	He can exercise this power solely			
Subscribing with the Chamber of Commerce	He can exercise this power solely			
Approving signature before the Chamber of Commerce	He can exercise this power solely			
Canceling signature before the Chamber of Commerce	He can exercise this power solely			
Entering tenders and receiving forms	He can exercise this power solely			
Converting the branch of the Establishment	He can exercise this power solely			
Referring to social insurances	He can exercise this power solely			



Referring to the Zakat and Income Authority	He can exercise this power solely			
Opening branches for the registers	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA		
Managing the commercial register	He can exercise this power solely			
Canceling the commercial register	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Amending registers	He can exercise this power solely			
Adding activity	He can exercise this power solely			
Reserving the trade name	He can exercise this power solely			
Renewing subscription with the Chamber of Commerce	He can exercise this power solely			
Amending the commercial register	He can exercise this power solely			
Transferring the commercial register	He can exercise this power solely			
Obtaining a replacement commercial register	He can exercise this power solely			
Obtaining a replacement commercial register	He can exercise this power solely			
Registering a trademark	He can exercise this power solely			
Assigning a trademark	He can exercise this power solely			
Assigning a trade name	He can exercise this power solely			
Obtaining licenses	He can exercise this power solely			
Purchasing boats	He can exercise this power solely			



Obtaining a replacement fishing permits	He can exercise this power solely			
Importing boats	He can exercise this power solely			
Cancelling fishing permits	He can exercise this power solely			
Renewing licenses	He can exercise this power solely			
Amending licenses	He can exercise this power solely			
Adding activity	He can exercise this power solely			
Reserving names	He can exercise this power solely			
Canceling licenses	He can exercise this power solely			
Renewing the subscription with the Chamber of Commerce	He can exercise this power solely			
Opening branches	He can exercise this power solely			
Referring to the Social Insurances	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Referring to the Zakat and Income Authority	He can exercise this power solely			
Obtaining a fishing permit	He can exercise this power solely			
Obtaining a boat license	He can exercise this power solely			
Renewing a boat license	He can exercise this power solely			
Transferring a boat license	He can exercise this power solely			
Selling the boat	He can exercise this power solely			
Renewing the fishing permit	He can exercise this power solely			
Cancelling the fishing permit	He can exercise this power solely			



Obtaining a replacement boat licenses	He can exercise this power solely			
Opening a branch for licensing	He can exercise this power solely			
Transferring license	He can exercise this power solely			
Incorporating a company	He can exercise this power solely			
Signing MOAs and amendments thereto	He can exercise this power solely			
Canceling MOAs and amendments thereto	He can exercise this power solely			
Signing shareholders' resolutions	He can exercise this power solely			
Appointing and dismissing directors	He can exercise this power solely			
Amending the Company's objectives	He can exercise this power solely			
Liquidating the Company	He can exercise this power solely			
Converting the Company from a joint-stock to a limited liability company	He can exercise this power solely			
Converting the Company from a limited liability to a joint-stock company	He can exercise this power solely			
Converting the Company from a joint liability company to a limited liability company	He can exercise this power solely			
Increasing the capital	He can exercise this power solely			
Decreasing the Capital	He can exercise this power solely			
Associating and dissociating of shareholders	He can exercise this power solely			
Entering into an existing companies	He can exercise this power solely			
Transferring stocks, shares and bonds	He can exercise this power solely			
Determining the capital	He can exercise this power solely			



Receiving surplus allocation	He can exercise this power solely			
Selling stocks and shares and receiving the value	He can exercise this power solely			
Assigning shares and stocks of capital	He can exercise this power solely			
Selling the Company's branch	He can exercise this power solely			
Amending the nationality of a shareholder in the contract	He can exercise this power solely			
Accepting the assignment of shares and stocks of capital	He can exercise this power solely			
Purchasing shares and stocks and paying the price	He can exercise this power solely			
Closing the Company's account with banks	He can exercise this power solely			
Opening the Company's account with banks	He can exercise this power solely			
Signing agreements	He can exercise this power solely			
Registering the Company	He can exercise this power solely			
Registering agencies and trademarks	He can exercise this power solely			
Attending General Assemblies	He can exercise this power solely			
Opening Company's branches	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA		
Opening Company's files	He can exercise this power solely			
Signing MOA and amendments thereto before the Notary Public	He can exercise this power solely			
Obtaining and renewing the Company's commercial registers	He can exercise this power solely			
Subscribing with the Chamber of Commerce and renewing thereof	He can exercise this power solely			



Referring to and signing before the General Investment Authority	He can exercise this power solely			
Referring to the Standards, Metrology and Quality Organization	He can exercise this power solely			
Referring to the Capital Market Authority	He can exercise this power solely			
Obtaining and renewing the Company's licenses	He can exercise this power solely			
Converting the establishment into a company	He can exercise this power solely			
Converting the Company's branch into an establishment	He can exercise this power solely			
Converting the Company's branch into a company	He can exercise this power solely			
Publishing the MOA, amendments thereto and summaries thereof, and the AOA in the Official Gazette	He can exercise this power solely			
Referring to telecommunications companies and establishing fixed or mobile phones in the Company's name	He can exercise this power solely			
Entering tenders and receiving forms	He can exercise this power solely			
Signing the Company's contracts with third parties	He can exercise this power solely			
Assigning or canceling trademarks	He can exercise this power solely			
Amending the Company's name	He can exercise this power solely			
Obtaining visas	He can exercise this power solely			
Converting the Company into an establishment	He can exercise this power solely			
Receiving visa compensation	He can exercise this power solely			
Updating labors' details	He can exercise this power solely			
Opening, renewing and canceling main and subsidiary files	He can exercise this power solely			
Liquidating and canceling labors	He can exercise this power solely			



Reporting labor absconding	He can exercise this power solely			
Canceling the report of labor absconding	He can exercise this power solely			
Transferring sponsorships	He can exercise this power solely			
Modifying professions	He can exercise this power solely			
Transferring, liquidating and canceling establishments	He can exercise this power solely			
Referring to the National Recruitment Offices Department	He can exercise this power solely			
Referring to Computer Department in the Manpower	He can exercise this power solely			
Obtaining and renewing work permits	He can exercise this power solely			
Receiving Saudization Certificates	He can exercise this power solely			
Obtaining data statement (Printout)	He can exercise this power solely			
Adding and removing Saudis	He can exercise this power solely			
Recruiting	He can exercise this power solely			
Recruiting	He can exercise this power solely			
Opening files	He can exercise this power solely			
Activating the Saudi Portal	He can exercise this power solely			
Recruiting labors from abroad	He can exercise this power solely			
Completing employment procedures at Social Insurances	He can exercise this power solely			
Canceling visas	He can exercise this power solely			
Refunding visa amounts	He can exercise this power solely			
Modifying nationalities	He can exercise this power solely			



Obtaining family visit visas	He can exercise this power solely			
Obtaining family recruitment visas	He can exercise this power solely			
Referring to embassy	He can exercise this power solely			
Extending exit and return visas	He can exercise this power solely			
Extending visit visas	He can exercise this power solely			
Obtaining data statement (Printout)	He can exercise this power solely			
Canceling a visa	He can exercise this power solely			
Recovering visa amount	He can exercise this power solely			
Modifying the destination of arrival	He can exercise this power solely			
Companies in which the Company enters as a shareholder	Signing companies contracts	He can exercise this power solely		
	Purchasing shares	He can exercise this power solely		
	Liquidating the Company	He can exercise this power solely		
	Selling shares	He can exercise this power solely		
	Representing the Company in a company in which he is a shareholder	He can exercise this power solely		
Incorporating companies in the name of the Company	To be registered with the Ministry	He can exercise this power solely		
	Representing the company before the Notary Public	He can exercise this power solely		



	Signing the company's contract	He can exercise this power solely		
	Signing shareholders' resolutions	He can exercise this power solely		
	Commercial Registers	Issuance	He can exercise this power solely	
		Renewal	He can exercise this power solely	
		Removal	He can exercise this power solely	
Obtaining residences	He can exercise this power solely			
Renewing residences	He can exercise this power solely			
Obtaining exit and return visas	He can exercise this power solely			
Processing final exits	He can exercise this power solely			
Transferring sponsorships	He can exercise this power solely			
Obtaining replacement residences	He can exercise this power solely			
Completing procedures for deceased labors	He can exercise this power solely			
Reporting absconding	He can exercise this power solely			
Canceling the report of absconding	He can exercise this power solely			
Transferring information and updating data	He can exercise this power solely			
Settlement and waiver of labors	He can exercise this power solely			
Referring to the Department of Deportation and Expatriates	He can exercise this power solely			
Obtaining labors data statement (Printout)	He can exercise this power solely			
Releasing labors	He can exercise this power solely			



Managing my business	He can exercise this power solely			
Transferring the labor sponsorship to himself	He can exercise this power solely			
Adding a newborn	He can exercise this power solely			
Completing the procedures of the deceased labors	He can exercise this power solely			
Managing ports affairs	He can exercise this power solely			
Obtaining repatriation certificates	He can exercise this power solely			
Adding dependents	He can exercise this power solely			
Adding children to the father's or mother's passport	He can exercise this power solely			
Removing children from the father's or mother's passport	He can exercise this power solely			
Canceling exit and return visas	He can exercise this power solely			
Canceling final exit visas	He can exercise this power solely			
Obtaining a replacement travel visas	He can exercise this power solely			
Obtaining extension of visit visas	He can exercise this power solely			
Modifying professions	He can exercise this power solely			
Obtaining Haj permits	He can exercise this power solely			
Referring to the affairs of maids	He can exercise this power solely			
Registering in the electronic service	He can exercise this power solely			
Banking	Opening accounts	He can exercise this power solely		
	Opening credits	He can exercise this power solely		



	Deposit	He can exercise this power solely		
	Withdrawal	He can exercise this power solely		
	Issuing cheques	He can exercise this power solely		
	Updating accounts	He can exercise this power solely		
	Obtaining SOAs	He can exercise this power solely		
	Requesting facilities	He can exercise this power solely		
	Requesting guarantees	He can exercise this power solely		
	Signing loan contracts	He can exercise this power solely		
	Signing commercial papers	He can exercise this power solely		
	Signing promissory notes	He can exercise this power solely		
	Submitting any request(s) or service(s) that fall under the jurisdiction of the Communications and Information Technology Commission	He can exercise this power solely		
	Powers to delegate any person in accordance with the relevant regulations to apply for any request(s) or service(s) that fall under	He can exercise this power solely		



	the jurisdiction of the Communications and Information Technology			
Referring to the Ministry of Agriculture Directorate of Agriculture regarding	He can exercise this power solely			
Referring to the Notary Public or the Court to accept the release	He can exercise this power solely			
Waiving the agricultural decision	He can exercise this power solely			
Transferring the agricultural decision	He can exercise this power solely			
Receiving salaries	He can exercise this power solely			
Receiving pension salaries	He can exercise this power solely			
Receiving end-of-service gratuities and leaves compensation	He can exercise this power solely			
Transferring salaries	He can exercise this power solely			
Receiving gratuities	He can exercise this power solely			
Obtaining salary certificate	He can exercise this power solely			
Receiving my dues	He can exercise this power solely			
Opening accounts under Sharia controls	He can exercise this power solely			
Closing and settling accounts	He can exercise this power solely			
Withdrawing from accounts	He can exercise this power solely			
Obtaining ATM cards	He can exercise this power solely			
Obtaining Shari'a compliant credit cards	He can exercise this power solely			
Receiving and disbursing transfers	He can exercise this power solely			
Cashing cheques	He can exercise this power solely			



Issuing director's cheque	He can exercise this power solely			
Obtaining cheque books	He can exercise this power solely			
Obtaining SOA	He can exercise this power solely			
Transferring from accounts	He can exercise this power solely			
Requesting Shari'a compliant bank loans	He can exercise this power solely			
Opening accounts under Sharia controls	He can exercise this power solely			
Depositing into accounts	He can exercise this power solely			
Renewing the subscription to the safe deposit boxes	He can exercise this power solely			
Opening safe deposit boxes	He can exercise this power solely			
Subscribing to the safe deposit boxes	He can exercise this power solely			
Request for loan exemption	He can exercise this power solely			
Objecting to cheques	He can exercise this power solely			
Updating data	He can exercise this power solely			
Activating accounts	He can exercise this power solely			
Receiving cheques	He can exercise this power solely			
Recovering safe deposit boxes units	He can exercise this power solely			
Auditing	He can exercise this power solely			
Rescheduling installments	He can exercise this power solely			
Requesting POS	He can exercise this power solely			
Requesting bank credit	He can exercise this power solely			
Requesting bank guarantee	He can exercise this power solely			
Underwritings in joint-stock companies	He can exercise this power solely			



Receiving shareholding certificates	He can exercise this power solely			
Purchasing Shari'a compliant shares	He can exercise this power solely			
Selling Shari'a compliant shares	He can exercise this power solely			
Receiving shares value	He can exercise this power solely			
Receiving profits	He can exercise this power solely			
Receiving surplus	He can exercise this power solely			
Opening investment portfolios under Sharia controls and editing, modifying and canceling orders	He can exercise this power solely			
Subscribing	He can exercise this power solely			
Purchasing shares	He can exercise this power solely			
Selling shares	He can exercise this power solely			
Recovering investment fund units	He can exercise this power solely			
Transferring shares from the portfolio	He can exercise this power solely			
Subscribing to Shari'a compliant investment fund units	He can exercise this power solely			
Managing investment portfolios	He can exercise this power solely			
Obtaining proof of debts	He can exercise this power solely			
Liquidating investment portfolios	He can exercise this power solely			
Property Management	Purchasing, selling and transferring properties	Real Estate	Purchase	He can exercise this power solely
			Sale	He can exercise this power solely
			Transfer	He can exercise this power solely



		Lands	Purchase	He can exercise this power solely
			Sale	He can exercise this power solely
			Transfer	He can exercise this power solely
		Shares	Purchase	He can exercise this power solely
			Sale	He can exercise this power solely
	Property mortgage	Right to Mortgage	He can exercise this power solely	
		Release of Mortgage	He can exercise this power solely	
		Seize	He can exercise this power solely	
Opening shop	He can exercise this power solely			
Obtaining health cards	He can exercise this power solely			
Converting agricultural lands into residential lands	He can exercise this power solely			
Referring to the Directorate General of Urban Planning	He can exercise this power solely			
Opening shops	He can exercise this power solely			
Obtaining licenses	He can exercise this power solely			
Renewing licenses	He can exercise this power solely			
Canceling licenses	He can exercise this power solely			
Transferring licenses	He can exercise this power solely			
Obtaining construction and restoration permits	He can exercise this power solely			
Planning Lands	He can exercise this power solely			



Obtaining construction completion certificates	He can exercise this power solely			
Obtaining fencing licenses	He can exercise this power solely			
Obtaining Demolition permits	He can exercise this power solely			
Amending the companies contract in which the Company is a shareholder	Approving the shareholders' resolutions	Changing the legal entity	He can exercise this power solely	
		Increasing or decreasing the capital	He can exercise this power solely	
		Accepting the assignment and purchase of shares	He can exercise this power solely	
		Associating and dissociating of shareholders	He can exercise this power solely	
		Signing the shareholders' resolution to merge	He can exercise this power solely	
		Amending the remaining terms of the MOA	He can exercise this power solely	
	Liquidating the Company	He can exercise this power solely		
	Converting the company into an establishment	He can exercise this power solely		
Signing lease contract	He can exercise this power solely			
Waiving contact	He can exercise this power solely			
Making plan for owned land	He can exercise this power solely			
Referring to the municipality	He can exercise this power solely			
Converting agricultural lands into residential lands	He can exercise this power solely			
Supervising construction	He can exercise this power solely			
Signing contracts with construction	He can exercise this power solely			



establishments and contractors				
Entering tenders and receiving forms	He can exercise this power solely			
	Appointing arbitrators	He can exercise this power solely		
	Appointing attorneys	He can exercise this power solely		
	Representing before the Notary Public	He can exercise this power solely		
Courts	Representing before legal courts	Hearing and responding to the cases	He can exercise this power solely	
		Reconciliation	He can exercise this power solely	
		Refusing and accepting arbitration	He can exercise this power solely	
		Refusing and accepting reconciliation	He can exercise this power solely	
		Acknowledgment and denial	He can exercise this power solely	
		Assignment	He can exercise this power solely	
		Pleading	He can exercise this power solely	
		Defending	He can exercise this power solely	
		Claiming	He can exercise this power solely	
		Litigating	He can exercise this power solely	
	Using and implementing all e-services of the Ministry of Justice	He can exercise this power solely		
	Delegating/authorizing third parties to implement e-services of the Ministry of Justice	He can exercise this power solely		
	(Signing the loan contract agreement, amendments, annexes thereof and all relevant	He can exercise this power solely		



	documents - Signing the follow-up agreement - Signing the counseling agreement - Signing before the Notary Public regarding the industrial mortgage for mortgaging all the Company's properties - receiving the loan - assigning the loan - Request for loan exemption - repaying the loan - Signing the documentary credit agreement)			
	(Signing the legal guarantee)	He can exercise this power solely		
	(Signing the obligation transfer agreement and amending the loan contract)	He can exercise this power solely		
	(Signing a debt arrangement agreement on behalf of the Company and shareholders)	He can exercise this power solely		
	(Issuing, amending, canceling and the waiver declaration)	He can exercise this power solely		
Selling and transferring for the buyer	He can exercise this power solely			
Purchasing, accepting of transfer and paying the price	He can exercise this power solely			
Receiving deeds	He can exercise this power solely			
Leasing	He can exercise this power solely			
Receiving rents	He can exercise this power solely			
Singing lease contracts	He can exercise this power solely			
Renewing lease contracts	He can exercise this power solely			
Canceling and terminating contracts	He can exercise this power solely			
Mortgage	He can exercise this power solely			
Release of Mortgage	He can exercise this power solely			
Subdividing	He can exercise this power solely			
Modifying boundaries, lengths, areas, plot numbers, plans, deeds, their dates, and neighborhood names	He can exercise this power solely			
Selling	He can exercise this power solely			
Accepting the mortgage	He can exercise this power solely			
Updating the deeds and entering them into the comprehensive system	He can exercise this power solely			
Selling the share of	He can exercise this power solely			
Purchasing	He can exercise this power solely			



Purchasing the share of	He can exercise this power solely
Leasing	He can exercise this power solely
Modifying the owner's name and civil registry number	He can exercise this power solely
Granting and transferring	He can exercise this power solely
Accepting Grant and transfer	
Waiving the decrease in area	He can exercise this power solely
Merging deeds	He can exercise this power solely
Accepting assignment and transfer	He can exercise this power solely
Obtaining group of replacement deeds with the following details:	He can exercise this power solely
Obtaining group of replacement deeds with the following details:	He can exercise this power solely
Selling and transferring for heirs	He can exercise this power solely
Waiving the share of	He can exercise this power solely
Proving construction	He can exercise this power solely
Obtaining a replacement deed	He can exercise this power solely
For real estate located at	He can exercise this power solely
Converting agricultural lands into residential or industrial lands	He can exercise this power solely
Entering into real estate shareholding	He can exercise this power solely
Buying shares of real estate shareholdings	He can exercise this power solely
Selling shares of real estate shareholdings	He can exercise this power solely
Waiving leased lands	He can exercise this power solely
Updating the deed and entering it into the comprehensive system	He can exercise this power solely
Obtaining a replacement deed	He can exercise this power solely
Converting agricultural lands into residential lands	He can exercise this power solely
Building on lands	He can exercise this power solely
Leasing lands	He can exercise this power solely
Changing the legal entity of the Company	He can exercise this power solely
Converting the Company a limited by shares into a limited liability	He can exercise this power solely



Dividing the shares among the heirs and transferring them to their portfolios	He can exercise this power solely
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Powers and Authorities of the Managing Director

Referring to social insurances	He can exercise this power solely		Without prejudice to the provision of Article (3) of AOA	
Referring to the Zakat and Income Authority	He can exercise this power solely			
Opening branches for the registers	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Renewing subscription with the Chamber of Commerce	He can exercise this power solely			
Renewing licenses	He can exercise this power solely			
Referring to the Civil Defense	He can exercise this power solely			
Commercial Registers	Sub Commercial Registers	Issuance	He can exercise this power solely	Without prejudice to the provision of Article (3) of AOA
		Renewal	He can exercise this power solely	
Opening Company's files	He can exercise this power solely			
Referring to the Standards, Metrology and Quality Organization	He can exercise this power solely			
Referring to the Capital Market Authority	He can exercise this power solely			
Referring to telecommunications companies and establishing fixed or mobile phones in the Company's name	He can exercise this power solely			
Obtaining visas	He can exercise this power solely			



Updating labors' details	He can exercise this power solely
Opening, renewing and canceling main and subsidiary files	He can exercise this power solely
Reporting labor absconding	He can exercise this power solely
Canceling the report of labor absconding	He can exercise this power solely
Modifying professions	He can exercise this power solely
Referring to the National Recruitment Offices Department	He can exercise this power solely
Referring to Computer Department in the Manpower	He can exercise this power solely
Obtaining data statement (Printout)	He can exercise this power solely
Opening files	He can exercise this power solely
Referring to embassy	He can exercise this power solely
Obtaining labors data statement (Printout)	He can exercise this power solely
Referring to the Ministry of Agriculture Directorate of Agriculture regarding	He can exercise this power solely
Updating data	He can exercise this power solely
Referring to the Directorate General of Urban Planning	He can exercise this power solely

The Board of Directors shall appoint a secretary chosen by it from among its members or from others

The Chairman may delegate (by a written decision) some of his powers to other directors or to third parties to carry out certain work or works. The deputy Chairman shall replace the Chairman in his absence in cases where the Board of Directors has a Deputy Chairman.

Article (15): Additional powers of the Board

Taking into account the powers assigned to the General Assembly, the Board of Directors shall have the broadest powers in managing the company in order to achieve its purposes.

- 1) Establish internal regulations for its work
- 2) Approve the internal, financial, administrative and technical regulations of the company and the policies and regulations of its employees.



- 3) Appoint those responsible for the management of the company with experience and competence as the Board deems appropriate, determine their duties and remunerations, form committees and delegate to them such powers as the Board deems appropriate, and coordinate between these committees in order to quickly decide on the matters presented thereto.
- 4) Approve the company's business plan and agree on its annual operational plans and capital budget.
- 5) Issue or repurchase bonds or sukuk within the Kingdom of Saudi Arabia or abroad in accordance with the applicable laws and regulations.

Section (4): Shareholders' Meetings

Article (16): Meetings' Invitation

1. General and private assemblies shall be held at the invitation of the Board of Directors. The Board of Directors shall invite the Ordinary General Assembly to convene within thirty (30) days from the date of the request of the auditor or one or more shareholders representing (ten percent) of the company's shares with at least voting rights. The auditor may invite the Ordinary General Assembly to convene if the Board does not send the invitation within thirty (30) days from the date of the auditor's request.

2. The request referred to in Paragraph (1) of this Article shall state the issues on which shareholders are required to vote.

3. The invitation to convene the meeting shall be sent at least twenty-one (21) days before the specified date in accordance with the provisions of the law, taking into account the following:

A. Inform shareholders through registered letters to their addresses listed in the shareholders' register, or announcing the invitation through modern technological means.

B. Send a copy of the invitation and the Agenda to the Commercial Registry, as well as a copy to the Capital Market Authority if the company is listed on the financial market on the date of announcing the invitation.

4. The invitation to hold meeting shall include at least the following:

A. Define who has the right to attend the Meeting and his right to delegate whoever he chooses other than the Board, and explain the shareholder right to discuss the topics on the Agenda of the meeting and address questions and how to exercise the voting right.

B. The place, date and time of the meeting.

C. The type of meeting, whether it is a public or private meeting.

D. The meeting Agenda, including the items on which shareholders are required to vote.

Article (17): Voting in Meetings

1. The Directors shall be elected by cumulative voting, and may not participate in voting on the meeting's decisions related to business and contracts, in which they have a direct or indirect interest or that involve a conflict of interest.

Article (18): Preparing Meetings' Minutes

1. A minutes shall be drawn up at the meeting of the Assembly, including the number of shareholders present in person or by proxy, the number of shares held in person or by proxy, the number of votes prescribed for it, the decisions taken, the number of votes approved or opposed to it, and a comprehensive summary of the discussions that took place at the meeting. After each meeting, minutes shall be regularly recorded in a special register to be signed by the meeting's Chairman, secretary and vote collector.

Section (5): Auditor

Article (19): Appointment, dismissal and retirement of the company's auditor

1. The General Assembly shall appoint one (or more) auditors from among the auditors licensed to practice in KSA, their remunerations and the period and scope of their work. The auditor shall be also re-appointed. However, it shall



be required that the total period of their appointment shall not exceed the specified period in accordance with the provisions prescribed by law.

2. The General Assembly may dismiss the auditor and the chairman shall notify the Competent Authority of the dismissal decision and its reasons within a period not exceeding five (5) days from the decision date.
3. The auditor may resign pursuant to a written notice submitted to the company. His assignment shall terminate from the date of submitting the resignation notice or at a later date as specified therein, without prejudice to the company's right to compensation for any damage it incurs, if justified. The auditor shall provide the retiree with a statement of the reasons for his retirement to the company and the competent authority upon submission of the report. The Board of Directors shall convene the General Assembly to consider the reasons for retirement, appoint another auditor, and determine his fees, mandate and scope of work.

[Article \(20\): Auditor's Powers](#)

The auditor may, at any time, review the company's documents, accounting records and supporting documents, and may request the data and clarifications that he deems necessary to obtain to verify the company's assets, liabilities and other matters within the scope of his work. The Board of Directors shall enable him to perform his duty. If the auditor has a difficulty in this regard, he proves it in a report to be submitted to the Board of Directors. If the Board of Directors does not facilitate the work of the auditor, it shall request them to convene the General Assembly to consider the matter. The auditor may issue this invitation if it is not addressed by the Board of Directors within thirty (30) days from the date of the auditor's request.

[Section \(6\): Company finances and dividend distribution](#)

[Article \(21\):](#)

The financial year of the Company shall be twelve (12) calendar months starting from the 01st of January and ending on the 31st of December.

2. A separate budget shall be prepared for the transitional period resulting from the amendment of the fiscal year.

[Section \(7\): Expiration and liquidation of the company](#)

[Article \(22\): COMPANY'S WIND UP](#)

1. The company shall be wind up for one of the windup reasons mentioned in Article (243) of the Companies Law. upon its wind up, it shall be liquidated in accordance with the provisions of Chapter (12) of the Companies Law. If the company is wind up and its assets are not sufficient to pay its debts or it is in default according to the bankruptcy law, it shall apply to the competent judicial authority to open any of the liquidation procedures under the bankruptcy law.

[Chapter 8: Final Provisions](#)

[Article \(23\): Final Provisions](#)

1. The founders shall acknowledge that validity of the data and provisions included in this law are true and correct, conform to the provisions of the Companies Law issued by Royal Decree (M/132) dated 1/12/1443 AH and its executive regulations, and fulfill all requirements and instructions issued by the Ministry of Commerce in accordance with the provisions of the law. The founders shall have responsibility and all legal and financial consequences that may arise from this. The founders shall also be aware of the right of the ministry to take the necessary legal measures in the event of any violation or conflict in the provisions contained in the Articles of Association.

The Articles of Association was audited by the founders and approved by the Ministry's approver. The Articles of Association was published through the worksheet. The validity of the Articles of Association can be verified through the following link:
<https://emagazine.aamaly.sa>

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The copy of the bylaw was issued based on the decisions of the Extraordinary General Assembly / the decision of the capital owner on 18/11/1444 AH.

The Articles of Association does not require the official stamp of the Ministry of Commerce.



Annex to Memorandum of Association

1. Amendment of the (Company's Objects)

Before Amendment:

Section	Category
Agriculture, forestry and fishing	Cultivation of other non-permanent crops
Agriculture, forestry and fishing	Poultry farming
Agriculture, forestry and fishing	Mixed agriculture (mixed production between crops and animals without specialized production of crops and animals)
Mining and quarrying	Other mining and quarrying activities not elsewhere classified
Manufacturing industries	Processing and preserving meat
Manufacturing industries	Manufacturing prepared animal feed .
Electricity, gas, steam and air conditioning supplies	Electric power generation, transmission and distribution
Construction	Electrical installations
Wholesale and retail, and repair of motor vehicles, and motorcycles	Non-specialized wholesale
Wholesale and retail, and repair of motor vehicles, and motorcycles	Retail sales in other types of non-specialized stores
Transportation and storage	Road transport of goods
Transportation and storage	Storage
Information and communication	Other information services activities not classified elsewhere
Financial and insurance activities	Other financial service activities except insurance and pension financing not elsewhere classified
Financial and insurance activities	Other activities supporting financial services activities
Professional, scientific and technical activities	Research and experimental development on social sciences and humanities Advertising
Professional, scientific and technical activities	Other professional, scientific and technical activities not elsewhere classified
Administrative and support services	Integrated office administrative services activities
Human health and social work activities	Other social work activities without accommodation

After the Amendment

Section	Category
Manufacturing industries	Processing and preserving meat
Manufacturing industries	Manufacturing prepared animal feed .



Electricity, gas, steam and air conditioning supplies	Electric power generation, transmission and distribution
Construction	Electrical installations
Wholesale and retail, and repair of motor vehicles, and motorcycles	Non-specialized wholesale
Wholesale and retail, and repair of motor vehicles, and motorcycles	Retail sales in other types of non-specialized stores
Transportation and storage	Road transport of goods
Transportation and storage	Storage
Information and communication	Other information services activities not classified elsewhere
Financial and insurance activities	Other financial service activities except insurance and pension financing not elsewhere classified
Financial and insurance activities	Other activities supporting financial services activities
Professional, scientific and technical activities	Research and experimental development on social sciences and humanities Advertising
Professional, scientific and technical activities	Other professional, scientific and technical activities not elsewhere classified
Administrative and support services	Integrated office administrative services activities
Human health and social work activities	Other social work activities without accommodation

2. Amendment of (Fiscal Year)

Before amendment: The Company's fiscal year shall be twelve (12) calendar months starting from the 01st of January and ending on the 31st of December.

After the amendment: The Company's fiscal year of the shall be twelve (12) calendar months starting from the 01st of January and ending on the 31st of December.

3. Amendment (of shares)

Share Type	Share name	No. of Shares	Value of Shares	Rights and Restrictions
Ordinary	20,000,000	10		

After the amendment

Share Type	Share name	No. of Shares	Value of Shares	Rights and Restrictions
Ordinary	20,000,000	10		

4. Amendment (Text Clauses)

Text clauses were amended

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Resolution of a General Assembly Appointing a Board of Directors in a Separate Contract

Tanmiah Food Company JSC

Based on the decision of the General Assembly of the Tanmiah Food Company JSC, a joint stock company listed in Riyadh, and whereas the General Assembly decided to appoint a Board of Directors in accordance with the provisions of the company's management Article to appoint a Board of Directors in an independent contract, the General Assembly decided to appoint each of the Board of Directors consisting of at least (3), namely:

Name	ID No.	Date of Birth	Nationality	Position
Dirk Vanderbroek	BT8LB6121	23/08/1395 AH	Netherlands	Director
Stefan Mark Parsons	508303527	22/02/1385 AH	Ireland	Director
Hawazen Nazih Hassan Nassif	1007761073	20/05/1401 AH	KSA	Director
Jamal Abdullah Mohammed Ali Al-Dabbagh	1018005924	01/07/1380 AH	KSA	Vice Chairman
Mohammed Hosni Jazeel	2080977180	28/03/1380 AH	Sri Lanka	Director
Ahmad ibn Sharaf ibn Salih Aseelan	1055529307	21/10/1396 AH	KSA	Director
Vincent Carton	PP4467214	14/02/1378 AH	Ireland	Director
Alexander Stanislav Ivankov	673946555	16/03/1397 AH	United States	Director
Amr Abdullah Mohammed Ali Al-Dabbagh	1008848622	15/03/1386 AH	KSA	Chairman
Kamel Salah Al-Din Abdullah Al-Munajed	1013861313	12/03/1380 AH	KSA	Director

To this end, they are entrusted with all the powers in the Articles of Association.

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