



Articles of Association of

Northern Region Cement

Listed Joint Stock Company

Articles of Association of Northern Region Cement

(Listed Joint Stock Company)

Part 1: Incorporation of the Company

Article 1: Incorporation

In accordance with the provisions of the Companies Law promulgated by Royal Decree No. (M/132) dated 1/12/1443, its executive regulations and this Articles of Association, a Saudi joint stock company shall be incorporated in accordance with the following:

Article 2: Company's Name

Northern Region Cement (Listed Joint Stock Company)

Article 3: Company's Headquarters

The company's headquarters is located in the city of Turaif, and it may establish branches inside or outside the Kingdom by a decision of the Board of Directors.

Article 4: Objectives of the Company

Section	Category
Process Industries	Manufacture of cement, lime and plaster
Construction	Site preparation
Wholesale, retail and repair of motor vehicles and motorcycles	Wholesale of solid, liquid and gaseous fuels and related products
Wholesale, retail and repair of motor vehicles and motorcycles	Retail sale of metal tools, paint and glass in specialized stores

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

Article 5: Term of the Company

The term of the Company shall be 99 years commencing from the date of its registration in the Commercial Register, and this term may always be extended by a resolution issued by the Extraordinary General Assembly at least one year prior to the expiration of its term.

Article 6: Participation and Ownership in Companies

The Company may establish limited liability, closed joint stock or limited partnership companies on its own. It may also own shares and stocks in other existing companies or merge with them, and has the right to participate with others in the establishment of companies after fulfilling the requirements of the regulations and instructions followed in this regard. The company may also dispose of these shares or quotas, provided that this does not include brokerage in their trading.

Part 2: Capital and Shares

Article 6: Capital

The issued share capital of the Company shall be two million Saudi Riyals (SAR 1800000000) divided into (180000000) nominal shares of equal value, each with a value of (10) Saudi Riyals, all of which are ordinary shares in exchange for cash shares, and the amount paid in cash is one billion and eighty million Saudi Riyals (SAR 1800000000), and the cash amounts paid from the issued share capital have been deposited with a licensed bank.

Article 7: Subscription of Shares

The shareholders have subscribed to the entire issued share capital of SAR 1800000000 fully paid up.

Article 9: Types of shares

The Company may issue preferred shares or redeemable shares and may include classes that grant different rights or privileges, or place restrictions on some of those classes, in accordance with the controls stipulated in the Companies Law and its executive regulations.

Article 10: Sale of unpaid shares

1- The shareholder is obligated to pay the remaining value of the share on the specified dates, and if he fails to fulfill on the specified date, the Board of Directors may - after notifying him by e-mail or informing him by a registered letter - sell the share in a public auction or capital market, as the case may be, according to the controls set by the competent authority or by any means of modern technology. 2- The Company shall recover from the sale proceeds the amounts due to it and return the remainder to the owner of the share. If the proceeds of the sale are not sufficient to fulfill these amounts, the company may fulfill the rest from all the shareholder's funds. 3- The enforcement of the rights related to the shares whose value is defaulted on the expiration of the due date shall be suspended until they are sold or paid in accordance with the provision of paragraph (1) of this Article, including the right to receive a share of the net profits to be distributed and the right to attend the assemblies and vote on their resolutions. However, the shareholder who fails to pay until the day of sale may pay the value owed to him in addition to the expenses expended by the Company in this regard, in which case the shareholder shall have the right to request to receive the profits to be distributed. 4- The Company shall cancel the share certificate sold in accordance with the provisions of this Article, give the buyer a new share certificate with the same number, and indicate in the shareholders' register that the sale has taken place with the necessary data of the new owner.

Article 11: Issuance of shares

All shares shall be nominal, and shares may not be issued for less than their nominal value, and may be issued for more than this value, and in this case the difference in value shall be placed in a separate item within the rights of the shareholders, and the shares are indivisible against the company. If the share is owned by multiple persons, they must choose one of them to represent them in using the rights related thereto, and these persons shall be jointly liable for the obligations arising from the ownership of the share.

Article 12: Trading of shares

The Company's shares shall be traded in accordance with the provisions of the Capital Market Law and its executive regulations.

Article 13: Capital Increase

1- The Company's Board of Directors may decide to increase the issued capital within the limits of the authorized capital, provided that the issued capital has been paid in full. 2- The Extraordinary General Assembly may decide to increase the company's issued or authorized capital, if any, provided that the issued capital has been paid in full. The capital is not required to have been paid in full if the unpaid portion of it is due to shares issued against the conversion of debt instruments or financing instruments into shares and the period prescribed for their conversion has not yet expired. 3- The Extraordinary General Assembly may, in all cases, allocate the shares issued upon capital increase or part thereof to employees of the company and subsidiaries or some of them. Shareholders may not exercise the right of priority when the company issues the shares allocated to employees. 4- In all cases, the nominal value of the increase shares must be equal to the nominal value of the original shares of the same type or class. 5- The shareholder who owns the share at the time of the issuance of the Extraordinary General Assembly resolution approving the increase of the issued capital or the Board of Directors' resolution approving its increase within the limits of the authorized capital shall have priority in subscribing to the new shares issued in exchange for cash shares, and shall be informed of his priority, if any, by a registered letter to his address in the shareholders' register, or through modern technical means, as well as the capital increase resolution, the conditions and manner of subscription and its start and end date, taking into account the type and category of the share he owns. 6- The Extraordinary General Assembly has the right to suspend the right of priority for shareholders in subscribing to

the capital increase in exchange for cash shares or granting the right of priority to non-shareholders in cases it deems to be in the best interest of the company. 7- The shareholder in the company may sell or transfer the priority right for a material consideration or without consideration in accordance with the executive regulations of the Companies Law. 8- The new shares shall be distributed to the priority rights holders who requested the subscription in proportion to their priority rights of the total rights resulting from the capital increase, provided that what they receive does not exceed what they requested from the new shares and taking into account the type and class of the share they own, and the remaining new shares shall be distributed to the priority rights holders who requested more than their share in proportion to their priority rights of the total rights resulting from the capital increase, provided that what they receive does not exceed what they requested from the new shares, and the remaining shares shall be offered to third parties, unless the Extraordinary General Assembly or the Capital Market Law stipulates otherwise.

Article 14: Capital Reduction

1- The Extraordinary General Assembly may decide to reduce the capital if it exceeds the company's needs or if the company incurs losses. In the latter case only, the capital may be reduced below the limit stipulated in Article 59 of the Companies Law. The decision to reduce the capital shall be issued only after reading a statement in a general assembly prepared by the Board of Directors on the reasons for the reduction, the obligations of the company and the impact of the reduction on their fulfillment, provided that a report from the company's auditor is attached to this statement. 2- If the capital is reduced as a result of its increase over the company's needs, creditors must be invited to express their objections, if any, to the reduction at least forty-five days prior to the date set for holding the Extraordinary General Assembly meeting to take the reduction decision, provided that a statement indicating the amount of capital before and after the reduction, the date of holding the meeting and the effective date of the reduction shall be attached to the invitation. If any of the creditors object to the reduction and submit their documents to the Company within the mentioned date, the Company shall pay them their debt if it is current or provide them with sufficient security to fulfill it if it is deferred. 3- Equality between shareholders holding shares of the same type and class must be taken into consideration when reducing the capital.

Article 15: Purchasing, pledging and mortgaging shares

1- Subject to the controls prescribed by the executive regulations of the Companies Law, the company may purchase or mortgage its shares, and the company may purchase its shares to allocate them to the company's employees within the employee shares program in accordance with the controls set by the competent authority, and the shares purchased by the company shall not have votes in the shareholders' assemblies. 2 Subject to the controls prescribed by the executive regulations of the Companies Law, shares may be mortgaged, and the mortgage creditor may receive dividends and use the rights related to the share, unless otherwise agreed in the mortgage contract. The mortgage creditor may not attend or vote in the shareholders' assembly meetings.

Article 16: Dividing or merging shares

The Company may divide its shares into shares with a lower nominal value, or merge them so that they represent shares with a higher nominal value, in accordance with the following controls: - Notify the Authority of the proposal to divide or merge the company's shares prior to obtaining the approval of the Extraordinary General Assembly. - Obtain the approval of the Extraordinary General Assembly - Coordinate with the Capital Market to make the necessary arrangements to implement the General Assembly's decision to split or merge the company's shares.

Article 17: Issuance of Debt Instruments or Financing Bonds

The Company may, in accordance with the Capital Market Law, issue Sharia-compliant debt instruments or negotiable financial instruments. 1. The Company may issue, in accordance with the Capital Market Law, debt instruments or financial instruments convertible into shares after an Extraordinary General Assembly resolution specifying the maximum number of shares that may be issued against such instruments or bonds, whether such instruments or bonds are issued at the same time or through a series of issues or through one or more programs for issuing debt instruments or financial bonds, and the Board of Directors - without the need for a new approval from this Assembly - shall issue new shares against such instruments or bonds whose holders request their conversion, immediately after the expiration of the conversion request period specified for the holders of such

instruments or bonds and take a decision to convert such instruments or bonds. 2. The Board of Directors shall notify the Extraordinary General Assembly of the completion of the procedures for each capital increase in the manner specified in the Articles of Association. 3. The Company may convert debt instruments or financing instruments into shares in accordance with the Capital Market Law.

Part 3: Board of Directors

Article 18: Management of the Company

- (A) The Company shall be managed by a Board of Directors consisting of (6) members, who must be natural persons elected by the Ordinary General Assembly of shareholders for a period not exceeding four years.
- (B) The Board of Directors shall meet at least four times a year at the invitation of its Chairman, and the invitation shall be in writing, and the Chairman of the Board shall invite the Board to meet whenever any member of the Board requests it in writing to discuss one or more topics. The place where the meetings are held shall be determined by the Board of Directors, and may be held using modern technology

The quorum for the meeting shall be 50% of the Board of Directors.

The quorum for taking decisions shall be with the approval of 51% of the members, and board members may authorize proxy to attend the sessions.

The Board of Directors shall meet at the invitation of its Chairman, and the invitation shall be in writing, and the Chairman of the Board shall invite the Board to meet whenever any member of the Board requests it in writing to discuss one or more topics.

The rules of termination of membership shall be as follows: The membership of the Board of Directors shall terminate upon the expiration of its term or the expiration of the member's eligibility for it in accordance with any law or regulations in force in the Kingdom, and the General Assembly may, upon the recommendation of the Board of Directors, terminate the membership of any member who fails to attend three consecutive meetings or five separate meetings during his term of membership without a legitimate excuse accepted by the Board of Directors. However, the Ordinary General Assembly may dismiss all or some members of the Board of Directors, in which case the Ordinary General Assembly shall elect a new Board of Directors or someone to replace the dismissed member, as the case may be, in accordance with the provisions of the Companies Law.

Article 19: Expiration or termination of Board membership

The General Assembly may terminate the membership of the Board of Directors upon the expiration of its term or the expiration of the member's eligibility for it in accordance with any law or regulations in force in the Kingdom, and the General Assembly may terminate the membership of any member who fails to attend (three) consecutive meetings or (five) separate meetings during his membership period without a legitimate excuse accepted by the Board of Directors.

Article 20: Powers of the Board

Subject to the powers of the General Assembly, the Board of Directors shall have the broadest powers to manage the Company in order to achieve its objectives and may:

Commercial Registers	Main	Issue	Entitled to delegate the powers
		Renewal	Entitled to delegate the powers
		Write-off	Entitled to delegate the powers
	Subsidiary	Issue	Entitled to delegate the powers
		Renewal	Entitled to delegate the powers
		Write-off	Entitled to delegate the powers
Companies, in which the company is a partner	Signing contracts	Entitled to delegate the powers	

	Shares purchase	Entitled to delegate the powers	
	Company liquidation	Entitled to delegate the powers	
	Selling shares	Entitled to delegate the powers	
	Representing the company in the company, in which it is a partner	Entitled to delegate the powers	
Incorporating companies in the company name	Commercial register	Issue	Entitled to delegate the powers
		Renewal	Entitled to delegate the powers
		Write-off	Entitled to delegate the powers
	Registering them at the Ministry	Entitled to delegate the powers	
	Representation before notary Public	Entitled to delegate the powers	
	Signing the company Articles of Association	Entitled to delegate the powers	
	Signing the Partners' decisions	Entitled to delegate the powers	
Banking	Opening accounts	Entitled to delegate the powers	
	Opening credits	Entitled to delegate the powers	
	Deposit	Entitled to delegate the powers	
	Withdraw	Entitled to delegate the powers	
	Issuing checks	Entitled to delegate the powers	
	Updating accounts	Entitled to delegate the powers	
	Issuing bank records	Entitled to delegate the powers	
	Requesting facilities	Entitled to delegate the powers	
	Requesting bonds	Entitled to delegate the powers	
	Signing loan contracts	Entitled to delegate the powers	
	Signing commercial papers	Entitled to delegate the powers	
	Signing promissory notes	Entitled to delegate the powers	
	Submitting any request or service of the requests and services listed under the competence of	Entitled to delegate the powers	

	Communications, Space & Technology Commission			
	The power to authorize any person – in accordance with the relevant laws – to submit any of the requests and services listed under the competence of Communications, Space & Technology Commission	Entitled to delegate the powers		
Properties management	Purchasing, selling, and conveyance of properties	Real estate	Purchasing	Entitled to delegate the powers
			Selling	Entitled to delegate the powers
			Conveyance	Entitled to delegate the powers
		Lands	Purchasing	Entitled to delegate the powers
			Selling	Entitled to delegate the powers
			Conveyance	Entitled to delegate the powers
	Stocks	Purchasing	Entitled to delegate the powers	
		Selling	Entitled to delegate the powers	
	Property mortgage	Mortgage right	Entitled to delegate the powers	
Redemption of mortgage		Entitled to delegate the powers		
Receive		Entitled to delegate the powers		
Issuing commercial papers	Approving and signing commercial papers	Entitled to delegate the powers		
	Creating commercial papers	Entitled to delegate the powers		
	Cancelling commercial papers	Entitled to delegate the powers		
	Closing commercial papers	Entitled to delegate the powers		
Amending the Articles of Association of Companies, in which the company enters as a partner	Approving the partners decisions	Changing the legal entity	Entitled to delegate the powers	
		Increase and decrease of capital	Entitled to delegate the powers	
		Accepting the assignment of shares and purchase of shares	Entitled to delegate the powers	
		Entry and exit of partners	Entitled to delegate the powers	
		Signing the partners' resolution with merger	Entitled to delegate the powers	
		Amending the rest of clauses of Articles of Association	Entitled to delegate the powers	
	Liquidation of the company	Entitled to delegate the powers		
	Converting the company to an establishment	Entitled to delegate the powers		

Justice	Representation before Sharia Court	Hearing cases and responding thereto	Entitled to delegate the powers
		Reconciliation	Entitled to delegate the powers
		Accepting and rejecting arbitration	Entitled to delegate the powers
		Accepting and rejecting reconciliation	Entitled to delegate the powers
		Acknowledgement and denial	Entitled to delegate the powers
		Assignment	Entitled to delegate the powers
		Plead	Entitled to delegate the powers
		Defense	Entitled to delegate the powers
		Claim	Entitled to delegate the powers
		Litigation	Entitled to delegate the powers
	Appointment of arbitrators	Entitled to delegate the powers	
	Appointment of attorneys	Entitled to delegate the powers	
	Representation before notary publics	Entitled to delegate the powers	
	Using and implementing all e-services of the Ministry of Justice	Entitled to delegate the powers	
	Authorization / delegation of third parties in implementing e-services of Ministry of Justice	Entitled to delegate the powers	
	Signing the loan contract agreement, its amendments and appendices, and all related documents - Signing the follow-up agreement - Signing advisory agreement - Signing before the notary public regarding the industrial mortgage of all the company's property - Receiving the loan - Waiver of the loan - Requesting exemption from loan - Paying off the loan - Signing the Documentary Credit Agreement	Entitled to delegate the powers	
	Signing the legal guarantee	Entitled to delegate the powers	
	Signing the obligation transfer agreement and amending the loan contract	Entitled to delegate the powers	
	Signing the debt arrangement agreement on behalf of the company (and the partners)	Entitled to delegate the powers	
	Issuing, amending (and termination a declaration) of waiver	Entitled to delegate the powers	

Services of the National Center for Nonprofit Development	Collection, disbursement, marketing and other brokerage services in the nonprofit sector	Entitled to delegate the powers
	Volunteering services	Entitled to delegate the powers
	Nonprofit entity formation and management services	Entitled to delegate the powers
	Services to provide goods and services to nonprofit entities	Entitled to delegate the powers
Using and implementing all Etimad platform services	Entitled to delegate the powers	
Converting the establishment branch	Entitled to delegate the powers	
Opening registers' branches	Entitled to delegate the powers	
Purchasing an establishment	Entitled to delegate the powers	
Sign all documents at the Chamber of Commerce	Entitled to delegate the powers	
Selling the establishment	Entitled to delegate the powers	
Approaching registers' management	Entitled to delegate the powers	
Issue registers	Entitled to delegate the powers	
Transfer of commercial registers	Entitled to delegate the powers	
Registers management	Entitled to delegate the powers	
Termination of registers	Entitled to delegate the powers	
Supervising registers	Entitled to delegate the powers	
Opening subscription with the Chamber of Commerce	Entitled to delegate the powers	
Signature approval at the Chamber of Commerce	Entitled to delegate the powers	
Cancellation of signature at the Chamber of Commerce	Entitled to delegate the powers	
Entering tenders and receiving forms	Entitled to delegate the powers	
Approaching social insurance	Entitled to delegate the powers	
Approaching the Department of Zakat and Income	Entitled to delegate the powers	
Commercial register management	Entitled to delegate the powers	
Cancellation of the commercial register	Entitled to delegate the powers	
Approaching civil defense	Entitled to delegate the powers	
Amendment of registers	Entitled to delegate the powers	
Add activity	Entitled to delegate the powers	
Reserving trade name	Entitled to delegate the powers	

Renewing subscription at Commercial Chamber	Entitled to delegate the powers
Amending Commercial Register	Entitled to delegate the powers
Transferring commercial register	Entitled to delegate the powers
Issuing replacement for lost or damaged for register	Entitled to delegate the powers
Issuing replacement for lost or damaged for register	Entitled to delegate the powers
Registering trademark	Entitled to delegate the powers
Assignment of trademark	Entitled to delegate the powers
Assignment of trade name	Entitled to delegate the powers
Issuing license	Entitled to delegate the powers
Licenses renewal	Entitled to delegate the powers
Purchasing boats	Entitled to delegate the powers
Issuing a replacement for lost or damaged for a fishing permit	Entitled to delegate the powers
Importing boats	Entitled to delegate the powers
Canceling boat licenses	Entitled to delegate the powers
Amending licenses	Entitled to delegate the powers
Adding activity	Entitled to delegate the powers
Reserving names	Entitled to delegate the powers
Terminating license	Entitled to delegate the powers
Renewing subscription at the Commercial chamber	Entitled to delegate the powers
Opening branches	Entitled to delegate the powers
Approaching Social Insurances	Entitled to delegate the powers
Approaching Civil Defense	Entitled to delegate the powers
Approaching General Authority for Zakat and Income Tax	Entitled to delegate the powers
Issuing fishing permits	Entitled to delegate the powers
Issuing boat license	Entitled to delegate the powers
Renewing boat license	Entitled to delegate the powers
Transferring boat license	Entitled to delegate the powers
Selling boats	Entitled to delegate the powers
Renewing fishing permits	Entitled to delegate the powers
Terminating fishing permits	Entitled to delegate the powers
Issuing replacement for lost or damaged boat license	Entitled to delegate the powers

Opening a branch for license	Entitled to delegate the powers
Transferring license	Entitled to delegate the powers
Incorporating a company	Entitled to delegate the powers
Signing Articles of Association and Amendment Addendums	Entitled to delegate the powers
Terminating Articles of Association and Amendment Addendums	Entitled to delegate the powers
Signing the Partners' decisions	Entitled to delegate the powers
Appointing directors and dismiss them	Entitled to delegate the powers
Amending company objectives	Entitled to delegate the powers
Liquidate the company	Entitled to delegate the powers
Converting the company from joint-stock to company with limited liability	Entitled to delegate the powers
Converting the company from limited liability to joint-stock	Entitled to delegate the powers
Converting the company from partnership to limited liability	Entitled to delegate the powers
Increasing capital	Entitled to delegate the powers
Decreasing capital	Entitled to delegate the powers
Partners' entry and exit	Entitled to delegate the powers
Entering existing companies	Entitled to delegate the powers
Transferring shares, stocks, and bonds	Entitled to delegate the powers
Determining capital	Entitled to delegate the powers
Receiving allocation surplus	Entitled to delegate the powers
Selling shares and stocks and receive the value	Entitled to delegate the powers
Assignment of shares and stocks from capital	Entitled to delegate the powers
Selling company branch	Entitled to delegate the powers
Amending the nationality of one of the Partners in the Contract	Entitled to delegate the powers
Accepting the assignment of shares, stocks, and capital	Entitled to delegate the powers
Purchasing shares and stocks and pay the price	Entitled to delegate the powers
Closing accounts at banks with the company name	Entitled to delegate the powers

Opening accounts at banks with company name	Entitled to delegate the powers
Signing agreements	Entitled to delegate the powers
Registering the company	Entitled to delegate the powers
Registering agencies and trademarks	Entitled to delegate the powers
Attending General Assemblies	Entitled to delegate the powers
Opening branches for the company	Entitled to delegate the powers
Opening files for the company	Entitled to delegate the powers
Signing Articles of Association and Amendment Addendums before Notary Public	Entitled to delegate the powers
Issuing Commercial Registers and renew them for the company	Entitled to delegate the powers
Subscribing in Chamber of Commerce and renew it	Entitled to delegate the powers
Approaching General Investment Authority and sign before them	Entitled to delegate the powers
Approaching Saudi Standards, Metrology and Quality Organization	Entitled to delegate the powers
Approaching Capital Markets Authority of Saudi Arabia	Entitled to delegate the powers
Issuing licenses and renew them for the company	Entitled to delegate the powers
Converting the establishment to a company	Entitled to delegate the powers
Converting the company branch to an establishment	Entitled to delegate the powers
Converting the company branch to a company	Entitled to delegate the powers
Publishing the Articles of Association, Amendment Addendums, its summaries, and Statutes in the official Gazette	Entitled to delegate the powers
Approaching communication companies, establishment of landlines and cellphone with the company name	Entitled to delegate the powers
Entering tenders and receiving investments	Entitled to delegate the powers
Signing contract related to the company with third parties	Entitled to delegate the powers

Assignment of trademarks or terminate them	Entitled to delegate the powers
Amending the company name	Entitled to delegate the powers
Issuing visas	Entitled to delegate the powers
Converting the company into an establishment	Entitled to delegate the powers
Receiving visas indemnifications	Entitled to delegate the powers
Updating workers' data	Entitled to delegate the powers
Opening basic and subsidiary files, renew and terminate them	Entitled to delegate the powers
Liquidating labor and terminate it	Entitled to delegate the powers
Reporting labor escape	Entitled to delegate the powers
Terminating labor escape reports	Entitled to delegate the powers
Sponsorship transfer	Entitled to delegate the powers
Amending professions	Entitled to delegate the powers
Transferring the property of establishments, liquidate, and terminate them	Entitled to delegate the powers
Approaching the department of national offices for recruitment	Entitled to delegate the powers
Approaching the computer department in Manpower	Entitled to delegate the powers
Issuing labor license and renew them	Entitled to delegate the powers
Receiving Saudization certificates	Entitled to delegate the powers
Issuing data record (print)	Entitled to delegate the powers
Adding and deleting Saudis	Entitled to delegate the powers
Recruitment	Entitled to delegate the powers
Recruitment	Entitled to delegate the powers
Opening file	Entitled to delegate the powers
Activating Saudi Portal	Entitled to delegate the powers
Recruiting labor from abroad	Entitled to delegate the powers
Completing employment procedures with Social Insurances	Entitled to delegate the powers
Terminating visas	Entitled to delegate the powers
Recovering visas amounts	Entitled to delegate the powers
Amending nationalities	Entitled to delegate the powers
Issuing family visitation visas	Entitled to delegate the powers
Issuing the visas of families' recruitment	Entitled to delegate the powers

Approaching the embassy	Entitled to delegate the powers
Extending departure and return visas	Entitled to delegate the powers
Extending visitation visas	Entitled to delegate the powers
Issuing data record (print)	Entitled to delegate the powers
Terminating visa	Entitled to delegate the powers
Recovering visa amount	Entitled to delegate the powers
Amending recruitment destination	Entitled to delegate the powers
Issuing Iqamas	Entitled to delegate the powers
Renewing Iqamas	Entitled to delegate the powers
Making exit and return	Entitled to delegate the powers
Making final exit	Entitled to delegate the powers
Transferring sponsorships	Entitled to delegate the powers
Issuing replacement for lost or damaged for Iqamas	Entitled to delegate the powers
Completing the procedures of deceased employment	Entitled to delegate the powers
Reporting escape	Entitled to delegate the powers
Terminating escape reports	Entitled to delegate the powers
Information transfer and data update	Entitled to delegate the powers
Settlement and assignment of employment	Entitled to delegate the powers
Approaching deportation and expatriate department	Entitled to delegate the powers
Issuing record of workers data (print)	Entitled to delegate the powers
Dropping employment	Entitled to delegate the powers
Completing the deceased procedures	Entitled to delegate the powers
Managing ports affairs	Entitled to delegate the powers
Transferring the business sponsorship to himself	Entitled to delegate the powers
Adding newborn	Entitled to delegate the powers
Completing the deceased procedures	Entitled to delegate the powers
Managing outlets affairs	Entitled to delegate the powers
Issuing reply scenes	Entitled to delegate the powers
Adding affiliates	Entitled to delegate the powers
Adding sons to father or mother passport	Entitled to delegate the powers
Separating sons from father or mother passport	Entitled to delegate the powers
Terminating exit and return visas	Entitled to delegate the powers

Terminating visas of final exit	Entitled to delegate the powers
Issuing replacement for lost or damaged for travel visas	Entitled to delegate the powers
Issuing extension for visitation visa	Entitled to delegate the powers
Modifying professions	Entitled to delegate the powers
Issuing Haj permits	Entitled to delegate the powers
Approaching maids' affairs	Entitled to delegate the powers
Registering in the electronic service	Entitled to delegate the powers
Approaching the Ministry of Agriculture and Agriculture Directorate in regard of	Entitled to delegate the powers
Approaching Notary Public or Court for the acceptance of its conveyance	Entitled to delegate the powers
Assignment of agriculture resolution	Entitled to delegate the powers
Transferring agriculture resolution	Entitled to delegate the powers
Receiving salaries	Entitled to delegate the powers
Receiving pensions	Entitled to delegate the powers
Receiving end of severance benefit and indemnifications for vacations	Entitled to delegate the powers
Salary transfer	Entitled to delegate the powers
Receiving Remuneration	Entitled to delegate the powers
Issuing salary breakdown	Entitled to delegate the powers
Receiving my dues	Entitled to delegate the powers
Opening accounts with Sharia controls	Entitled to delegate the powers
Closing accounts and settle them	Entitled to delegate the powers
Withdraw from accounts	Entitled to delegate the powers
Issuing ATM cards	Entitled to delegate the powers
Issuing Sharia-compliant credit cards	Entitled to delegate the powers
Receiving and cashing remittances	Entitled to delegate the powers
Cashing checks	Entitled to delegate the powers
Issuing certified checks	Entitled to delegate the powers
Issuing check books	Entitled to delegate the powers
Issuing account statements	Entitled to delegate the powers
Transfer from accounts	Entitled to delegate the powers
Requesting bank loans compatible with the Sharia controls and provisions	Entitled to delegate the powers

Opening account with Sharia controls	Entitled to delegate the powers
Deposit in account	Entitled to delegate the powers
Renewing subscriptions in safety deposit boxes	Entitled to delegate the powers
Opening safety deposit boxes	Entitled to delegate the powers
Subscribing in safety deposit boxes	Entitled to delegate the powers
Request exemption from loans	Entitled to delegate the powers
Objecting on checks	Entitled to delegate the powers
Data update	Entitled to delegate the powers
Accounts activation	Entitled to delegate the powers
Receiving checks	Entitled to delegate the powers
Recovering the units of deposit boxes	Entitled to delegate the powers
Audit	Entitled to delegate the powers
Rescheduling installments	Entitled to delegate the powers
Requesting sale points	Entitled to delegate the powers
Requesting bank credits	Entitled to delegate the powers
Requesting bank guarantee	Entitled to delegate the powers
Subscriptions in joint-stock company	Entitled to delegate the powers
Receiving contributions certificates	Entitled to delegate the powers
Purchasing stocks compatible with Sharia provisions	Entitled to delegate the powers
Selling stocks compatible with Sharia controls	Entitled to delegate the powers
Receiving stocks value	Entitled to delegate the powers
Receiving profits	Entitled to delegate the powers
Receiving surplus	Entitled to delegate the powers
Opening investment portfolios with sharia controls, also issuing, amending, and terminating orders	Entitled to delegate the powers
Subscription	Entitled to delegate the powers
Stocks purchase	Entitled to delegate the powers
Stocks sale	Entitled to delegate the powers
Recovering the units of investment funds	Entitled to delegate the powers
Transferring stocks from portfolio	Entitled to delegate the powers
Subscribing in the units of investment funds compatible with sharia controls	Entitled to delegate the powers

Managing investment portfolios	Entitled to delegate the powers
Issuing indebtedness proof	Entitled to delegate the powers
Liquidating investment portfolios	Entitled to delegate the powers
Opening store	Entitled to delegate the powers
Issuing health cards	Entitled to delegate the powers
Converting agricultural lands to residential	Entitled to delegate the powers
Approaching the General Directorate of Urban Planning	Entitled to delegate the powers
Opening stores	Entitled to delegate the powers
Issuing licenses	Entitled to delegate the powers
Renewing licenses	Entitled to delegate the powers
Terminating licenses	Entitled to delegate the powers
Transferring licenses	Entitled to delegate the powers
Issuing building and renovation permits	Entitled to delegate the powers
Land planning	Entitled to delegate the powers
Issuing Building Completion Certificates	Entitled to delegate the powers
Issuing Fencing Licenses	Entitled to delegate the powers
Issuing demolition permits	Entitled to delegate the powers
Signing lease contract	Entitled to delegate the powers
Assignment of contract	Entitled to delegate the powers
Making scheme for the owned land	Entitled to delegate the powers
Approaching the Municipality	Entitled to delegate the powers
Conversion of agricultural land to residential	Entitled to delegate the powers
Construction supervision	Entitled to delegate the powers
Signing contracts with construction organizations and contractors	Entitled to delegate the powers
Entering tenders and receiving forms	Entitled to delegate the powers
Sale and conveyance for the buyer	Entitled to delegate the powers
Purchase, accepting conveyance, and paying price	Entitled to delegate the powers
Receiving deeds	Entitled to delegate the powers
Lease	Entitled to delegate the powers
Receiving lease	Entitled to delegate the powers
Signing lease contracts	Entitled to delegate the powers

Renewing lease contracts	Entitled to delegate the powers
Nullification and termination of lease contracts	Entitled to delegate the powers
Mortgage	Entitled to delegate the powers
Redemption of mortgage	Entitled to delegate the powers
Retail and sortation	Entitled to delegate the powers
Adjusting borders, lengths, areas, plots and schemes numbers, deeds, their dates, and neighborhood names	Entitled to delegate the powers
Sale	Entitled to delegate the powers
Accepting mortgage	Entitled to delegate the powers
Updating deeds and entering them in the comprehensive system	Entitled to delegate the powers
Selling share of	Entitled to delegate the powers
Purchase	Entitled to delegate the powers
Purchasing share of	Entitled to delegate the powers
Lease	Entitled to delegate the powers
Amending the owner's name and civil register no. if ID	Entitled to delegate the powers
Gifting and conveyance	Entitled to delegate the powers
Accepting gift and conveyance	Entitled to delegate the powers
Assignment of deficiency in area	Entitled to delegate the powers
Merging deeds	Entitled to delegate the powers
Accepting assignment and conveyance	Entitled to delegate the powers
Issuing a replacement for lost or lost for a group of deed and its data is as follows:	Entitled to delegate the powers
Issuing a replacement for lost or damaged for a group of deed and its data is as follows:	Entitled to delegate the powers
Sale and conveyance for heirs	Entitled to delegate the powers
Assigning a share of	Entitled to delegate the powers
Building certification	Entitled to delegate the powers
Issuing a replacement for lost or damaged for deed	Entitled to delegate the powers
That for the real estate located	Entitled to delegate the powers
Converting agricultural lands to residential or industrial	Entitled to delegate the powers
Entering real estate contributions	Entitled to delegate the powers

Purchasing the stocks of real estate contribution	Entitled to delegate the powers
Selling the stocks of real estate contribution	Entitled to delegate the powers
Assigning leased land	Entitled to delegate the powers
Updating deed and entering it in the comprehensive system	Entitled to delegate the powers
Issuing replacement for lost for a deed	Entitled to delegate the powers
Converting agricultural land to residential land	Entitled to delegate the powers
Building a land	Entitled to delegate the powers
Leasing lands	Entitled to delegate the powers
Changing the legal entity of the company	Entitled to delegate the powers
Converting the company from limited partnership to company with limited liability	Entitled to delegate the powers
Dividing stocks between heirs and transfer them to their portfolios	Entitled to delegate the powers

The Board of Directors is required to obtain the approval of the General Assembly when selling assets whose value exceeds fifty percent of the value of its total assets, whether the sale is made through one transaction or several transactions, and in this case the transaction that leads to exceeding fifty percent of the value of the assets is considered the transaction for which General Assembly approval is required, and this percentage is calculated from the date of the first transaction made during the previous twelve months. The Board of Directors may, within the limits of its competence, authorize one or more of its members or third parties to carry out certain work(s).

Article 21: Remuneration of the Board of Directors

- 1- The remuneration of the Board of Directors shall consist of a percentage of the net profits or benefits in kind or as determined by the Ordinary Assembly
- 2- The Board of Directors' report to the Ordinary General Assembly at its annual meeting must include a comprehensive statement of all the remuneration, attendance allowance, expense allowance and other benefits that each member of the Board of Directors received or is entitled to receive during the financial year. It should also include a statement of what the board members received as workers or administrators or what they received for technical, administrative or consultancy work, as well as a statement of the number of board sessions and the number of sessions attended by each member.

Article 22: Powers of the Chairman, Vice Chairman, Managing Director and Secretary

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

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

The Chairman of the Board shall be responsible for:

Commercial Registers	Main	Issue	Exercised solely by him
			Entitled to delegate the powers
		Renewal	Exercised solely by him
		Entitled to delegate the powers	
		Write-off	Exercised solely by him
		Entitled to delegate the powers	
Subsidiary	Issue	Exercised solely by him	
		Entitled to delegate the powers	
	Renewal	Exercised solely by him	
		Entitled to delegate the powers	
	Write-off	Exercised solely by him	
		Entitled to delegate the powers	
Companies, in which the company is a partner	Signing contracts	Exercised solely by him	
		Entitled to delegate the powers	
	Shares purchase	Exercised solely by him	
		Entitled to delegate the powers	
	Company liquidation	Exercised solely by him	
		Entitled to delegate the powers	
	Selling shares	Exercised solely by him	
		Entitled to delegate the powers	
	Representing the company in the company, in which it is a partner	Exercised solely by him	
		Entitled to delegate the powers	
Incorporating companies in the company name	Commercial register	Issue	Exercised solely by him
			Entitled to delegate the powers
		Renewal	Exercised solely by him
			Entitled to delegate the powers
		Write-off	Exercised solely by him
			Entitled to delegate the powers
	Registering them at the Ministry	Exercised solely by him	
		Entitled to delegate the powers	
	Representation before notary Public	Exercised solely by him	
		Entitled to delegate the powers	
	Signing the company Memorandum of association	Exercised solely by him	
		Entitled to delegate the powers	
Signing the Partners' decisions	Exercised solely by him		
	Entitled to delegate the powers		
Banking	Opening accounts	Exercised solely by him	

		Entitled to delegate the powers		
	Opening credits	Exercised solely by him		
		Entitled to delegate the powers		
	Deposit	Exercised solely by him		
		Entitled to delegate the powers		
	Withdrawal	Exercised solely by him		
		Entitled to delegate the powers		
	Issuing checks	Exercised solely by him		
		Entitled to delegate the powers		
	Updating accounts	Exercised solely by him		
		Entitled to delegate the powers		
	Issuing bank records	Exercised solely by him		
		Entitled to delegate the powers		
	Requesting facilities	Exercised solely by him		
		Entitled to delegate the powers		
	Requesting bonds	Exercised solely by him		
		Entitled to delegate the powers		
Signing loan contracts	Exercised solely by him			
	Entitled to delegate the powers			
Signing commercial papers	Exercised solely by him			
	Entitled to delegate the powers			
Signing promissory notes	Exercised solely by him			
	Entitled to delegate the powers			
Submitting any request or service of the requests and services listed under the competence of Communications, Space & Technology Commission	Exercised solely by him			
	Entitled to delegate the powers			
The power to authorize any person – in accordance with the relevant laws – to submit any of the requests and services listed under the competence of Communications, Space & Technology Commission	Exercised solely by him			
	Entitled to delegate the powers			
Properties management	Purchasing, selling, and conveyance of properties	Real estate	Purchasing	Exercised solely by him
				Entitled to delegate the powers
		Selling		Exercised solely by him
				Entitled to delegate the powers
		Conveyance		Exercised solely by him
				Entitled to delegate the powers
Lands	Purchasing	Exercised solely by him		
		Entitled to delegate the powers		

			Selling	Exercised solely by him
			Conveyance	Entitled to delegate the powers
		Stocks	Purchasing	Exercised solely by him
			Selling	Entitled to delegate the powers
	Property mortgage	Mortgage right	Exercised solely by him	
		Redemption of mortgage	Entitled to delegate the powers	
		Receive	Exercised solely by him	
	Amending the Memorandum of Association of Companies, in which the company enters as a partner	Approving the partners decisions	Changing the legal entity	Exercised solely by him
			Increase and decrease of capital	Entitled to delegate the powers
				Exercised solely by him
Accepting the assignment of shares and purchase of shares			Entitled to delegate the powers	
			Exercised solely by him	
Entry and exit of partners			Entitled to delegate the powers	
			Exercised solely by him	
Signing the partners' resolution with merger		Entitled to delegate the powers		
		Exercised solely by him		
Amending the rest of clauses of Memorandum of Association		Entitled to delegate the powers		
	Exercised solely by him			
Liquidation of the company	Exercised solely by him			
	Entitled to delegate the powers			
Converting the company to an establishment	Exercised solely by him			
	Entitled to delegate the powers			
Representation before Sharia Court	Hearing cases and responding thereto	Exercised solely by him		
		Entitled to delegate the powers		
	Reconciliation	Exercised solely by him		
		Entitled to delegate the powers		
	Accepting and rejecting arbitration	Exercised solely by him		
		Entitled to delegate the powers		
	Accepting and rejecting reconciliation	Exercised solely by him		
Entitled to delegate the powers				
Acknowledgement and denial	Exercised solely by him			
	Entitled to delegate the powers			
Assignment	Exercised solely by him			
	Entitled to delegate the powers			

Justice		Plead	Exercised solely by him
			Entitled to delegate the powers
		Defense	Exercised solely by him
			Entitled to delegate the powers
	Claim	Exercised solely by him	
		Entitled to delegate the powers	
	Litigation	Exercised solely by him	
		Entitled to delegate the powers	
	Appointment of arbitrators	Exercised solely by him	
		Entitled to delegate the powers	
	Appointment of attorneys	Exercised solely by him	
		Entitled to delegate the powers	
	Representation before notary publics	Exercised solely by him	
		Entitled to delegate the powers	
	Using and implementing all e-services of the Ministry of Justice	Exercised solely by him	
		Entitled to delegate the powers	
	Authorization / delegation of third parties in implementing e-services of Ministry of Justice	Exercised solely by him	
		Entitled to delegate the powers	
	Signing the loan contract agreement, its amendments and appendices, and all related documents - Signing the follow-up agreement - Signing advisory agreement - Signing before the notary public regarding the industrial mortgage of all the company's property - Receiving the loan - Waiver of the loan - Requesting exemption from loan - Paying off the loan - Signing the Documentary Credit Agreement	Exercised solely by him	
		Entitled to delegate the powers	
Signing the legal guarantee	Exercised solely by him		
	Entitled to delegate the powers		
Signing the obligation transfer agreement and amending the loan contract	Exercised solely by him		
	Entitled to delegate the powers		
(Signing the debt arrangement agreement on behalf of the company and the partners)	Exercised solely by him		
	Entitled to delegate the powers		
(Issuing, amending and termination a declaration of waiver)	Exercised solely by him		
	Entitled to delegate the powers		
Converting the establishment branch	Exercised solely by him		

	Entitled to delegate the powers
Opening registers' branches	Exercised solely by him
	Entitled to delegate the powers
Purchasing an establishment	Exercised solely by him
	Entitled to delegate the powers
Sign all documents at the Chamber of Commerce	Exercised solely by him
	Entitled to delegate the powers
Selling the establishment	Exercised solely by him
	Entitled to delegate the powers
Approaching registers' management	Exercised solely by him
	Entitled to delegate the powers
Issue registers	Exercised solely by him
	Entitled to delegate the powers
Transfer of commercial registers	Exercised solely by him
	Entitled to delegate the powers
Registers management	Exercised solely by him
	Entitled to delegate the powers
Termination of registers	Exercised solely by him
	Entitled to delegate the powers
Supervising registers	Exercised solely by him
	Entitled to delegate the powers
Opening registration with the Chamber of Commerce	Exercised solely by him
	Entitled to delegate the powers
Signature approval at the Chamber of Commerce	Exercised solely by him
	Entitled to delegate the powers
Cancellation of signature at the Chamber of Commerce	Exercised solely by him
	Entitled to delegate the powers
Entering tenders and receiving forms	Exercised solely by him
	Entitled to delegate the powers
Approaching social insurance	Exercised solely by him
	Entitled to delegate the powers
Approaching the Department of Zakat and Income	Exercised solely by him
	Entitled to delegate the powers
Commercial register management	Exercised solely by him
	Entitled to delegate the powers

Cancellation of the commercial register	Exercised solely by him
	Entitled to delegate the powers
Approaching civil defense	Exercised solely by him
	Entitled to delegate the powers
Amendment of registers	Exercised solely by him
	Entitled to delegate the powers
Adding an activity	Exercised solely by him
	Entitled to delegate the powers
Reserving trade name	Exercised solely by him
	Entitled to delegate the powers
Renewing subscription at Commercial Chamber	Exercised solely by him
	Entitled to delegate the powers
Amending Commercial Register	Exercised solely by him
	Entitled to delegate the powers
Transferring commercial register	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost or damaged for register	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost or damaged for register	Exercised solely by him
	Entitled to delegate the powers
Registering trademark	Exercised solely by him
	Entitled to delegate the powers
Assignment of trademark	Exercised solely by him
	Entitled to delegate the powers
Assignment of trade name	Exercised solely by him
	Entitled to delegate the powers
Issuing license	Exercised solely by him
	Entitled to delegate the powers
Purchasing boats	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost or damaged for fishing permits	Exercised solely by him
	Entitled to delegate the powers
Importing boats	Exercised solely by him
	Entitled to delegate the powers
Terminating boats licenses	Exercised solely by him

	Entitled to delegate the powers
Licenses renewal	Exercised solely by him
	Entitled to delegate the powers
Amending licenses	Exercised solely by him
	Entitled to delegate the powers
Adding activity	Exercised solely by him
	Entitled to delegate the powers
Reserving names	Exercised solely by him
	Entitled to delegate the powers
Terminating license	Exercised solely by him
	Entitled to delegate the powers
Renewing subscription at the Commercial chamber	Exercised solely by him
	Entitled to delegate the powers
Opening branches	Exercised solely by him
	Entitled to delegate the powers
Approaching Social Insurances	Exercised solely by him
	Entitled to delegate the powers
Approaching Civil Defense	Exercised solely by him
	Entitled to delegate the powers
Approaching General Authority for Zakat and Income Tax	Exercised solely by him
	Entitled to delegate the powers
Issuing fishing permits	Exercised solely by him
	Entitled to delegate the powers
Issuing boat license	Exercised solely by him
	Entitled to delegate the powers
Renewing boat license	Exercised solely by him
	Entitled to delegate the powers
Transferring boat license	Exercised solely by him
	Entitled to delegate the powers
Selling boats	Exercised solely by him
	Entitled to delegate the powers
Renewing fishing permits	Exercised solely by him
	Entitled to delegate the powers
Terminating fishing permits	Exercised solely by him
	Entitled to delegate the powers

Issuing replacement for lost or damaged for boat license	Exercised solely by him
	Entitled to delegate the powers
Opening a branch for license	Exercised solely by him
	Entitled to delegate the powers
Transferring license	Exercised solely by him
	Entitled to delegate the powers
Incorporating a company	Exercised solely by him
	Entitled to delegate the powers
Signing Memorandum of Association and Amendment Addendums	Exercised solely by him
	Entitled to delegate the powers
Terminating Memorandum of Association and Amendment Addendums	Exercised solely by him
	Entitled to delegate the powers
Signing the Partners' decisions	Exercised solely by him
	Entitled to delegate the powers
Appointing directors and dismiss them	Exercised solely by him
	Entitled to delegate the powers
Amending company objectives	Exercised solely by him
	Entitled to delegate the powers
Liquidate the company	Exercised solely by him
	Entitled to delegate the powers
Converting the company from joint-stock to company with limited liability	Exercised solely by him
	Entitled to delegate the powers
Converting the company from limited liability to joint-stock	Exercised solely by him
	Entitled to delegate the powers
Converting the company from partnership to limited liability	Exercised solely by him
	Entitled to delegate the powers
Increasing capital	Exercised solely by him
	Entitled to delegate the powers
Decreasing capital	Exercised solely by him
	Entitled to delegate the powers
Partners' entry and exit	Exercised solely by him
	Entitled to delegate the powers
Entering existing companies	Exercised solely by him
	Entitled to delegate the powers

Transferring shares, stocks, and bonds	Exercised solely by him
	Entitled to delegate the powers
Determining capital	Exercised solely by him
	Entitled to delegate the powers
Receiving allocation surplus	Exercised solely by him
	Entitled to delegate the powers
Selling shares and stocks and receive the value	Exercised solely by him
	Entitled to delegate the powers
Assignment of shares and stocks from capital	Exercised solely by him
	Entitled to delegate the powers
Selling company branch	Exercised solely by him
	Entitled to delegate the powers
Amending the nationality of one of the Partners in the Contract	Exercised solely by him
	Entitled to delegate the powers
Accepting the assignment of shares, stocks, and capital	Exercised solely by him
	Entitled to delegate the powers
Purchasing shares and stocks and pay the price	Exercised solely by him
	Entitled to delegate the powers
Closing accounts at banks with the company name	Exercised solely by him
	Entitled to delegate the powers
Opening accounts at banks with company name	Exercised solely by him
	Entitled to delegate the powers
Signing agreements	Exercised solely by him
	Entitled to delegate the powers
Registering the company	Exercised solely by him
	Entitled to delegate the powers
Registering agencies and trademarks	Exercised solely by him
	Entitled to delegate the powers
Attending General Assemblies	Exercised solely by him
	Entitled to delegate the powers
Opening branches for the company	Exercised solely by him
	Entitled to delegate the powers
Opening files for the company	Exercised solely by him
	Entitled to delegate the powers

Signing Memorandum of Association and Addendums before Notary Public	Exercised solely by him
	Entitled to delegate the powers
Issuing Commercial Registers and renew them for the company	Exercised solely by him
	Entitled to delegate the powers
Subscribing in Chamber of Commerce and renew it	Exercised solely by him
	Entitled to delegate the powers
Approaching General Investment Authority and sign before them	Exercised solely by him
	Entitled to delegate the powers
Approaching Saudi Standards, Metrology and Quality Organization	Exercised solely by him
	Entitled to delegate the powers
Approaching Capital Markets Authority of Saudi Arabia	Exercised solely by him
	Entitled to delegate the powers
Issuing licenses and renew them for the company	Exercised solely by him
	Entitled to delegate the powers
Converting the establishment to a company	Exercised solely by him
	Entitled to delegate the powers
Converting the company branch to an establishment	Exercised solely by him
	Entitled to delegate the powers
Converting the company branch to a company	Exercised solely by him
	Entitled to delegate the powers
Publishing the Memorandum of Association, Amendment Addendums, its summaries, and Statutes in the official Gazette	Exercised solely by him
	Entitled to delegate the powers
Approaching communication companies, establishment of landlines and cellphone with the company name	Exercised solely by him
	Entitled to delegate the powers
Entering tenders and receiving forms	Exercised solely by him
	Entitled to delegate the powers
Signing contract related to the company with third parties	Exercised solely by him
	Entitled to delegate the powers
Assignment of trademarks or terminate them	Exercised solely by him
	Entitled to delegate the powers
Amend the company name	Exercised solely by him
	Entitled to delegate the powers

Issuing visas	Exercised solely by him
	Entitled to delegate the powers
Converting the company to an establishment	Exercised solely by him
	Entitled to delegate the powers
Receiving visas indemnifications	Exercised solely by him
	Entitled to delegate the powers
Updating workers' data	Exercised solely by him
	Entitled to delegate the powers
Opening basic and subsidiary files, renew and terminate them	Exercised solely by him
	Entitled to delegate the powers
Liquidating labor and terminate it	Exercised solely by him
	Entitled to delegate the powers
Reporting labor escape	Exercised solely by him
	Entitled to delegate the powers
Terminating labor escape reports	Exercised solely by him
	Entitled to delegate the powers
Sponsorship transfer	Exercised solely by him
	Entitled to delegate the powers
Amending professions	Exercised solely by him
	Entitled to delegate the powers
Transferring the property of establishments, liquidate, and terminate them	Exercised solely by him
	Entitled to delegate the powers
Approaching the department of national offices for recruitment	Exercised solely by him
	Entitled to delegate the powers
Approaching the computer department in Manpower	Exercised solely by him
	Entitled to delegate the powers
Issuing labor license and renew them	Exercised solely by him
	Entitled to delegate the powers
Receiving Saudization certificates	Exercised solely by him
	Entitled to delegate the powers
Issuing data record (print)	Exercised solely by him
	Entitled to delegate the powers
Adding and deleting Saudis	Exercised solely by him
	Entitled to delegate the powers
Recruitment	Exercised solely by him

	Entitled to delegate the powers
Recruitment	Exercised solely by him
	Entitled to delegate the powers
Opening file	Exercised solely by him
	Entitled to delegate the powers
Activating Saudi Portal	Exercised solely by him
	Entitled to delegate the powers
Recruiting labor from abroad	Exercised solely by him
	Entitled to delegate the powers
Completing employment procedures with Social Insurances	Exercised solely by him
	Entitled to delegate the powers
Terminating visas	Exercised solely by him
	Entitled to delegate the powers
Recovering visas amounts	Exercised solely by him
	Entitled to delegate the powers
Amending nationalities	Exercised solely by him
	Entitled to delegate the powers
Issuing family visitation visas	Exercised solely by him
	Entitled to delegate the powers
Issuing the visas of families' recruitment	Exercised solely by him
	Entitled to delegate the powers
Approaching the embassy	Exercised solely by him
	Entitled to delegate the powers
Extending exit and return visas	Exercised solely by him
	Entitled to delegate the powers
Extending visitation visas	Exercised solely by him
	Entitled to delegate the powers
Issuing data record (print)	Exercised solely by him
	Entitled to delegate the powers
Terminating visa	Exercised solely by him
	Entitled to delegate the powers
Recovering visa amount	Exercised solely by him
	Entitled to delegate the powers
Amending recruitment destination	Exercised solely by him
	Entitled to delegate the powers

Issuing Iqamas	Exercised solely by him
	Entitled to delegate the powers
Renewing Iqamas	Exercised solely by him
	Entitled to delegate the powers
Making exit and return	Exercised solely by him
	Entitled to delegate the powers
Making final exit	Exercised solely by him
	Entitled to delegate the powers
Transferring sponsorships	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost or damaged for Iqamas	Exercised solely by him
	Entitled to delegate the powers
Finalizing the procedures of deceased employment	Exercised solely by him
	Entitled to delegate the powers
Reporting escape	Exercised solely by him
	Entitled to delegate the powers
Terminating escape reports	Exercised solely by him
	Entitled to delegate the powers
Information transfer and data update	Exercised solely by him
	Entitled to delegate the powers
Settlement and assignment of employment	Exercised solely by him
	Entitled to delegate the powers
Approaching deportation and expatriate department	Exercised solely by him
	Entitled to delegate the powers
Issuing record of workers data (print)	Exercised solely by him
	Entitled to delegate the powers
Dropping employment	Exercised solely by him
	Entitled to delegate the powers
Managing my commercial business	Exercised solely by him
	Entitled to delegate the powers
Transferring the business sponsorship to himself	Exercised solely by him
	Entitled to delegate the powers
Adding newborn	Exercised solely by him
	Entitled to delegate the powers
Finalizing the deceased procedures	Exercised solely by him

	Entitled to delegate the powers
Managing outlets affairs	Exercised solely by him
	Entitled to delegate the powers
Issuing reply scenes	Exercised solely by him
	Entitled to delegate the powers
Adding affiliates	Exercised solely by him
	Entitled to delegate the powers
Adding sons to father or mother passport	Exercised solely by him
	Entitled to delegate the powers
Separating sons from father or mother passport	Exercised solely by him
	Entitled to delegate the powers
Terminating exit and return visas	Exercised solely by him
	Entitled to delegate the powers
Terminating visas of final exit	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost or damaged for travel visas	Exercised solely by him
	Entitled to delegate the powers
Issuing extension for visitation visa	Exercised solely by him
	Entitled to delegate the powers
Amending professions	Exercised solely by him
	Entitled to delegate the powers
Issuing Haj permits	Exercised solely by him
	Entitled to delegate the powers
Approaching maids' affairs	Exercised solely by him
	Entitled to delegate the powers
Registering in the electronic service	Exercised solely by him
	Entitled to delegate the powers
Approaching the Ministry of Agriculture and Agriculture Directorate in regard of	Exercised solely by him
	Entitled to delegate the powers
Approaching Notary Public or Court for the acceptance of its conveyance	Exercised solely by him
	Entitled to delegate the powers
Assignment of agriculture resolution	Exercised solely by him
	Entitled to delegate the powers
Transferring agriculture resolution	Exercised solely by him
	Entitled to delegate the powers

Receiving salaries	Exercised solely by him
	Entitled to delegate the powers
Receiving pensions	Exercised solely by him
	Entitled to delegate the powers
Receiving end of severance benefit and indemnifications for vacations	Exercised solely by him
	Entitled to delegate the powers
Salary transfer	Exercised solely by him
	Entitled to delegate the powers
Receiving Remuneration	Exercised solely by him
	Entitled to delegate the powers
Issuing salary breakdown	Exercised solely by him
	Entitled to delegate the powers
Receiving my dues	Exercised solely by him
	Entitled to delegate the powers
Opening accounts with Sharia controls	Exercised solely by him
	Entitled to delegate the powers
Closing accounts and settle them	Exercised solely by him
	Entitled to delegate the powers
Withdraw from accounts	Exercised solely by him
	Entitled to delegate the powers
Issuing ATM cards	Exercised solely by him
	Entitled to delegate the powers
Issuing ATM cards compatible with Sharia controls	Exercised solely by him
	Entitled to delegate the powers
Receiving bank transfers and disburse them	Exercised solely by him
	Entitled to delegate the powers
Cashing checks	Exercised solely by him
	Entitled to delegate the powers
Issuing ratified checks	Exercised solely by him
	Entitled to delegate the powers
Issuing check books	Exercised solely by him
	Entitled to delegate the powers
Issuing account statement	Exercised solely by him
	Entitled to delegate the powers
Transferring from accounts	Exercised solely by him

	Entitled to delegate the powers
Requesting bank loans compatible with the Sharia controls and provisions	Exercised solely by him
	Entitled to delegate the powers
Opening account with Sharia controls	Exercised solely by him
	Entitled to delegate the powers
Deposit in account	Exercised solely by him
	Entitled to delegate the powers
Renewing subscriptions in safety deposit boxes	Exercised solely by him
	Entitled to delegate the powers
Opening safety deposit boxes	Exercised solely by him
	Entitled to delegate the powers
Subscribing in safety deposit boxes	Exercised solely by him
	Entitled to delegate the powers
Request exemption from loans	Exercised solely by him
	Entitled to delegate the powers
Objecting on checks	Exercised solely by him
	Entitled to delegate the powers
Data update	Exercised solely by him
	Entitled to delegate the powers
Accounts activation	Exercised solely by him
	Entitled to delegate the powers
Receiving checks	Exercised solely by him
	Entitled to delegate the powers
Recovering the units of deposit boxes	Exercised solely by him
	Entitled to delegate the powers
Audit	Exercised solely by him
	Entitled to delegate the powers
Rescheduling installments	Exercised solely by him
	Entitled to delegate the powers
Requesting sale points	Exercised solely by him
	Entitled to delegate the powers
Requesting bank credits	Exercised solely by him
	Entitled to delegate the powers
Requesting bank guarantee	Exercised solely by him
	Entitled to delegate the powers

Subscriptions in joint-stock company	Exercised solely by him
	Entitled to delegate the powers
Receiving contributions certificates	Exercised solely by him
	Entitled to delegate the powers
Purchasing stocks compatible with Sharia provisions	Exercised solely by him
	Entitled to delegate the powers
Selling stocks compatible with Sharia controls	Exercised solely by him
	Entitled to delegate the powers
Receiving stocks value	Exercised solely by him
	Entitled to delegate the powers
Receiving profits	Exercised solely by him
	Entitled to delegate the powers
Receiving surplus	Exercised solely by him
	Entitled to delegate the powers
Opening investment portfolios with sharia controls, also issuing, amending, and terminating orders	Exercised solely by him
	Entitled to delegate the powers
Subscription	Exercised solely by him
	Entitled to delegate the powers
Stocks purchase	Exercised solely by him
	Entitled to delegate the powers
Stocks sale	Exercised solely by him
	Entitled to delegate the powers
Recovering the units of investment funds	Exercised solely by him
	Entitled to delegate the powers
Transferring stocks from portfolio	Exercised solely by him
	Entitled to delegate the powers
Subscribing in the units of investment funds compatible with sharia controls	Exercised solely by him
	Entitled to delegate the powers
Managing investment portfolios	Exercised solely by him
	Entitled to delegate the powers
Issuing indebtedness proof	Exercised solely by him
	Entitled to delegate the powers
Liquidating investment portfolios	Exercised solely by him
	Entitled to delegate the powers

Opening store	Exercised solely by him
	Entitled to delegate the powers
Issuing health cards	Exercised solely by him
	Entitled to delegate the powers
Converting agricultural lands to residential	Exercised solely by him
	Entitled to delegate the powers
Approaching the general department for urban planning	Exercised solely by him
	Entitled to delegate the powers
Opening stores	Exercised solely by him
	Entitled to delegate the powers
Issuing licenses	Exercised solely by him
	Entitled to delegate the powers
Renewing licenses	Exercised solely by him
	Entitled to delegate the powers
Terminating licenses	Exercised solely by him
	Entitled to delegate the powers
Transferring licenses	Exercised solely by him
	Entitled to delegate the powers
Issuing building and restorations licenses	Exercised solely by him
	Entitled to delegate the powers
Land planning	Exercised solely by him
	Entitled to delegate the powers
Issuing construction completion certificates	Exercised solely by him
	Entitled to delegate the powers
Issuing fencing licenses	Exercised solely by him
	Entitled to delegate the powers
Issuing demolish licenses	Exercised solely by him
	Entitled to delegate the powers
Signing lease contract	Exercised solely by him
	Entitled to delegate the powers
Assignment of contract	Exercised solely by him
	Entitled to delegate the powers
Making scheme for the owned land	Exercised solely by him
	Entitled to delegate the powers
Approaching the Municipality	Exercised solely by him

	Entitled to delegate the powers
Converting agricultural lands to residential	Exercised solely by him
	Entitled to delegate the powers
Supervising over construction	Exercised solely by him
	Entitled to delegate the powers
Signing contracts with construction establishments and contractors	Exercised solely by him
	Entitled to delegate the powers
Entering tenders and receiving forms	Exercised solely by him
	Entitled to delegate the powers
Sale and conveyance for the buyer	Exercised solely by him
	Entitled to delegate the powers
Sale, accepting conveyance, and paying price	Exercised solely by him
	Entitled to delegate the powers
Receiving deeds	Exercised solely by him
	Entitled to delegate the powers
Lease	Exercised solely by him
	Entitled to delegate the powers
Receiving lease	Exercised solely by him
	Entitled to delegate the powers
Signing lease contracts	Exercised solely by him
	Entitled to delegate the powers
Renewing lease contracts	Exercised solely by him
	Entitled to delegate the powers
Nullification and termination of lease contracts	Exercised solely by him
	Entitled to delegate the powers
Mortgage	Exercised solely by him
	Entitled to delegate the powers
Redemption of mortgage	Exercised solely by him
	Entitled to delegate the powers
Retail and sortation	Exercised solely by him
	Entitled to delegate the powers
Adjusting borders, lengths, areas, plots and schemes numbers, deeds, their dates, and neighborhood names	Exercised solely by him
	Entitled to delegate the powers
Sale	Exercised solely by him

	Entitled to delegate the powers
Accepting mortgage	Exercised solely by him
	Entitled to delegate the powers
Updating deeds and entering them in the comprehensive system	Exercised solely by him
	Entitled to delegate the powers
Selling share of	Exercised solely by him
	Entitled to delegate the powers
Purchase	Exercised solely by him
	Entitled to delegate the powers
Purchasing share of	Exercised solely by him
	Entitled to delegate the powers
Lease	Exercised solely by him
	Entitled to delegate the powers
Amending the owner's name and civil register no. if ID	Exercised solely by him
	Entitled to delegate the powers
Gifting and conveyance	Exercised solely by him
	Entitled to delegate the powers
Accepting gift and conveyance	Exercised solely by him
	Entitled to delegate the powers
Assignment of deficiency in area	Exercised solely by him
	Entitled to delegate the powers
Merging deeds	Exercised solely by him
	Entitled to delegate the powers
Accepting assignment and conveyance	Exercised solely by him
	Entitled to delegate the powers
Issuing a replacement for lost or lost for a group of deed and its data is as follows:	Exercised solely by him
	Entitled to delegate the powers
Issuing a replacement for lost or damaged for a group of deed and its data is as follows:	Exercised solely by him
	Entitled to delegate the powers
Sale and conveyance for heirs	Exercised solely by him
	Entitled to delegate the powers
Assigning a share of	Exercised solely by him
	Entitled to delegate the powers
Building certification	Exercised solely by him
	Entitled to delegate the powers

Issuing a replacement for lost or damaged for deed	Exercised solely by him
	Entitled to delegate the powers
That for the real estate located	Exercised solely by him
	Entitled to delegate the powers
Converting agricultural lands to residential or industrial	Exercised solely by him
	Entitled to delegate the powers
Entering real estate contributions	Exercised solely by him
	Entitled to delegate the powers
Purchasing the stocks of real estate contribution	Exercised solely by him
	Entitled to delegate the powers
Selling the stocks of real estate contribution	Exercised solely by him
	Entitled to delegate the powers
Assigning leased land	Exercised solely by him
	Entitled to delegate the powers
Updating deed and entering it in the comprehensive system	Exercised solely by him
	Entitled to delegate the powers
Issuing replacement for lost for a deed	Exercised solely by him
	Entitled to delegate the powers
Converting agriculture land to residential	Exercised solely by him
	Entitled to delegate the powers
Building a land	Exercised solely by him
	Entitled to delegate the powers
Leasing lands	Exercised solely by him
	Entitled to delegate the powers
Changing the legal entity of the company	Exercised solely by him
	Entitled to delegate the powers
Converting the company from limited partnership to company with limited liability	Exercised solely by him
	Entitled to delegate the powers
Dividing stocks between heirs and transfer them to their portfolios	Exercised solely by him
	Entitled to delegate the powers

The Board of Directors appoints a secretary chosen from among its members or others

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

Article 23: Board Meeting and Decisions

A Board meeting shall not be valid unless attended by at least three members in person, and a member of the Board of Directors may delegate other members to attend Board meetings in accordance with the following rules: 1- A board member may not represent more than one member in attending the same meeting. 2- The proxy must be established in writing, and for a specific meeting. 3- The delegate may not vote on decisions that the law prohibits the delegate from voting on. The decisions of the Board shall be issued by a majority of the opinions of the members present or represented therein, and in case of equality of opinions, the side with which the chairman of the session voted shall prevail.

Article 24: Issuance of Board decisions in urgent matters

The Board of Directors may issue its decisions on urgent matters by submitting them to all members by passing them, unless one of the members requests - in writing - a meeting of the Board to deliberate on them. These decisions shall be issued with the approval of a majority of the votes of its members, and these decisions shall be presented to the Board at its first meeting to be recorded in the minutes of that meeting.

Article 25: Board Deliberations

1- The deliberations and decisions of the Board of Directors shall be recorded in minutes prepared by the Secretary and signed by the Chairman of the meeting, the members of the Board of Directors present and the Secretary. 2- The minutes shall be recorded in a special register signed by the Chairman of the Board of Directors and the Secretary. -3 Modern technology may be used to sign and record deliberations, decisions and minutes.

Article 26: Formation of committees

The Board of Directors may form committees, authorize them with such powers as the Board of Directors deems appropriate, and coordinate between these committees in order to expedite the resolution of matters brought before them.

Section 4: Shareholders' Assemblies

Article 27: Convocation of Assemblies

1. The General and Special Assemblies shall be convened at the invitation of the Board of Directors, and the Board of Directors shall convene the Ordinary General Assembly within thirty (30) days from the date of the auditor's request or one or more shareholders representing at least ten percent of the Company's shares with voting rights, and the auditor may call the Ordinary General Assembly to convene if the Board of Directors does not issue 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 indicate the matters to be voted on by the shareholders.
3. The invitation to convene the Assembly shall be at least twenty-one (21) days prior to the specified date in accordance with the provisions of the Law, subject to the following: -
 - A. Informing shareholders by registered letters to their addresses in the shareholders' register or announcing the invitation through modern technology.
 - B. Sending a copy of the invitation and agenda to the Commercial Register, as well as a copy to the Capital Market Authority if the company is listed on the capital market on the date of the invitation announcement.
4. The invitation to the assembly meeting must include at least the following:
 - A. The right to attend the meeting and the right to represent a person of his choice who is not a member of the Board of Directors, as well as the shareholder's right to discuss the topics on the agenda, ask questions, and exercise the right to vote.
 - B. The place, date and time of the meeting.
 - C. The type of assembly, whether it is a general or special assembly
 - D. The agenda of the meeting, including the items on which the shareholders' vote is required.

Article 28: Voting in Associations

1- The election of Board members shall be by cumulative voting. Members of the Board of Directors may not participate in voting on the decisions of the Assembly that relate to works and contracts in which they have a direct or indirect interest or that involve a conflict of interest.

Article 29: Preparation of Assembly Minutes

1- The meeting of the Assembly shall be recorded in a report that includes the number of shareholders present by proxy or representation, the number of shares held by them by proxy or representation, the number of votes cast, the resolutions adopted, the number of votes approved or opposed, and a clear summary of the discussions that took place at the meeting. The minutes shall be regularly recorded after each meeting in a special register signed by the president, secretary and collectors of votes.

Article 30: General Assembly Meeting of Shareholders

1- The General Assembly meeting of the shareholders shall be chaired by the Chairman of the Board of Directors or his deputy in his absence, or whoever is delegated by the Board of Directors from among its members in their absence, and in case this is not possible, the General Assembly shall be chaired by whoever is delegated by the shareholders from among the Board members or others by voting. 2- Every shareholder shall have the right to attend the General Assembly meeting, and may delegate another person who is not a member of the Board of Directors. 3- The General Assembly meeting may be held and the shareholder may participate in the deliberations and vote on the resolutions by means of modern technology.

Article 31: Powers of the Ordinary General Assembly

The Ordinary General Assembly shall be competent for all matters related to the company, especially the following: 1- Electing the members of the Board of Directors, and dismissing them. 2- Appointing one or more auditors for the company, as required by the Companies Law, determining their fees, reappointing them, and dismissing them - Reviewing and discussing the report of the Board of Directors. 4- Reviewing and discussing the company's financial statements - Discussing the auditor's report, if any, and making a decision thereon. 6- Deciding on the suggestions of the Board of Directors regarding the method of distributing profits -7- Forming the company's reserves and determining their utilization.

Article 32: Powers of the Extraordinary General Assembly

The Extraordinary General Assembly shall be competent to amend the Company's Articles of Association, except for matters prohibited by law, decide on the continuation or dissolution of the Company, approve the Company's purchase of its shares, and any other competencies prescribed by the Companies Law or the Executive Regulations of the Companies Law, and may issue resolutions on matters originally included in the competencies of the Ordinary General Assembly, under the same terms and conditions as those prescribed for the Ordinary General Assembly.

Article 33: Quorum for the Ordinary General Assembly Meeting

1- An Ordinary General Assembly meeting shall not be valid unless it is attended by shareholders representing at least one-fourth of the Company's shares with voting rights. 2- If the quorum required to hold the Ordinary General Assembly meeting is not met in accordance with paragraph (1) of this Article, a second meeting shall be called to be held under the same conditions stipulated in Article 91 of the Companies Law within thirty days following the date set for the holding of the previous meeting. However, the second meeting may be held one hour after the expiration of the period specified for the holding of the first meeting, provided that the invitation to hold the first meeting includes an indication that the meeting can be held. In all cases, the second meeting shall be valid regardless of the number of shares with voting rights represented therein.

Article 34: Quorum for the Extraordinary General Assembly Meeting

1- An Extraordinary General Assembly meeting shall not be valid unless it is attended by shareholders representing at least half of the company's shares with voting rights. 2- If the quorum required to hold the Extraordinary General Assembly meeting is not met in accordance with paragraph (1) of this Article, a second meeting shall be called to

be held under the same conditions stipulated in Article 91 of the Companies Law. However, the second meeting may be held one hour after the expiration of the period specified for holding the first meeting, provided that the invitation to hold the first meeting includes an indication of the possibility of holding that meeting. In all cases, the second meeting shall be valid if attended by a number of shareholders representing at least (one-fourth) of the company's shares with voting rights. 3- If the quorum required to hold the second meeting is not met, an invitation shall be sent to a third meeting to be held under the same conditions stipulated in Article 91 of the Companies Law, and the third meeting shall be valid regardless of the number of shares with voting rights represented therein.

Article 35: Resolutions of the Assemblies

1- Decisions of the Ordinary General Assembly shall be issued with the approval of the majority of the voting rights represented at the meeting. 2- Extraordinary General Assembly resolutions shall be issued with the approval of (two-thirds) of the voting rights represented at the meeting, except if the resolution is related to increasing or reducing the capital, extending the company's term, dissolving it before the expiration of the period specified in its Articles of Association, merging it with another company or dividing it into two or more companies, it shall not be valid unless it is issued with the approval of (three-fourths) of the voting rights represented at the meeting. 3- The General Assembly resolution is effective from the date it is issued, except in cases where the Companies Law or the Company's Articles of Association or the resolution issued provides for another time or when certain conditions are fulfilled. 4 The Board of Directors shall register with the Commercial Register the resolutions of the Extraordinary General Assembly specified by the Executive Regulations of the Companies Law within fifteen days from the date of their issuance.

Article 36: Discussion at the Assemblies

Every shareholder has the right to discuss the topics included in the agenda of the General Assembly and to ask questions about them to the members of the Board of Directors and the auditor. The Board of Directors or the auditor shall answer the shareholders' questions to the extent that they do not jeopardize the company's interest. If a shareholder believes that the response to his question is insufficient, he may appeal to the General Assembly, whose decision in this regard shall be enforceable.

Section V: Auditor

Article 37: Appointment, dismissal and resignation of the company's auditor

1- The Company shall have one or more auditors (from among the auditors licensed in the Kingdom) appointed by the General Assembly, whose fees, duration and scope of work shall be determined, and may be reappointed. 2- The auditor may be dismissed by a resolution adopted by the General Assembly, and the Chairman of the Board of Directors shall inform the competent authority of the dismissal decision and the reasons for it within a period not exceeding (five) days from the date of issuance of the decision. 3- The auditor may resign his assignment by written notification submitted to the Company and his assignment shall terminate from the date of its submission or on a later date specified in the notification, without prejudice to the right of the Company to compensate for the damage caused to it if it is warranted. The resigning auditor shall be obligated to submit to the Company and the competent authority, upon submission of the notification, a statement of the reasons for his retirement, and the Board of Directors shall call the General Assembly to convene to consider the reasons for retirement and appoint another auditor and determine his fees, duration and scope of his work.

Article 38: Powers of the Auditor

The Auditor may at any time inspect the Company's documents, accounting records and supporting documents, and may request the data and clarifications he deems necessary to verify the Company's assets and liabilities and other matters within the scope of his work. The Board of Directors shall enable the auditor to fulfill his duty, and if the auditor encounters difficulty in this regard, he shall record this in a report submitted to the Board of Directors. If the Board of Directors fails to 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 the Board of Directors does not issue it within thirty (30) days from the date of the auditor's request.

Chapter Six: Company Finances and Dividend Distribution

Article 39:

The company's fiscal year shall be twelve Gregorian months starting on January 01 and ending on December 31

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

Article 40: Financial documents

1- At the end of each fiscal year of the Company, the Board of Directors shall prepare the financial statements of the Company and a report on its activity and financial position for the past fiscal year, including the proposed method of dividend distribution. The Board shall place these documents at the disposal of the auditor, if any, at least forty-five days before the date set for the Annual Ordinary General Assembly. 2- The documents referred to in paragraph (1) of this Article shall be signed by the Chairman of the Board of Directors, the Chief Executive Officer and the Chief Financial Officer, if any, and copies thereof shall be filed at the Company's head office at the disposal of the shareholders. 3- The Chairman of the Board of Directors shall provide the shareholders with the Company's financial statements and the Board of Directors' report, after signing them, and the auditor's report, if any, unless published in any of the modern technology means, at least twenty-one (21) days before the date set for the Annual Ordinary General Assembly, and shall also deposit these documents as specified in the Executive Regulations of the Companies Law.

Article 41: Distribution of dividends

The company's profits shall be distributed in the following manner: -1- Annual or interim dividends may be distributed from the distributable profits to the shareholders, in accordance with the regulations specified by the executive regulations of the Companies Law. 2- The Ordinary General Assembly, when determining the share of the shares in the net profits, may decide to form reserves to the extent that achieves the interest of the company or ensures the distribution of stable profits as much as possible to the shareholders. The General Assembly may also deduct from the net profits amounts to achieve social purposes for the company's employees. 3- The General Assembly shall determine the percentage that must be distributed to the shareholders from the net profits after deducting the reserves, if any. 4- Subject to the controls specified by the Executive Regulations of the Companies Law and the provisions of Article (24) of this Law, the General Assembly shall determine the percentage to be distributed from the net profits after deducting the reserves, if any, for the remuneration of the members of the Board of Directors.

Article 42: Entitlement to dividends

The shareholder shall be entitled to his share in the profits in accordance with the General Assembly resolution issued in this regard, and the resolution shall specify the date of entitlement and the date of distribution. The eligibility for dividends shall be for the shareholders registered in the shareholders' records at the end of the day specified for entitlement. The Board of Directors shall implement the decision of the General Assembly regarding the distribution of dividends to the shareholders within the period specified by the executive regulations of the Companies Law.

Article 43: Company losses

If the company's losses reach half of the issued capital, the Board of Directors shall disclose this and its recommendations regarding these losses within (sixty) days from the date it learns that they have reached this amount, and invite the Extraordinary General Assembly to meet within one hundred and eighty days from that date to consider the continuation of the company with taking any of the necessary measures to address these losses, or dissolve them.

Section 7: Termination and Liquidation of the Company

Article 44: Lapse of the company

1- The company shall lapse for one of the causes of lapse listed in Article 243 of the Companies Law, and upon its lapse, it shall enter into liquidation in accordance with the provisions of Chapter XII of the Companies Law, and the company shall retain its legal personality to the extent necessary for liquidation, and the authority of the Board of Directors shall cease upon its lapse. However, they remain in charge of the management of the company, and for third parties, they are considered to be the liquidator until the liquidator is appointed, and the company's associations remain in existence during the liquidation period, and their role is limited to exercising their powers that do not conflict with the powers of the liquidator, and if the company lapses and its assets are insufficient to pay its debts or is in default according to the Bankruptcy Law, it must apply to the competent judicial authority to open any of the liquidation procedures under the Bankruptcy Law. 2. In the case of voluntary liquidation, the following must be taken: A. Prior to the Extraordinary General Assembly's decision to dissolve the company, the Board of Directors shall prepare a statement stating that they have examined the company's conditions, including confirmation that the company's assets are sufficient to pay its debts by the end of the proposed liquidation period and that it is not in default according to the Bankruptcy Law, and this statement shall be presented within thirty days from the date of its preparation to the Extraordinary General Assembly to take a decision to dissolve the company. B. If the statement referred to in paragraph (A) of this Article shows that the Company's assets are insufficient to pay its debts or are in default according to the Bankruptcy Law, the Extraordinary General Assembly may not decide to dissolve the Company, otherwise they shall be jointly liable for any remaining debt. 3- If the company lapses for any of the reasons stipulated in the Companies Law, the Board of Directors shall prepare the statement referred to in paragraph (2) of this Article, unless it was prepared prior to its lapse and the period from the date of its preparation does not exceed thirty days. 4- The liquidator shall be appointed by a decision of the Extraordinary General Assembly in accordance with the conditions decided to amend these Articles of Association, within a period not exceeding (sixty) days from the date of lapse of the company, and the decision to appoint the liquidator shall include the determination of his powers, fees, restrictions imposed on him, if any, and the necessary tools for liquidation. 5- The liquidation period must not exceed (three) years, and may not be extended except by order of the competent judicial authority.

Section 8: Final provisions

Article 45: Final Provisions

1. The Company shall be subject to the laws in force in the Kingdom of Saudi Arabia.
2. Any provision that contradicts the provisions of the Companies Law in this Articles of Association shall be invalid and the provisions of the Companies Law shall apply, and everything that is not provided for herein, the Companies Law and its Executive Regulations shall apply in respect thereof.
3. The founders acknowledge the validity of the data and provisions included herein and its compatibility with the provisions of the Companies Law issued by Royal Decree (M/132) dated 1/12/1443H and its executive regulations, and its fulfillment of all requirements and instructions issued by the Ministry of Commerce in accordance with the provisions of the Law, and the founders assume responsibility and all legal and financial consequences that may arise therefrom. The founders are also aware of the Ministry's right to take the necessary statutory measures in the event of any violation or contradiction of the provisions contained in the Articles of Association.

Article 46: Company and shareholder's lawsuit

1- The Company may file a liability suit against the members of the Board of Directors for violating the provisions of the Companies Law or these Articles of Association, or for their errors, negligence or failure to perform their duties, resulting in damage to the Company, and the General Assembly shall decide to file such suit and appoint someone to represent the Company in pursuing it. If the company is in liquidation, the liquidator shall file the suit. In the event that any liquidation proceedings are opened against the Company in accordance with the Bankruptcy Law, the filing of this lawsuit shall be from its legal representative. 2- One or more shareholders representing (five percent) of the company's capital may file a suit for the prescribed liability of the company in the event that the company fails to file it, provided that the main objective of filing the suit is to achieve the interests of the company, that the suit is based on a valid basis, and that the plaintiff is bona fide and a shareholder in the company at the time of filing the suit. 3- The filing of the lawsuit referred to in paragraph (2) of this Article shall require informing the members of the Board of Directors of the intention to file the lawsuit at least fourteen days prior to the date of filing it. 4- The shareholder may file his personal lawsuit against the members of the Board of Directors if the error made by them would cause him special damage.

The Articles of Association were audited by the founders and approved by the Ministry's certifier and the Articles of Association were published through Aamaly newspaper and the validity of the Articles of Association can be verified via the following link:

<https://emagazine.aamaly.sa>

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The version of the Articles of Association was issued based on the decision of the Extraordinary General Assembly / Capital Owner's decision dated 25/02/1446

The Articles of Association does not require the official seal of the Ministry of Commerce

Articles of Association Addendum

1- Amendment (Company Objectives)

Before amendment

Section	Category
Process Industries	Manufacture of cement, lime and plaster
Wholesale, retail and repair of motor vehicles and motorcycles	Wholesale of solid, liquid and gaseous fuels and related products
Wholesale, retail and repair of motor vehicles and motorcycles	Retail sale of metal tools, paint and glass in specialized stores

After amendment:

Section	Category
Process Industries	Manufacture of cement, lime and plaster
Construction	Site preparation
Wholesale, retail and repair of motor vehicles and motorcycles	Wholesale of solid, liquid and gaseous fuels and related products
Wholesale, retail and repair of motor vehicles and motorcycles	Retail sale of metal tools, paint and glass in specialized stores

2- Amendment of the Management Definition Mechanism

Before the amendment: Articles of Association

After amendment: By independent decision

3- Amendment (Textual Clauses)

Text clauses have been amended

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Founders' decision to elect management

Northern Region Cement Company

Based on the decision of the General Assembly of the Northern Region Cement - a Joint Stock Company in Turaif and where the General Assembly decided to appoint a board of directors as stipulated in the company's management article by appointing a board of directors with an independent contract, the General Assembly decided to appoint a board of directors consisting of not less than (3) members, namely:

Name	ID No.	Date of Birth	Nationality	Position
Saud Saad Saud Saud Alarifi	1039831738	26/08/1390	Saudi	Member of the Board of Directors
Mohammed Fayez Mohammed Al-Dosari	1041897743	01/07/1382	Saudi	Member of the Board of Directors
Saliman Salim Salim Alharbi	1030826968	07/01/1382	Saudi	Chairman of the Board of Directors
Obaid Saad Obaid Alsubaie	1042171049	11/06/1382	Saudi	Member of the Board of Directors
Faisal Hamad Abdullah Al Saqeer	1047852619	0207/1379	Saudi	Vice-Chairman of the Board of Directors
Ahmed Abdulrahman Saleh Al Obeid	1032913004	13/09/1398	Saudi	Member of the Board of Directors

To this end, they have all the powers set out in the Articles of Association

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