



دار المعدات الطبية والعلمية
Scientific & Medical Equipment House

**Articles of Association amendments
For Scientific & Medical Equipment
House Company**

In line with the new Companies Law



A proposal to amend the articles of association of the company

In line with the new Companies Law

Issued by Royal Decree No. (M/132) dated 1/12/1443 AH

and its related implementing regulation

Text before amendment		Text after amendment	
Article No.	Text	Article No.	Text
Part (1)	Part (1): Company transformation	Part (1)	Part (1): company incorporation
Article (1)	Article (1): Transformation In accordance with the provisions of the Companies Law and its bylaws, it has been transformed into a Saudi joint stock company according to the following:	Article (1)	Article (1): Incorporation In accordance with the provisions of the Companies Law and its bylaws, and this Law, a Saudi joint stock company shall be incorporated according to the following:
Article (2):	Article (2): Company Name Scientific & Medical Equipment House Company (a listed joint stock company).	Article (2):	Article (2): Company Name Scientific & Medical Equipment House Company (a public joint stock company).
Article (3):	Article (3): Company purposes The company carries out the following purposes: 1. Agriculture and hunting. 2. Mines, petroleum and its branches. 3. Manufacturing industries and their branches according to industrial licenses. 4. Electricity, gas, water and its branches. 5. Construction and building. 6. Transportation, storage and refrigeration. 7. Financial, business and other services. 8. Social, group and personal services. 9. Trade. 10. Information technology. 11. Security and safety. The company carries out its activities in accordance with the applicable laws and after obtaining the necessary licenses from the competent authorities, if any.	Article (3):	Article (3): Company purposes The company carries out the following purposes: 1. Agriculture and hunting. 2. Mines, petroleum and its branches. 3. Manufacturing industries and their branches according to industrial licenses. 4. Electricity, gas, water and its branches. 5. Construction and building. 6. Transportation, storage and refrigeration. 7. Financial, business and other services. 8. Social, group and personal services. 9. Trade. 10. Information technology. 11. Security and safety. The company carries out its activities in accordance with the applicable laws and after obtaining the necessary licenses from the competent authorities, if any.
Article (4):	Article (4): Participation and ownership in companies The company may establish companies on its own (with limited liability or closed joint stock, provided that the capital is not less than (5) million riyals , it may also own shares and stocks in other	Article (4):	Article (4): Participation and ownership in companies The company may establish companies on its own (limited liability, joint stock or simplified joint stock, it may also own shares and stocks in other existing companies or merge with them, and it has



	existing companies or merge with them, and it has the right to participate with others in establishing joint-stock or limited liability companies, after fulfilling the requirements of the laws and instructions in this regard. The company may also dispose of these shares or stocks, provided that this does not include mediation in their trading.		the right to participate with others in establishing joint-stock or limited liability companies, after fulfilling the requirements of the laws and instructions in this regard. The company may also dispose of these shares or stocks, provided that this does not include mediation in their trading.
Article (5):	Article (5): Company's head office The head office of the company is located in the city of Riyadh, and branches, offices or agencies may be established for it inside or outside the Kingdom by a decision of the Board of Directors.	Article (5):	Article (5): Company's head office The head office of the company is located in the city of Riyadh, and branches, offices or agencies may be established for it inside or outside the Kingdom by a decision of the Board of Directors.
Article (6):	Article (6): Duration of the company The duration of the company is (99) Gregorian years starting from the date of its registration in the commercial register, and this duration may always be extended by a decision issued by the extraordinary general assembly at least one year before the expiry of its term.	Article (6):	Article (6): Duration of the company The company was established for an indefinite period starting from the date of its registration in the commercial register.
Part (2)	Part (2): Capital and Shares	Part (2)	Part (2): Capital and Shares
Article (7)	Article (7): Capital The company's capital has been set at (200,000,000) Saudi riyals (two hundred million riyals) divided into (20,000,000) nominal shares of equal value, the value of each of which is (10) Saudi riyals, all of which are common cash shares.	Article (7)	Article (7): Capital The company's capital has been set at (300,000,000) Saudi riyals (three hundred million riyals) divided into (30,000,000) nominal shares of equal value, the value of each of which is (10) Saudi riyals, all of which are common cash shares.
Article (8)	Article (8): Subscription to shares Shareholders subscribed to the entire capital shares amounting to (20,000,000) shares, the value of which is (200,000,000) riyals (two hundred million riyals), the value of which is fully paid.	Article (8)	Article (8): Subscription to shares Shareholders subscribed to the entire capital shares amounting to (30,000,000) shares, the value of which is (300,000,000) riyals (three hundred million riyals), the value of which is fully paid.
Article (9)	Article (9): Selling shares of incomplete value The shareholder is obligated to pay the value of the share on the dates specified for that, and if he fails to pay on the due date, the Board of Directors may, after notifying him by means of a written letter, e-mail, or informing him by a registered letter, sell the share in the public auction or the stock market, as the case may be, in accordance with the controls determined by the competent authority. .	Article (9)	Article (9): Selling shares of incomplete value 1. The shareholder is obligated to pay the value of the share on the dates specified for that, and if he fails to pay on the due date, the Board of Directors may, after notifying him through any of the means approved by the competent authorities, sell the share in the public auction or the stock market, as the case may be, Provided that other shareholders have priority to purchase the shares of the defaulting shareholder in accordance with the applicable regulations and controls set by the competent authority.



	<p>The company collects from the proceeds of the sale the sums due to it and returns the remainder to the owner of the share. If the proceeds of the sale are not sufficient to meet these amounts, the company may collect the remainder from all the shareholder's funds.</p> <p>However, the shareholder who fails to pay until the day of the sale may pay the value due in addition to the expenses incurred by the company in this regard.</p> <p>The company shall cancel the sold share in accordance with the provisions of this article, and shall give the purchaser a new share bearing the number of the canceled share, and shall indicate in the share register that the sale has taken place, indicating the name of the new owner.</p>	<p>2. The company collects from the proceeds of the sale the amounts due to it and returns the remainder to the owner of the share. If the proceeds of the sale are not sufficient to meet these amounts, the company may collect the remainder from all the shareholder's funds.</p> <p>3. Enforcement of the rights related to the shares that have not been paid for their value shall be suspended upon the expiration of the date specified for them until they are sold or due from them are paid in accordance with the provisions of Paragraph (1) of this Article, and they include the right to obtain a share of the net profits to be distributed and the right to attend the assemblies and vote on their decisions.</p> <p>However, the shareholder who fails to pay until the day of the sale may pay the value due in addition to the expenses incurred by the company in this regard, and in this case the shareholder has the right to request obtaining the profits to be distributed.</p> <p>4. The company shall cancel the certificate of the sold share in accordance with the provisions of this Article, and shall give the purchaser a new certificate of the share bearing the same number, and shall indicate in the share register that the sale has taken place, and shall include the necessary data for the new owner.</p>
<p>Article (10)</p>	<p>Article (10): Issuance of shares</p> <p>1- Shares are nominal and may not be issued for less than their nominal value, but may be issued for a higher than this value. In this latter case, the value difference is added in a separate item within the shareholders' rights, and it is not permissible to distribute them as dividends to the shareholders. The share is indivisible against the company. If the share is owned by several persons, they shall choose one of them to represent them in the use of the rights related to it, and these persons shall be jointly liable for the obligations arising from the ownership of the share.</p> <p>2- The extraordinary general assembly of the company may, in accordance with the principles laid down by the competent authority, issue preferred shares or decide to purchase them or convert ordinary shares into preferred</p>	<p>Article (10)</p> <p>Article (10): Issuance of shares</p> <p>Shares are nominal and may not be issued for less than their nominal value, but may be issued for a higher than this value. In this latter case, the value difference is added in a separate item within the shareholders' rights, and it is not permissible to distribute them as dividends to the shareholders. The share is indivisible against the company. If the share is owned by several persons, they shall choose one of them to represent them in the use of the rights related to it, and these persons shall be jointly liable for the obligations arising from the ownership of the share.</p>



	<p>shares. From the owners of ordinary shares from the net profits of the company after setting aside the statutory reserve, and the following applies to them:</p> <p>a. If no profits are distributed for any financial year, then profits for the following years may not be distributed except after paying the percentage specified in accordance with the provision of Article (one hundred and fourteenth) of the Companies Law for holders of preferred shares for this year.</p> <p>B. If the company fails to pay the percentage specified in accordance with the provisions of Article (one hundred and fourteenth) of the Companies Law from the profits for a period of three consecutive years, then the special assembly of the owners of these shares convened in accordance with the provisions of Article (eighty-ninth) of the Companies Law may decide whether to attend the meetings of the General Assembly The company shall participate in the voting or appoint their representatives in the Board of Directors in proportion to the value of their shares in the capital, until the company is able to pay all the priority profits allocated to the owners of these shares for previous years.</p>		
<p><u>Article (11):</u></p>	<p><u>Article (11): Issuance of debt instruments and sukuk</u></p> <p>The company may, by a decision of the Extraordinary General Assembly, in accordance with the Capital Market Law and other relevant laws and regulations, issue any type of negotiable debt instruments such as bonds and sukuk, and the Extraordinary General Assembly may authorize the Board of Directors to issue these debt instruments, including bonds and sukuk, whether in part or several parts or through a series of issues pursuant to one or more programs established by the Board of Directors from time to time, all at the times and amounts approved by the Board of Directors and it has the right to take all necessary actions to issue them.</p> <p>The company may, by a decision of the Extraordinary General Assembly, issue debt instruments or financing sukuk that</p>	<p><u>Article (11):</u></p>	<p><u>Article (11): Issuance of debt instruments and sukuk</u></p> <p>The company may, by a decision of the Extraordinary General Assembly, in accordance with the Capital Market Law and other relevant laws and regulations, issue any type of negotiable debt instruments such as bonds and sukuk, and the Extraordinary General Assembly may authorize the Board of Directors to issue these debt instruments, including bonds and sukuk, whether in part or several parts or through a series of issues pursuant to one or more programs established by the Board of Directors from time to time, all at the times and amounts approved by the Board of Directors and it has the right to take all necessary actions to issue them. The company may, by a decision of the Extraordinary General Assembly, issue debt instruments or financing sukuk that are convertible into shares after the issuance of a decision of the Extraordinary General</p>



	<p>are convertible into shares after the issuance of a decision of the Extraordinary General Assembly specifying the maximum number of shares that may be issued in exchange for those instruments and sukuk, whether those instruments or sukuk were issued at the same time, or through a series of issues, or through one or more programs to issue debt instruments or financing sukuk. The Board of Directors shall issue, without the need for a new approval from this assembly, new shares in exchange for those papers or sukuk whose holder requests to transfer them immediately after the end of the transfer request period specified for the holders of those instruments or sukuk. The Board of Directors publishes the completion of the procedures for each capital increase in the manner specified in the law for publishing the decisions of the Extraordinary General Assembly.</p>		<p>Assembly specifying the maximum number of shares that may be issued in exchange for those instruments and sukuk, whether those instruments or sukuk were issued at the same time, or through a series of issues, or through one or more programs to issue debt instruments or financing sukuk. The Board of Directors shall issue, without the need for a new approval from this assembly, new shares in exchange for those papers or sukuk whose holder requests to transfer them immediately after the end of the transfer request period specified for the holders of those instruments or sukuk. The Board of Directors publishes the completion of the procedures for each capital increase at the Commercial Register.</p>
<p>Article (12)</p>	<p><u>Article (12): Share Trading</u> Shares subscribed to by the founders may not be traded except after publishing the financial statements for two financial years, each of which is not less than twelve months from the date of the company's transformation. The deeds of these shares shall be marked with an indication of their type, date of transformation of the company and the period during which trading is prohibited. However, during the prohibition period, ownership of shares may be transferred in accordance with the provisions of selling rights from one of the founders to another founder, or from the heirs of one of the founders in the event of his death to third parties, or in the event of execution on the funds of the insolvent or bankrupt founder, provided that the priority of owning those shares is given to the other founders. The provisions of this article shall apply to what is subscribed by the founders in the event of capital increase before the expiry of the prohibition period.</p>	<p><u>Article (12)</u></p>	<p><u>Article (12): Share Trading</u> The company's shares are traded in accordance with the provisions of the Capital Market Law and its implementing regulations.</p>



Article (13)	Article (13): Purchase, sale and mortgage of the company's shares The company may purchase or mortgage its shares in accordance with the regulations issued by the Capital Market Authority. The shares purchased by the company shall not have votes in the Shareholders' Assembly. The company may purchase its shares for the purpose of allocating them to its employees within the employee shares program in accordance with the regulations issued by the Capital Market Authority. The mortgage creditor shall have the right to receive profits and use all the rights related to the share, with the exception of attending or voting in the meetings of the general assembly of shareholders, unless otherwise agreed in the mortgage contract.	Article (13)	Article (13): Purchase, sale and mortgage of the company's shares The company may purchase or mortgage its shares in accordance with the regulations issued by the Capital Market Authority. The shares purchased by the company shall not have votes in the Shareholders' Assembly. The company may purchase its shares for the purpose of allocating them to its employees within the employee shares program in accordance with the regulations issued by the Capital Market Authority. The mortgage creditor shall have the right to receive profits and use all the rights related to the share, with the exception of attending or voting in the meetings of the general assembly of shareholders, unless otherwise agreed in the mortgage contract.
Article (14)	Article (14): Register of Shareholders <u>The trading of the company's shares after the initial offering shall be in accordance with the provisions of this Law, the Companies Law, the Capital Market Law and their regulations, the laws and regulations applicable in the Kingdom of Saudi Arabia, and the rules of the market in which the company's shares are offered.</u>		Deleted
Article (15)	Article (15): Increasing the capital 1. The Extraordinary General Assembly may decide to increase the company's capital, provided that the capital has been paid in full. It is not required that the capital be paid in full if the unpaid part of the capital belongs to shares issued in exchange for converting debt instruments or financing sukuks into shares and the period specified for converting them into shares has not yet expired. 2. The extraordinary general assembly may, in all cases, allocate the shares issued upon capital increase or part thereof to the employees of the company and all or some of its subsidiaries, or any of that. Shareholders may not exercise the priority right when the company issues shares allocated to employees. 3. The shareholder who owns the share at the time of issuance of the decision of the Extraordinary General Assembly approving the capital increase shall	Article (14)	Article (14): Increasing the capital 1. The issued capital may be increased by a decision of the company's board of directors within the limits of the authorized capital, if any, 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. It is not required that the capital be fully paid if the unpaid part of the capital belongs to shares issued in exchange for converting debt instruments or financing sukuks 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 the employees of the company and all or some of its subsidiaries, or any of that. Shareholders may not exercise the priority right when the company issues shares allocated to employees.



have priority in subscribing to new shares that are issued in exchange for cash shares, and those shareholders shall be notified of their priority by publishing in a daily newspaper or by informing them by registered mail of the decision to increase the capital and the conditions, duration and start date of the subscription. And it's over.

4. The Extraordinary General Assembly has the right to suspend the priority right of shareholders to subscribe to the capital increase in exchange for cash shares, or to give priority to non-shareholders in cases it deems appropriate for the interest of the company.

5. The shareholder has the right to sell or waive the priority right during the period from the time of issuance of the General Assembly's decision approving the capital increase to the last day of subscription in the new shares associated with these rights, in accordance with the controls set by the competent authority.

6. Subject to the provisions of Paragraph (4) above, the new shares shall be distributed among the priority right holders who have requested subscription, in proportion to the priority rights they own out of the total priority rights resulting from the capital increase, provided that what they obtain does not exceed the number of shares they requested. The remainder of the new shares shall be distributed among the holders of priority rights who have requested more than their share, in proportion to what they own of priority rights out of the total priority rights resulting from the capital increase, provided that what they get does not exceed what they requested of the new shares, and the remainder of the shares shall be offered to others, unless the extraordinary general assembly decides or the financial market law stipulates otherwise.

4. The shareholder who owns the share at the time of issuance of the decision of the Extraordinary General Assembly approving the increase of the issued or authorized capital has priority in subscribing to new shares that are issued in exchange for cash shares, and they are notified of their priority, if any, and the decision to increase the capital, and the terms and conditions of subscription, its duration, and its start and end dates, through the means of advertising approved by the competent authorities.

5. The Extraordinary General Assembly has the right to suspend the priority right of shareholders to subscribe to the capital increase in exchange for cash shares, or to give priority to non-shareholders in cases it deems to achieve the interest of the company.

6. The shareholder has the right to sell or waive the priority right during the period from the time of issuance of the General Assembly's decision approving the capital increase to the last day of subscription in the new shares associated with these rights, in accordance with the applicable laws and controls set by the competent authority.

7. Subject to the provisions of Paragraph (5) above, the new shares shall be distributed among the priority right holders who have requested subscription, in proportion to the priority rights they own out of the total priority rights resulting from the capital increase, provided that what they obtain does not exceed the number of shares they requested. The remainder of the new shares shall be distributed to the holders of priority rights who have requested more than their share, in proportion to what they own of priority rights out of the total priority rights resulting from the capital increase, provided that what they get does not exceed what they requested of the new shares, and the remainder of the shares shall be offered to others, unless the extraordinary general assembly decides or the financial market system stipulates otherwise.



Article (16)	Article (16): Capital Reduction The extraordinary general assembly may decide to reduce the capital if it exceeds the company's needs or if it incurs losses. In the last case alone, it is permissible to reduce the capital to below the limit stipulated in Article (fifty-four) of the Companies Law, and the decision to reduce is not issued except after reading a special report prepared by the auditor on the reasons for it, on the obligations of the company, and on the impact of the reduction on this obligations. If the capital reduction is a result of its excess to the company's need, the creditors shall be invited to express their objections to it within sixty days from the date of publication of the reduction decision in a daily newspaper distributed in the area where the company's head office is located. If one of the creditors objects and submits his documents to the company on the aforementioned date, the company shall pay him his debt if it is due or provide him with sufficient guarantee to pay it if it is deferred.	Article (15)	Article (15): Capital Reduction 1. The Extraordinary General Assembly may decide to reduce the capital if it exceeds the company's needs or if it incurs losses. In the latter case alone, it is permissible to reduce the capital to less than the limit stipulated in Article (fifty-ninth) of the Companies Law, and the decision to reduce is not issued except after reading a statement in the Extraordinary General Assembly prepared by the Board of Directors on the reasons for the reduction, the company's obligations, and the effect of the reduction on fulfillment. provided that a report from the company's auditor shall be attached to this statement. 2. If the capital reduction is a result of its excess to the company's need, the creditors must be invited to express their objections - if any - to the reduction at least (forty-five) days prior to the date specified for holding the Extraordinary General Assembly meeting to take a decision on the reduction, provided that the invitation is attached. A statement showing the amount of the capital before and after the reduction, the date of the meeting and the effective date of the reduction. If any of the creditors objected to the reduction and submitted his documents to the company on the mentioned date, the company shall pay him his debt if it is due or provide him with sufficient guarantee to pay it if it is deferred.
Part (3):	Part (3): Board of Directors	Part (3):	Part (3): Board of Directors
Article (17)	Article (17): Management of the Company The company is managed by a board of directors consisting of (6) six members elected by the ordinary general assembly of shareholders for a period not exceeding three years.	Article (16)	Article (16): Management of the Company The company is managed by a board of directors consisting of (6) six members elected by the ordinary general assembly of shareholders for a period not exceeding four years.
Article (18)	Article (18): Termination of board membership Membership of the Board terminates with the expiry of its term or with the expiration of the member's validity according to any law or instructions in force in the Kingdom. However, the Ordinary General Assembly may at any time dismiss all or some of the members of the Board of Directors, without prejudice to the right of the dismissed member towards the company to claim compensation if the	Article (17)	Article (17): Termination of board membership The membership of the Board terminates with the expiry of its term or with the expiration of the member's validity in accordance with any system or instructions in force in the Kingdom. However, the Ordinary General Assembly may at any time dismiss all or some of the members of the Board of Directors, and the Ordinary General Assembly in this case shall elect a new Board of Directors or whoever replaces him. The dismissed member (as the case



	<p>dismissal occurred for an unacceptable reason or at an inappropriate time, and a member of the Board of Directors may resign, provided that this is at an appropriate time, otherwise he will be liable to the company for the damages resulting from his retirement.</p>		<p>may be) in accordance with the provisions of the Companies Law.</p>
<p><u>Article (19)</u></p>	<p><u>Article (19): The vacant position in the Board</u> If the position of a member of the Board of Directors becomes vacant, the Board may appoint a temporary member in the vacant position. Provided that he be among those who have experience and sufficiency, and the Ministry must be notified of that within five working days from the date of appointment, and the appointment shall be presented to the Ordinary General Assembly at its first meeting, and the new member shall complete the term of his predecessor. If the necessary conditions for the meeting of the Board of Directors are not met because the number of its members is less than the minimum stipulated in the Companies Law or this Law, the rest of the members shall invite the Ordinary General Assembly to convene within sixty days to elect the necessary number of members.</p>	<p><u>Article (18)</u></p>	<p><u>Article (18): Expiration of the Board of Directors' Term, Retirement of its Members, or Membership Vacancy:</u> 1. The Board of Directors shall, before the end of its term, invite the Ordinary General Assembly to convene to elect a Board of Directors for a new term. If the election cannot be held and the term of the current board term has expired, its members shall continue to perform their duties until the election of a board of directors for a new term, provided that the period of continuation of the members of the board whose term has expired shall not exceed (ninety days) from the date of the expiry of the term of the board, and the board of directors shall take the necessary measures to elect a board of directors. Management replaces him before the continuation period specified in this paragraph expires. 2. If the chairman and members of the Board of Directors retire, they shall invite the Ordinary General Assembly to convene to elect a new Board of Directors. Retirement does not apply until the election of the new Board, provided that the period of continuity of the retired Board members does not exceed (one hundred and twenty days) from the date of the end of the Board's term. The Board of Directors shall take the necessary measures to elect a Board of Directors to replace it before the expiry of the continuity period specified in this paragraph. 3. A member of the Board of Directors may retire from the membership of the Board by virtue of a written notification addressed to the Chairman of the Board. If the Chairman of the Board retires, the notification shall be directed to the remaining members of the Board and the Secretary of the Board. Retirement is effective - in both cases - from the date specified in the notification. 4. If the position of a member of the Board of Directors becomes vacant and this vacancy does not result in a breach of the</p>



			<p>conditions necessary for the validity of the meeting of the Board due to the decrease in the number of its members below the minimum stipulated in the Companies Law, the Board may keep the seat vacant until the expiry of its term or appoint a temporary member in the vacant position. Provided that he is among those who have experience and sufficiency, and the competent authorities shall be informed of this within five working days from the date of appointment, and the appointment shall be presented to the Ordinary General Assembly at its first meeting, and the new member shall complete the term of his predecessor.</p> <p>5. If the necessary conditions for the validity of the meeting of the Board of Directors are not met because the number of its members is less than the minimum stipulated in the Companies Law or in this Law, the rest of the members shall invite the Ordinary General Assembly to convene within (sixty) days to elect the necessary number of members.</p>
<u>Article (20)</u>	<u>Article (20): Powers of the Board</u> <p>Subject to the terms of reference established for the General Assembly, the Board of Directors shall have the broadest powers to manage the Company in order to achieve its objectives, supervise its work and funds, conduct its affairs and formulate the general policy it pursues to achieve the purpose for which it was established, including but not limited to the following:</p> <ol style="list-style-type: none">1. Borrowing, opening documentary credits and issuing guarantees in return for insurance and without insurance.2. Opening requested or debited current accounts in order to deal with them, issue checks, make transfers and receive their value.3. Withdrawal from the account by cheques or payment orders even if this withdrawal leads to	<u>Article (19)</u>	<u>Article (19): Powers of the Board</u> <p>Subject to the terms of reference established for the General Assembly, the Board of Directors shall have the broadest powers to manage the Company in order to achieve its objectives, supervise its work and funds, conduct its affairs and formulate the general policy it pursues to achieve the purpose for which it was established, including but not limited to the following:</p> <ol style="list-style-type: none">1. Borrowing, opening documentary credits and issuing guarantees in return for insurance and without insurance.2. Opening requested or debited current accounts in order to deal with them, issue checks, make transfers and receive their value.3. Withdrawal from the account by cheques or payment orders even if this withdrawal leads to the disclosure of account and transferring it to a debtor.



	<p>the disclosure of account and transferring it to a debtor.</p> <ol style="list-style-type: none">4. Submitting pledges and guarantees and signing the guarantee of the fine and the joint performance of the facilities granted to others.5. Hand over of documents, papers, bills of lading and bills of lading related to any goods that may have been shipped to the company with the right to approve any violations of the terms of the credit.6. Borrowing, obtaining banking facilities, signing contracts and bonds for an order, providing the necessary guarantees, mortgaging, cancelling the mortgage, and they have the right to dispose of slow-moving and damaged goods, exempting debtors, and acknowledging doubtful debts.7. The right to authorize others to sign the company's accounts.8. The right to participate in companies and sign contracts of incorporation of companies and resolutions of partners and amend those contracts and all changes, updates or renewals thereof.9. The Board has the right to delegate all or part of its authority to others.10. Develop the company's bylaws, approve its vision, strategies and business plans, and approve its operating budgets, annual capital budget, and others.11. In respect of [real estate, land, goods and assets] They have the right to buy and sell goods, minerals, lands, real estate and the like before a clerk or governmental, accept emptying, pay the price, accept gift, emptying, mortgage, release	<ol style="list-style-type: none">4. Submitting pledges and guarantees and signing the guarantee of the fine and the joint performance of the facilities granted to others.5. Hand over of documents, papers, bills of lading and bills of lading related to any goods that may have been shipped to the company with the right to approve any violations of the terms of the credit.6. Borrowing, obtaining banking facilities, signing contracts and bonds for an order, providing the necessary guarantees, mortgaging, cancelling the mortgage, and they have the right to dispose of slow-moving and damaged goods, exempting debtors, and acknowledging doubtful debts.7. The right to authorize others to sign the company's accounts.8. The right to participate in companies and sign contracts of incorporation of companies and resolutions of partners and amend those contracts and all changes, updates or renewals thereof.9. The Board has the right to delegate all or part of its authority to others.10. Develop the company's bylaws, approve its vision, strategies and business plans, and approve its operating budgets, annual capital budget, and others.11. In respect of [real estate, land, goods and assets] They have the right to buy and sell goods, minerals, lands, real estate and the like before a clerk or governmental, accept emptying, pay the price, accept gift, emptying, mortgage, release mortgage, have the right to merge instruments, retail, sorting, receive instruments, update instruments, enter them into the comprehensive system, waive the lack of area, convert agricultural land to residential, amend the name of the owner, the number of the civil registry, modify the borders, lengths,
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	<p>mortgage, have the right to merge instruments, retail, sorting, receive instruments, update instruments, enter them into the comprehensive system, waive the lack of area, convert agricultural land to residential, amend the name of the owner, the number of the civil registry, modify the borders, lengths, area, plot numbers, plans, instruments and their dates, names of neighborhoods, leasing, signing leases, renewing leases, receiving rent, building the land, leasing land, retailing, sorting, extracting a damaged replacement instrument, extracting a lost replacement instrument, annexing the excess area adjacent to the land, converting the lever to meters in the instrument, converting feet to meters in the instrument, converting agricultural land to residential or industrial, proving the building, receiving the instrument, entering into real estate contributions, buying real estate contributions, housing grants, selling shares, reviewing the Royal Court in connection therewith, applying for a housing grant, receiving forms, filling them, drawing lots, accepting compensation for the land granted, approving the transfer and approving the grant, or reviewing the court's acceptance, the granted plot of land, agricultural grants, review of the Ministry of Agriculture and the Directorate of Agriculture In respect of hand over of the resolution, review of the notary public or the court to accept its emptying, waiver of the agricultural resolution and</p>	<p>area, plot numbers, plans, instruments and their dates, names of neighborhoods, leasing, signing leases, renewing leases, receiving rent, building the land, leasing land, retailing, sorting, extracting a damaged replacement instrument, extracting a lost replacement instrument, annexing the excess area adjacent to the land, converting the lever to meters in the instrument, converting feet to meters in the instrument, converting agricultural land to residential or industrial, proving the building, receiving the instrument, entering into real estate contributions, buying real estate contributions, housing grants, selling shares, reviewing the Royal Court in connection therewith, applying for a housing grant, receiving forms, filling them, drawing lots, accepting compensation for the land granted, approving the transfer and approving the grant, or reviewing the court's acceptance, the granted plot of land, agricultural grants, review of the Ministry of Agriculture and the Directorate of Agriculture In respect of hand over of the resolution, review of the notary public or the court to accept its emptying, waiver of the agricultural resolution and transfer of the agricultural resolution.</p> <p>12. In respect of [Banks and Banking] They have the right to deal with all banks and public banks inside or outside the Kingdom, in relation to the company and its sister companies, in concluding all banking and financing agreements and deals, opening and managing accounts and transactions, withdrawing from accounts, depositing and transferring from accounts, opening and managing accounts and electronic transactions, extracting an account</p>
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	<p>transfer of the agricultural resolution.</p> <p>12. In respect of [Banks and Banking] They have the right to deal with all banks and public banks inside or outside the Kingdom, in relation to the company and its sister companies, in concluding all banking and financing agreements and deals, opening and managing accounts and transactions, withdrawing from accounts, depositing and transferring from accounts, opening and managing accounts and electronic transactions, extracting an account statement, extracting checkbooks, issuing certified checks, signing checks, issuing promissory notes, bills of exchange and any other commercial or financial papers approved by the regulations in force in the Kingdom, receiving and disbursing remittances, subscribing to safe deposit boxes, renewing subscription to safe deposit boxes, retrieving safe deposit boxes units, issuing facilities, guarantees and guarantees for the company or to guarantee facilities that may be granted to individuals, individual institutions, companies, banks or local or foreign banks inside and outside the Kingdom, resulting from these loans and facilities such as mortgages, bonds to order, certificates of shares and other in-kind or cash guarantees, signing Islamic Murabahaha and Islamic Tawarruq agreements and other Islamic products provided by banks to any party, requesting loans, banking facilities, credits, guarantees and bails without limits for duration or value, compliance</p>	<p>statement, extracting checkbooks, issuing certified checks, signing checks, issuing promissory notes, bills of exchange and any other commercial or financial papers approved by the regulations in force in the Kingdom, receiving and disbursing remittances, subscribing to safe deposit boxes, renewing subscription to safe deposit boxes, retrieving safe deposit boxes units, issuing facilities, guarantees and guarantees for the company or to guarantee facilities that may be granted to individuals, individual institutions, companies, banks or local or foreign banks inside and outside the Kingdom, resulting from these loans and facilities such as mortgages, bonds to order, certificates of shares and other in-kind or cash guarantees, signing Islamic Murabahaha and Islamic Tawarruq agreements and other Islamic products provided by banks to any party, requesting loans, banking facilities, credits, guarantees and bails without limits for duration or value, compliance with Shariah provisions and controls from loans and has the right to provide financial support to any of the companies in which the company participates, as well as subsidiaries or sister companies, and to ensure credit facilities collected by any of the companies in which the company participates. He has the right to employ and invest the company's funds in any way, activate accounts, close and settle accounts, disburse checks, object to checks, receive bounced checks, update data and subscriptions in joint stock companies, buy and sell Sharia shares, receive certificates of contributions, receive the value of shares, receive profits, receive surplus, open investment portfolios with Sharia controls, edit and cancel</p>
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	<p>with Shariah provisions and controls from loans and has the right to provide financial support to any of the companies in which the company participates, as well as subsidiaries or sister companies, and to ensure credit facilities collected by any of the companies in which the company participates. He has the right to employ and invest the company's funds in any way, activate accounts, close and settle accounts, disburse checks, object to checks, receive bounced checks, update data and subscriptions in joint stock companies, buy and sell Sharia shares, receive certificates of contributions, receive the value of shares, receive profits, receive surplus, open investment portfolios with Sharia controls, edit and cancel orders, recover investment fund units, divide shares between heirs, transfer them to their portfolios, subscribe to shares, buy shares, sell shares, transfer shares from the portfolio by employing the company's funds and investing them in any way, sell and buy shares, instruments, Saudi and non-Saudi securities, establish companies and investment funds inside and outside the Kingdom, and release the company's debtors from their obligations and debts.</p> <p>13. In respect of [companies] They have the right to establish companies, sign articles of incorporation and amendment annexes in companies, sign shareholders' resolutions, appoint and dismiss managers, enter and exit partners, enter into existing companies, increase capital, reduce capital,</p>	<p>orders, recover investment fund units, divide shares between heirs, transfer them to their portfolios, subscribe to shares, buy shares, sell shares, transfer shares from the portfolio by employing the company's funds and investing them in any way, sell and buy shares, instruments, Saudi and non-Saudi securities, establish companies and investment funds inside and outside the Kingdom, and release the company's debtors from their obligations and debts.</p> <p>13. In respect of [companies] They have the right to establish companies, sign articles of incorporation and amendment annexes in companies, sign shareholders' resolutions, appoint and dismiss managers, enter and exit partners, enter into existing companies, increase capital, reduce capital, determine capital, buy shares and stocks, pay the price, sell shares and stocks, receive value and profits, assign shares and stocks of capital, accept the assignment of shares and stocks of capital, transfer shares, stocks and bonds, amend the legal entity, sign agreements, amend the purposes of the company, close accounts with banks in the name of the company, amend articles of incorporation or amendment annexes, register the company, register agencies and trademarks, assign trademarks, sign contracts of commercial agencies and distribution agencies to represent Saudi and foreign companies and institutions in accordance with the regulations in force in the Kingdom, attend public councils, open files for the company, cancel branches, liquidate companies, convert companies from limited liability to contribution, cancel articles of incorporation and amendment annexes, sign contracts</p>
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	<p>determine capital, buy shares and stocks, pay the price, sell shares and stocks, receive value and profits, assign shares and stocks of capital, accept the assignment of shares and stocks of capital, transfer shares, stocks and bonds, amend the legal entity, sign agreements, amend the purposes of the company, close accounts with banks in the name of the company, amend articles of incorporation or amendment annexes, register the company, register agencies and trademarks, assign trademarks, sign contracts of commercial agencies and distribution agencies to represent Saudi and foreign companies and institutions in accordance with the regulations in force in the Kingdom, attend public councils, open files for the company, cancel branches, liquidate companies, convert companies from limited liability to contribution, cancel articles of incorporation and amendment annexes, sign contracts of incorporation, extract and renew commercial records of the company, participate in the chamber of commerce, renew them, sign all documents with the chamber of commerce, review Quality and Quality Department, the Standards and Metrology Authority, extracting licenses and renewing them for the company, converting the institution and its branches into a company, converting companies and their branches into an institution, converting the company's branch into a company, reviewing telecommunications companies, establishing fixed or mobile</p>		<p>of incorporation, extract and renew commercial records of the company, participate in the chamber of commerce, renew them, sign all documents with the chamber of commerce, review Quality and Quality Department, the Standards and Metrology Authority, extracting licenses and renewing them for the company, converting the institution and its branches into a company, converting companies and their branches into an institution, converting the company's branch into a company, reviewing telecommunications companies, establishing fixed or mobile phones in the name of the company, reviewing the General Authority for Investment, signing before it, reviewing the Capital Market Authority and the Saudi Capital Market Company (Tadawul), entering tenders, receiving forms, signing the company's contracts with others, publishing the memorandum of association, amendment annexes, summaries and statutes in the Official Gazette.</p> <p>14. In respect of [commercial records], they have the right to review the management of records, extract records, renew records, transfer commercial records, reserve trade name, open subscription with the Chamber of Commerce, renew subscription with the Chamber of Commerce, sign all documents with the Chamber of Commerce, manage my business, approve signature with the Chamber of Commerce, supervise records, amend records, add the activity of opening and deleting branches of the company, and extract a damaged or missing replacement record and Social insurance review.</p> <p>15. In respect of [companies and civil institutions], to represent the company and its branches and sign</p>
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	<p>phones in the name of the company, reviewing the General Authority for Investment, signing before it, reviewing the Capital Market Authority and the Saudi Capital Market Company (Tadawul), entering tenders, receiving forms, signing the company's contracts with others, publishing the memorandum of association, amendment annexes, summaries and statutes in the Official Gazette.</p> <p>14. In respect of [commercial records], they have the right to review the management of records, extract records, renew records, transfer commercial records, reserve trade name, open subscription with the Chamber of Commerce, renew subscription with the Chamber of Commerce, sign all documents with the Chamber of Commerce, manage my business, approve signature with the Chamber of Commerce, supervise records, amend records, add the activity of opening and deleting branches of the company, and extract a damaged or missing replacement record and Social insurance review.</p> <p>15. In respect of [companies and civil institutions], to represent the company and its branches and sign on its behalf in all that is necessary in the Board of Engineers, companies and civil institutions, and to review insurance companies that comply with the Sharia provisions, their branches and the affiliated departments and sections.</p> <p>16. In respect of [industrial licenses], renewing licenses, amending licenses, adding activity, reserving names,</p>		<p>on its behalf in all that is necessary in the Board of Engineers, companies and civil institutions, and to review insurance companies that comply with the Sharia provisions, their branches and the affiliated departments and sections.</p> <p>16. In respect of [industrial licenses], renewing licenses, amending licenses, adding activity, reserving names, canceling licenses, subscribing to the Chamber of Commerce, renewing subscription to the Chamber of Commerce, opening branches, transferring licenses, extracting a damaged or missing replacement record, reviewing all relevant authorities, completing all necessary procedures and signing what is required.</p> <p>17. In respect of [Passports and Recruitment] They have the right to issue residence permits, renew residence permits, issue residence permits instead of lost or damaged, make exit and return visas, final exit work, transfer of guarantees, transfer of workers' sponsorship for himself, transfer of information, updating data, modification of professions, settlement, assignment of workers, notification of escape, cancellation of exit and return visas, cancellation of final exit visas, issuance of visas, travel of damaged or missing visas, issuance of extension of visit visas, addition of dependents, termination of deceased workers' procedures, extraction of workers' data, dismissal of employment, review of deportation management and expatriates, management of outlets, extraction of return scenes, issuance of pilgrimage permits, review of maids' affairs, issuance of visas, hand over of visa compensation, termination of deceased worker's procedures,</p>
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	<p>canceling licenses, subscribing to the Chamber of Commerce, renewing subscription to the Chamber of Commerce, opening branches, transferring licenses, extracting a damaged or missing replacement record, reviewing all relevant authorities, completing all necessary procedures and signing what is required.</p> <p>17. In respect of [Passports and Recruitment] They have the right to issue residence permits, renew residence permits, issue residence permits instead of lost or damaged, make exit and return visas, final exit work, transfer of guarantees, transfer of workers' sponsorship for himself, transfer of information, updating data, modification of professions, settlement, assignment of workers, notification of escape, cancellation of exit and return visas, cancellation of final exit visas, issuance of visas, travel of damaged or missing visas, issuance of extension of visit visas, addition of dependents, termination of deceased workers' procedures, extraction of workers' data, dismissal of employment, review of deportation management and expatriates, management of outlets, extraction of return scenes, issuance of pilgrimage permits, review of maids' affairs, issuance of visas, hand over of visa compensation, termination of deceased worker's procedures, extraction of return and review of deportation management and expatriates, extraction of data, extraction of visit visa extension, transfer of sponsorship, modification of professions, updating workers'</p>	<p>extraction of return and review of deportation management and expatriates, extraction of data, extraction of visit visa extension, transfer of sponsorship, modification of professions, updating workers' data, liquidation and cancellation of employment, notification of labor escapes, extraction and renewal of work permits, termination of employment procedures, review of computer management in the labor force in the Saudi Labor and Human Resources Office, adding, deletion and Hand over of Saudization certificates, extraction of disclosure, opening and renewal of basic files, renewal and cancel, transfer of ownership of establishments, and cancellation thereof. Reviewing the Department of National Recruitment Offices, activating the Saudi Portal, upgrading to the next level, issuing visas, cancelling visas, recovering visa amounts, modifying nationalities, issuing family visit visas, issuing family recruitment visas, modifying professions in visas, reviewing the embassy, extending exit and return visas, extending visit visas, extracting a data sheet, modifying the profession in the visa, and recruiting workers from abroad.</p> <p>18. In respect of [the Agricultural, Industrial and Real Estate Development Fund], they have the right to receive special compensation, receive special valuation, apply for and receive a loan, sign the contract with the Fund, transfer the loan on the land, request exemption from the loan, request the absence of any material obligations, recover the amount, disburse checks, pay the loan, apply for a loan and conclude the contract with the Fund.</p>
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	<p>data, liquidation and cancellation of employment, notification of labor escapes, extraction and renewal of work permits, termination of employment procedures, review of computer management in the labor force in the Saudi Labor and Human Resources Office, adding, deletion and Hand over of Saudization certificates, extraction of disclosure, opening and renewal of basic files, renewal and cancel, transfer of ownership of establishments, and cancellation thereof.</p> <p>Reviewing the Department of National Recruitment Offices, activating the Saudi Portal, upgrading to the next level, issuing visas, cancelling visas, recovering visa amounts, modifying nationalities, issuing family visit visas, issuing family recruitment visas, modifying professions in visas, reviewing the embassy, extending exit and return visas, extending visit visas, extracting a data sheet, modifying the profession in the visa, and recruiting workers from abroad.</p> <p>18. In respect of [the Agricultural, Industrial and Real Estate Development Fund], they have the right to receive special compensation, receive special valuation, apply for and receive a loan, sign the contract with the Fund, transfer the loan on the land, request exemption from the loan, request the absence of any material obligations, recover the amount, disburse checks, pay the loan, apply for a loan and conclude the contract with the Fund.</p> <p>19. In respect of [the General Directorate of Traffic], they have the right to issue a traffic</p>	<p>19. In respect of [the General Directorate of Traffic], they have the right to issue a traffic license, issue a traffic license, a damaged or missing allowance, renew a traffic license, issue plates, renew plates, transfer car plates, drop car plates, obtain a repair permit for the car, buy a license plate from the traffic, export the car, change the color of the car, issue a driving authorization for the car, make a theft report, cancel a theft report, object, settle and adjudicate violations, extract a data statement, review the Emirate, the Division of Enforcement of Legal Provisions, police stations, review the Road Security Command, review the General Presidency of the National Guard and its sectors, the General Directorate of Mujahidin, review the General Investigations, review the Administrative Investigations, review the Criminal Investigations, review the General Directorate of Drug Control, review the General Directorate of Prisons, review the General Directorate of Civil Defense, review the General Directorate of Border Guard and its branches and its subordinate departments and sections.</p> <p>20. In respect of [cars], they have the right to sell and buy cars, import cars, review customs and car customs, issue traffic plates, review the Ministry of Transport to extract car operating cards, waive the contract concluded, sell cars returning to inheritance, rent a car with the promise of ownership, end the bail procedures, buy a motorcycle, receive the seized car, sell a car, sell a motorcycle, review the traffic related to the accident on the car, review the Ministry of Transport and Traffic Department to transfer the car, buy a car from outside the Kingdom of Saudi</p>
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	<p>license, issue a traffic license, a damaged or missing allowance, renew a traffic license, issue plates, renew plates, transfer car plates, drop car plates, obtain a repair permit for the car, buy a license plate from the traffic, export the car, change the color of the car, issue a driving authorization for the car, make a theft report, cancel a theft report, object, settle and adjudicate violations, extract a data statement, review the Emirate, the Division of Enforcement of Legal Provisions, police stations, review the Road Security Command, review the General Presidency of the National Guard and its sectors, the General Directorate of Mujahidin, review the General Investigations, review the Administrative Investigations, review the Criminal Investigations, review the General Directorate of Drug Control, review the General Directorate of Prisons, review the General Directorate of Civil Defense, review the General Directorate of Border Guard and its branches and its subordinate departments and sections.</p> <p>20. In respect of [cars], they have the right to sell and buy cars, import cras, review customs and car customs, issue traffic plates, review the Ministry of Transport to extract car operating cards, waive the contract concluded, sell cars returning to inheritance, rent a car with the promise of ownership, end the bail procedures, buy a motorcycle, receive the seized car, sell a car, sell a motorcycle, review the traffic related to the accident on the car, review the Ministry of</p>	<p>Arabia, finish the procedures for shipping the car from the Kingdom of Saudi Arabia, review customs and traffic to end customs procedures, issue car plates, sell the exported car, the Customs Authority, issue and renew customs licenses, transfer and cancel customs licenses, open branches, clear goods, inspect and detect, pay fees, receive clearances and customs cards, amend or issue a lost allowance for customs cards, and manage and supervise licenses.</p>
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	<p>Transport and Traffic Department to transfer the car, buy a car from outside the Kingdom of Saudi Arabia, finish the procedures for shipping the car from the Kingdom of Saudi Arabia, review customs and traffic to end customs procedures, issue car plates, sell the exported car, the Customs Authority, issue and renew customs licenses, transfer and cancel customs licenses, open branches, clear goods, inspect and detect, pay fees, receive clearances and customs cards, amend or issue a lost allowance for customs cards, and manage and supervise licenses.</p>		
	<p>21. In Respect of [Ministries and Power of Attorneys], they have the right to represent the company and its branches in its relations with others company and to sign before government power of attorneys and power of attorneys before the judiciary, the Royal Court, the Ministry of Justice, the Ministry of Interior, the Ministry of Foreign Affairs, the Ministry of Defense, the Ministry of Trade and Industry, the Ministry of Finance, the Ministry of Agriculture, the Ministry of Labor, the Ministry of Social Affairs and the Ministry of Municipal Affairs Ministry of Education, Ministry of Higher Education, Ministry of Health, Ministry of Culture and Affairs, Ministry of Islamic Affairs, Endowments, Da`wah and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service and</p>		<p>21. With Respect to [ministries and power of attorneys], they have the right to represent the company and its branches in its relations with others company and to sign before government power of attorneys and power of attorneys before the judiciary, the Royal Court, the Ministry of Justice, the Ministry of Interior, the Ministry of Foreign Affairs, the Ministry of Defense, the Ministry of Trade and Industry, the Ministry of Finance, the Ministry of Agriculture, the Ministry of Labor, the Ministry of Social Affairs and the Ministry of Municipal Affairs Ministry of Education, Ministry of Higher Education, Ministry of Education, Ministry of Health, Ministry of Culture and Affairs, Ministry of Islamic Affairs, Endowments, Da`wah and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service and Ministry of Communications Affairs' Technology, the Ministry of Economy and Planning, its</p>



	<p>Ministry of Communications Affairs' Technology, the Ministry of Economy and Planning, its branches and affiliated departments and departments, the Saudi Arabian Monetary Power of Attorney, the General Organization for Technical and Vocational Training, the General Corporation for Ports, the General Corporation for Railways, the General Corporation for King Fahd Bridge, King Abdul-Aziz City for Science and Technology, the General Organization for Grain Silos and Flour Mills, the General Pension Power of Attorney, and the General Organization for Arab Airlines Saudi Arabia, the Saline Water Conversion Corporation, the General Organization for Social Insurance, the Control and Investigation Authority, the Investigation and Prosecution Authority, the General Investment Authority, the Saudi Financial Market Authority (Tadawul), The Saudi Organization for Standardization, Metrology and Quality, the Saudi Commission for Health Specialties, the Food and Drugs Authority, the Saudi Commission for Tourism and Antiquities, the National Anti-Corruption Commission, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Commission for the Protection and Development of Wildlife, the General Authority of Civil Aviation, the General Authority for the Development of Riyadh, and the Development Authority Makkah Al-Mukarramah and the</p>	<p>branches and affiliated departments and departments, the Saudi Arabian Monetary Power of Attorney, the General Organization for Technical and Vocational Training, the General Corporation for Ports, the General Corporation for Railways, the General Corporation for King Fahd Bridge, King Abdul-Aziz City for Science and Technology, the General Organization for Grain Silos and Flour Mills, the General Pension Power of Attorney, and the General Organization for Arab Airlines Saudi Arabia, the Saline Water Conversion Corporation, the General Organization for Social Insurance, the Control and Investigation Authority, the Investigation and Prosecution Authority, the General Investment Authority, the Saudi Financial Market Authority (Tadawul), The Saudi Organization for Standardization, Metrology and Quality, the Saudi Commission for Health Specialties, the Food and Drugs Authority, the Saudi Commission for Tourism and Antiquities, the National Anti-Corruption Commission, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Commission for the Protection and Development of Wildlife, the General Authority of Civil Aviation, the General Authority for the Development of Riyadh, and the Development Authority Makkah Al-Mukarramah and the Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, reviewing the Saudi Embassy, reviewing the Education Department and its affiliated departments and departments, reviewing the Zakat and Income</p>
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	<p>Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, reviewing the Saudi Embassy, reviewing the Education Department and its affiliated departments and departments, reviewing the Zakat and Income Authority, reviewing Civil Defense, the Local Content Authority, and Government Procurement.</p> <p>22. In Respect of [Telecommunications Companies], they have the right to request all services provided by telecommunications companies, Internet service providers and networks, review companies, extract SIM cards, replace SIM Numbers, extract SIM Numbers for damaged or lost mobile phones, transfer SIM numbers, assign or cancel SIM Numbers, and request Establishment of a fixed line, transfer of a fixed line, and cancellation or assignment of a fixed line Number.</p> <p>23. In Respect of [Electricity Company] Request the introduction of the electricity meter and request the transmission of the electricity meter and request the strengthening of the electricity meter.</p> <p>24. In Respect of the [National Water Company] Request for sewage receipt, challenge fines, request water meter insertion and request for water meter detection, Hand over and Take over, review of relevant authorities and termination of all procedures Hand over and Take</p>	<p>Authority, reviewing Civil Defense, the Local Content Authority, and Government Procurement.</p> <p>22. With Respect to [telecommunications companies], they have the right to request all services provided by telecommunications companies, Internet service providers and networks, review companies, extract SIM cards, replace SIM Numbers, extract SIM Numbers for damaged or lost mobile phones, transfer SIM numbers, assign or cancel SIM Numbers, and request Establishment of a fixed line, transfer of a fixed line, and cancellation or assignment of a fixed line number.</p> <p>23. In Respect of [Electricity Company] Request the introduction of the electricity meter and request the transmission of the electricity meter and request the strengthening of the electricity meter.</p> <p>24. In Respect of the [National Water Company] Request for sewage receipt, challenge fines, request water meter insertion and request for water meter detection, Hand over and Take over, review of relevant authorities and termination of all procedures Hand over and Take over, review of the relevant authorities, finalization of all necessary procedures and signature as required.</p> <p>25. In respect of [Mail] they have the right to request a mailbox, handover of registered mail and extraction of the Fund's credentials and renewal or cancellation of the Fund review all relevant authorities, finalize all</p>
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	<p>over, review of the relevant authorities, finalization of all necessary procedures and signature as required.</p> <p>25. In respect of [Mail] they have the right to request a mailbox, handover of registered mail and extraction of the Fund's credentials and renewal or cancellation of the Fund review all relevant authorities, finalize all necessary procedures and sign as required.</p> <p>26. In respect of [Municipalities] Opening shops, extracting licenses, renewing licenses, revoking licenses, transferring licenses and extracting permits restoration and extraction of building completion certificates, land planning, health card extraction Conversion of agricultural land into residential land, waiver of contract, operation of a scheme of land owned by the instrument and a review of the Secretariat and the conversion of agricultural land into housing were in place.</p> <p>27. They have the right to contract with companies, institutions, accounting, engineering, technical and professional offices and contractors; Neither has the right to appoint experts, arbitrators and lawyers, to pay and dismiss them, and to conclude, sign and execute pay and isolate them, conclude, sign and implement conventions and contracts, including but not limited to Purchase, sale, rent, lease, power of attorney, concession, other documents and contracts to carry out</p>	<p>necessary procedures and sign as required.</p> <p>26. In respect of [Municipalities] Opening shops, extracting licenses, renewing licenses, revoking licenses, transferring licenses and extracting permits restoration and extraction of building completion certificates, land planning, health card extraction Conversion of agricultural land into residential land, waiver of contract, operation of a scheme of land owned by the instrument and a review of the Secretariat and the conversion of agricultural land into housing were in place.</p> <p>27. They have the right to contract with companies, institutions, accounting, engineering, technical and professional offices and contractors; Neither has the right to appoint experts, arbitrators and lawyers, to pay and dismiss them, and to conclude, sign and execute pay and isolate them, conclude, sign and implement conventions and contracts, including but not limited to Purchase, sale, rent, lease, power of attorney, concession, other documents and contracts to carry out transactions, disposals, services and works within the scope of the company's purposes; transactions, disposals, services and works within the scope of the company's purposes; entering into tenders and bidding, tender and acceptance and contract award, Issuing all the company's licenses, and has the right to mortgage, and release mortgage and drug dependence, persuasion, review, speculation, participation, investment and contracting.</p>
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	<p>transactions, disposals, services and works within the scope of the company's purposes; transactions, disposals, services and works within the scope of the company's purposes; entering into tenders and bidding, tender and acceptance and contract award, Issuing all the company's licenses, and has the right to mortgage, and release mortgage and drug dependence, persuasion, review, speculation, participation, investment and contracting.</p> <p>28. They have the right to form and authorize the Council's specialized committees as deemed appropriate from prerogative to determine their remuneration and coordination among these committees in order to expedite the decision of the matters submitted to them.</p> <p>Except within the limits of its competence, the Council may delegate or entrust one or more of its board another person has the right to engage others in all or some of his or her business and also has the right to termination and abolish power of attorney and alienate the attorneys.</p>		<p>28. They have the right to form and authorize the Council's specialized committees as deemed appropriate from prerogative to determine their remuneration and coordination among these committees in order to expedite the decision of the matters submitted to them.</p> <p>29. The Board of Director shall require to obtain General Assembly approval when selling assets exceeding their value (Fifty per cent) of the value of its total assets, whether sold through one or several bargain, in this case, a bargain that exceeds (fifty per cent) of the value of the assets is the transaction to be approved by the General Assembly; This ratio is calculated from the date of the first bargain in the previous 12 months.</p> <p>The Council may, within the limits of its competence, authorize or assign one or more of its boards or third parties to perform certain task, he also has the right to power of attorney and to grant the right to authority of power of attorney to others in all or some of his business, also has the right to termination and abolish power of attorney and alienate the attorneys.</p>
Article (21)	<p><u>Article (21): Board Directors Remuneration</u> The remuneration of the Board of Directors shall be within the limits of what is stipulated in the Companies Law and its regulations, and the report of the Board of Directors to the Ordinary General Assembly shall include a comprehensive statement of all that the members of the Board of Directors handover during the fiscal year in terms of remunerations, expenses</p>	<u>Article (20)</u>	<p><u>Article (20): Board Directors Remuneration</u> The remuneration of the Board of Directors shall be within the limits of what is stipulated in the Companies Law and its regulations, and the report of the Board of Directors to the Ordinary General Assembly shall include a comprehensive statement of all that the members of the Board of Directors handover during the fiscal year in terms of remunerations, expenses allowances, and other benefits, and it shall also</p>



	<p>allowances, and other benefits, and it shall also include a statement that the board of director have handover in their capacity as workers or administrators, or what they have handover in exchange for technical, administrative or consulting work, and that it also includes a statement of board of director meetings and the number of meetings attended by each member from the date of the last meeting of the General Assembly.</p>		<p>include a statement that the board of director have handover in their capacity as workers or administrators, or what they have handover in exchange for technical, administrative or consulting work, and that it also includes a statement of board of director meetings and the number of meetings attended by each member from the date of the last meeting of the General Assembly.</p>
<p>Article (22):</p>	<p><u>Article (22): Powers of the Director, the Vice- Director, the Managing Director and the Secretary</u> The Board of Directors shall appoint from among its boards a Director and Vice - Director, and may appoint a Managing Director. The position of Director of the Board of Directors shall not be combined with any executive position of the Company; The Vice - Director of the Board of Directors replaces the Director of the Board in his absence, and he has all the powers granted to the Director. The Director of the Board of Directors or the Vice - Director also has the powers to invite the Board to a meeting and preside over the Board meeting and the meetings of the General Assembly of shareholders.</p> <p>1- Powers of the Director of the Board.</p> <p>1. In Respect of [Ministries and Power of Attorneys], they have the right to represent the company and its branches in its relations with others company and to sign before government power of attorneys and power of attorneys before the judiciary, the Royal Court, the Ministry of Justice, the Ministry of Interior, the Ministry of Foreign Affairs, the Ministry of Defense, the Ministry of Trade and Industry, the Ministry of</p>	<p>Article (21)</p>	<p><u>Article (21): Powers of the Director, the Vice- Director, the Managing Director and the Secretary</u> The Board of Directors shall appoint, in its first meeting for the director, a Director and Vice - Director from among its boards, and it may appoint a managing director or CEO of the company or both, The Vice - Director of the Board of Directors replaces the Director of the Board in his absence, and he has all the powers granted to the Director. The Director of the Board of Directors or the Vice - Director also has the powers to invite the Board to a meeting and preside over the Board meeting and the meetings of the General Assembly of shareholders.</p> <p>1- Powers of the Director of the Board.</p> <p>1. In Respect of [Ministries and Power of Attorneys], they have the right to represent the company and its branches in its relations with others company and to sign before government power of attorneys and power of attorneys before the judiciary, the Royal Court, the Ministry of Justice, the Ministry of Interior, the Ministry of Foreign Affairs, the Ministry of Defense, the Ministry of Trade and Industry, the Ministry of Finance, the Ministry of Agriculture, the Ministry of Labor, the</p>



	<p>Finance, the Ministry of Agriculture, the Ministry of Labor, the Ministry of Social Affairs and the Ministry of Municipal Affairs Ministry of Education, Ministry of Higher Education, Ministry of Education, Ministry of Health, Ministry of Culture and Affairs, Ministry of Islamic Affairs, Endowments, Da`wah and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service and Ministry of Communications Affairs' Technology, the Ministry of Economy and Planning, its branches and affiliated departments and departments, the Saudi Arabian Monetary Power of Attorney, the General Organization for Technical and Vocational Training, the General Corporation for Ports, the General Corporation for Railways, the General Corporation for King Fahd Bridge, King Abdul-Aziz City for Science and Technology, the General Organization for Grain Silos and Flour Mills, the General Pension Power of Attorney, and the General Organization for Arab Airlines Saudi Arabia, the Saline Water Conversion Corporation, the General Organization for Social Insurance, the Control and Investigation Authority, the Investigation and Prosecution Authority, the General Investment Authority, the Saudi Financial Market Authority (Tadawul), The Saudi Organization for Standardization, Metrology and Quality, the Saudi Commission for Health Specialties, the Food and Drugs Authority, the Saudi Commission for Tourism and Antiquities, the National Anti-</p>	<p>Ministry of Social Affairs and the Ministry of Municipal Affairs Ministry of Education, Ministry of Higher Education, Ministry of Education, Ministry of Health, Ministry of Culture and Affairs, Ministry of Islamic Affairs, Endowments, Da`wah and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service and Ministry of Communications Affairs' Technology, the Ministry of Economy and Planning, its branches and affiliated departments and departments, the Saudi Arabian Monetary Power of Attorney, the General Organization for Technical and Vocational Training, the General Corporation for Ports, the General Corporation for Railways, the General Corporation for King Fahd Bridge, King Abdul-Aziz City for Science and Technology, the General Organization for Grain Silos and Flour Mills, the General Pension Power of Attorney, and the General Organization for Arab Airlines Saudi Arabia, the Saline Water Conversion Corporation, the General Organization for Social Insurance, the Control and Investigation Authority, the Investigation and Prosecution Authority, the General Investment Authority, the Saudi Financial Market Authority (Tadawul), The Saudi Organization for Standardization, Metrology and Quality, the Saudi Commission for Health Specialties, the Food and Drugs Authority, the Saudi Commission for Tourism and Antiquities, the National Anti-Corruption Commission, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Commission for the Protection and Development of Wildlife, the General</p>
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	<p>Corruption Commission, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Commission for the Protection and Development of Wildlife, the General Authority of Civil Aviation, the General Authority for the Development of Riyadh, and the Development Authority Makkah Al-Mukarramah and the Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, reviewing the Saudi Embassy, reviewing the Education Department and its affiliated departments and departments, reviewing the Zakat and Income Authority, reviewing Civil Defense, the Local Content Authority, and Government Procurement.</p> <p>2. Within its aforementioned Articles of reference, the Director of the Board may delegate or entrust one or more of its boards director. any other person has the right to retain any or any other person on behalf of the company, also has the right to termination and abolish power of attorney and alienate the attorneys.</p> <p>2- Powers of the Director of the Board. The Vice-director of the Board of Directors shall replace the director of the Board of Directors in his absence and shall have all the powers granted to the Director.</p> <p>3- Powers of the Managing Director:</p> <p>1. In respect of [Real Estate, Lands, Commodities, and Assets], he has the right to merge deeds, retail, sort, handover deeds, update deeds, enter them into</p>	<p>Authority of Civil Aviation, the General Authority for the Development of Riyadh, and the Development Authority Makkah Al-Mukarramah and the Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, reviewing the Saudi Embassy, reviewing the Education Department and its affiliated departments and departments, reviewing the Zakat and Income Authority, reviewing Civil Defense, the Local Content Authority, and Government Procurement.</p> <p>2. Within its aforementioned Articles of reference, the Director of the Board may delegate or entrust one or more of its boards director. any other person has the right to retain any or any other person on behalf of the company, also has the right to termination and abolish power of attorney and alienate the attorneys.</p> <p>2- Powers of the Director of the Board. The Vice-director of the Board of Directors shall replace the director of the Board of Directors in his absence and shall have all the powers granted to the Director.</p> <p>3- Powers of the Managing Director:</p> <p>1. In respect of [Real Estate, Lands, Commodities, and Assets], he has the right to merge deeds, retail, sort, handover deeds, update deeds, enter them into the comprehensive system, waive the shortage in space, convert agricultural lands into residential ones, amend borders, lengths, area, plot numbers, plans, deeds, their dates, names of neighborhoods, lease, sign lease contracts, and renew lease contracts, rent handover,</p>
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	<p>the comprehensive system, waive the shortage in space, convert agricultural lands into residential ones, amend borders, lengths, area, plot numbers, plans, deeds, their dates, names of neighborhoods, lease, sign lease contracts, and renew lease contracts, rent handover, land construction, land rental, division, sorting, issuance of a damaged replacement deed, issuance of a lost replacement deed, annexation of the excess area adjacent to the land, conversion of cubits into meters in the deed, conversion of feet into meters in the deed, conversion of agricultural land into residential or industrial, proof of building, handover the deed and entry into real estate contributions and housing grants and the review of the Royal Court in this regard and the review of the Applying municipality for a residential land grant, handover and filling out the forms, drawing lots, accepting contract award (tender) for the granted land, approving the transfer of the grant, reviewing the notary office or the court to accept the emptying of the granted plot of land and agricultural grants, reviewing the Ministry of Agriculture and the Directorate of Agriculture regarding handover the decision, reviewing the notary office or the court to approve its emptying and waiver of the agricultural decision transfer of agricultural decision.</p> <p>2. In respect of [Companies], he has the right to establish companies, sign articles of incorporation and amendment appendices in companies, sign decisions of partners, appoint and dismiss managers, enter and</p>	<p>land construction, land rental, division, sorting, issuance of a damaged replacement deed, issuance of a lost replacement deed, annexation of the excess area adjacent to the land, conversion of cubits into meters in the deed, conversion of feet into meters in the deed, conversion of agricultural land into residential or industrial, proof of building, handover the deed and entry into real estate contributions and housing grants and the review of the Royal Court in this regard and the review of the Applying municipality for a residential land grant, handover and filling out the forms, drawing lots, accepting contract award (tender) for the granted land, approving the transfer of the grant, reviewing the notary office or the court to accept the emptying of the granted plot of land and agricultural grants, reviewing the Ministry of Agriculture and the Directorate of Agriculture regarding handover the decision, reviewing the notary office or the court to approve its emptying and waiver of the agricultural decision transfer of agricultural decision.</p> <p>2. In respect of [Companies], he has the right to establish companies, sign articles of incorporation and amendment appendices in companies, sign decisions of partners, appoint and dismiss managers, enter and exit partners, enter existing companies, increase capital, reduce capital, determine capital, purchase shares and shares, pay the price, and sell shares and shares amending the legal entity, amending the objectives of the company, amending articles of incorporation contracts or appendices to amending, registering the company, registering power of attorney and trademarks, assigning trademarks, signing contracts for</p>
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	<p>exit partners, enter existing companies, increase capital, reduce capital, determine capital, purchase shares and shares, pay the price, and sell shares and shares amending the legal entity, amending the objectives of the company, amending articles of incorporation contracts or appendices to amending, registering the company, registering power of attorney and trademarks, assigning trademarks, signing contracts for commercial power of attorney and distribution agencies to represent Saudi and power of attorney companies and institutions in accordance with the regulations in force in the Kingdom, attending public assemblies, opening files for the company, and opening branches for the company and write it off and liquidate the companies canceling articles of incorporation and amendment appendices, signing articles of incorporation, issuing commercial records and renewing them for the company, participating in the Chamber of Commerce and renewing them, signing all documents at the Chamber of Commerce, reviewing the Quality and Quality Department and the Standards and Metrology Authority, issuing licenses and renewing them for the company, converting the establishment and its branches into a company, converting companies and their branches into an establishment, and converting the company branch into a company, reviewing telecommunications companies, establishing fixed or mobile phones in the name of the company, reviewing the General Authority for Investment and</p>	<p>commercial power of attorney and distribution agencies to represent Saudi and power of attorney companies and institutions in accordance with the regulations in force in the Kingdom, attending public assemblies, opening files for the company, and opening branches for the company and write it off and liquidate the companies canceling articles of incorporation and amendment appendices, signing articles of incorporation, issuing commercial records and renewing them for the company, participating in the Chamber of Commerce and renewing them, signing all documents at the Chamber of Commerce, reviewing the Quality and Quality Department and the Standards and Metrology Authority, issuing licenses and renewing them for the company, converting the establishment and its branches into a company, converting companies and their branches into an establishment, and converting the company branch into a company, reviewing telecommunications companies, establishing fixed or mobile phones in the name of the company, reviewing the General Authority for Investment and signing before it, reviewing the Capital Market Authority and the Saudi Stock Exchange Company (Tadawul), entering tenders, handover forms, signing contracts for the company with others, publishing the articles of incorporation, amendment attachment and their summaries the basic regulations are in the Official Gazette, and he has the right to sign contracts with third parties (governmental, semi-governmental, and private power of attorney's).</p> <p>3. In Respect of [Commercial Records] he has the right to review records management, extract records, renew records, transfer commercial records,</p>
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	<p>signing before it, reviewing the Capital Market Authority and the Saudi Stock Exchange Company (Tadawul), entering tenders, handover forms, signing contracts for the company with others, publishing the articles of incorporation, amendment attachment and their summaries the basic regulations are in the Official Gazette, and he has the right to sign contracts with third parties (governmental, semi-governmental, and private power of attorney's).</p> <p>3. In Respect of [Commercial Records] he has the right to review records management, extract records, renew records, transfer commercial records, reserve a trade name, open a subscription with the Chamber of Commerce, renew subscription with the Chamber of Commerce, sign all documents with the Chamber of Commerce, manage my business, approve signature with the Chamber of Commerce, and supervise The records shall amend the records, add the activity of opening and deleting branches of the company, extract a replacement record for a damaged or missing social insurance review.</p> <p>4. In Respect of [Private Companies and Institutions], he has the right to represent the company and its branches and sign on their behalf in all that is necessary in the Council of Engineers, private companies and institutions, and to review the insurance companies that comply with Sharia rulings and their branches and related departments and sections.</p>	<p>reserve a trade name, open a subscription with the Chamber of Commerce, renew subscription with the Chamber of Commerce, sign all documents with the Chamber of Commerce, manage my business, approve signature with the Chamber of Commerce, and supervise The records shall amend the records, add the activity of opening and deleting branches of the company, extract a replacement record for a damaged or missing social insurance review.</p> <p>4. In Respect of [Private Companies and Institutions], he has the right to represent the company and its branches and sign on their behalf in all that is necessary in the Council of Engineers, private companies and institutions, and to review the insurance companies that comply with Sharia rulings and their branches and related departments and sections</p> <p>5. In respect of [Industrial Licenses] he has the right to renew licenses, amend licenses, add activity, reserve names, cancel licenses, subscribe to the Chamber of Commerce, renew subscription to the Chamber of Commerce, open branches, transfer licenses, extract a replacement record for damaged or lost, review all relevant authorities, complete all necessary procedures and sign what is required that.</p> <p>6. In Respect of [Passports and Recruitment], he has the right to obtain residence permits, renew residence permits, issue residence permits in exchange for lost or damaged ones, make exit and return, make final exit, transfer sponsorships, transfer sponsorship of employment for himself, transfer affairs, update data, modify professions, settle, assign workers, report absconding, cancel reports of absconding, and</p>
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	<p>5. In respect of [Industrial Licenses] he has the right to renew licenses, amend licenses, add activity, reserve names, cancel licenses, subscribe to the Chamber of Commerce, renew subscription to the Chamber of Commerce, open branches, transfer licenses, extract a replacement record for damaged or lost, review all relevant authorities, complete all necessary procedures and sign what is required that.</p> <p>6. In Respect of [Passports and Recruitment], he has the right to obtain residence permits, renew residence permits, issue residence permits in exchange for lost or damaged ones, make exit and return, make final exit, transfer sponsorships, transfer sponsorship of employment for himself, transfer affairs, update data, modify professions, settle, assign workers, report absconding, cancel reports of absconding, and cancel exit and return visas, cancellation of final exit visas, issuance of visas and replacement travel for damaged or lost, issuance of extension of visit visas, addition of dependents, termination of procedures for deceased workers, issuance of workers data, drop of workers, review of deportation and expatriate management, administration of ports affairs, issuance of return scenes, issuance of Hajj permits, review of maids' affairs, issuance of visas and receipt of compensation visas ending the procedures of the deceased worker, issuing a return scene, reviewing the Department of Deportation and Expatriates, extracting a data statement,</p>	<p>cancel exit and return visas, cancellation of final exit visas, issuance of visas and replacement travel for damaged or lost, issuance of extension of visit visas, addition of dependents, termination of procedures for deceased workers, issuance of workers data, drop of workers, review of deportation and expatriate management, administration of ports affairs, issuance of return scenes, issuance of Hajj permits, review of maids' affairs, issuance of visas and receipt of compensation visas ending the procedures of the deceased worker, issuing a return scene, reviewing the Department of Deportation and Expatriates, extracting a data statement, issuing a visit visa extension, transferring sponsorships, modifying professions, updating workers' data, liquidating and canceling employment, reporting the escape of workers, issuing and renewing work permits, completing employment procedures with social insurance, and reviewing the computer management in the labor force in the office of Labor and Hman Resources, adding and deleting Saudis, handover Saudization certificates, extracting data statements, opening basic and sub-files, renewing and canceling them, transferring ownership and liquidating establishments and canceling it, reviewing the civil offices section for recruitment, activating the Saudi portal, upgrading to the next level, issuing visas, canceling visas, refunding visa amounts, modifying nationalities, issuing family visit visas, issuing family recruitment visas, modifying professions in visas, reviewing the embassy, extending exit and return visas, extending visit visas, extracting data statements, modifying the profession in the visa,</p>
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	<p>issuing a visit visa extension, transferring sponsorships, modifying professions, updating workers' data, liquidating and canceling employment, reporting the escape of workers, issuing and renewing work permits, completing employment procedures with social insurance, and reviewing the computer management in the labor force in the office of Labor and Hman Resources, adding and deleting Saudis, handover Saudization certificates, extracting data statements, opening basic and sub-files, renewing and canceling them, transferring ownership and liquidating establishments and canceling it, reviewing the civil offices section for recruitment, activating the Saudi portal, upgrading to the next level, issuing visas, canceling visas, refunding visa amounts, modifying nationalities, issuing family visit visas, issuing family recruitment visas, modifying professions in visas, reviewing the embassy, extending exit and return visas, extending visit visas, extracting data statements, modifying the profession in the visa, and recruiting employment from abroad.</p> <p>7. In Respect of the [General Directorate of Traffic], he has the right to issue a driving license, issue a driving license, replace a damaged or lost one, renew a driving license, issue license plates, renew plates, transfer license plates, drop license plates, obtain a repair permit for the car, purchase a license plate from the Traffic Department, export the car, change the color of the car, and issue an authorization Driving a car,</p>	<p>and recruiting employment from abroad.</p> <p>7. In Respect of the [General Directorate of Traffic], he has the right to issue a driving license, issue a driving license, replace a damaged or lost one, renew a driving license, issue license plates, renew plates, transfer license plates, drop license plates, obtain a repair permit for the car, purchase a license plate from the Traffic Department, export the car, change the color of the car, and issue an authorization Driving a car, making a report of theft, canceling a report of theft, objection, settlement, adjudication of violations, extracting a data statement, reviewing the Emirate, the Division of Enforcement of Human Rights Rulings, police stations, reviewing the Road Security Command, reviewing the General Presidency of the National Guard and its sectors, the General Administration of Mujahedeen, reviewing the General Investigation, reviewing the Administrative Investigation, reviewing the Criminal Investigation, and reviewing the General Directorate of Combat Drugs and review of the General Directorate of Prisons And review the General Directorate of Civil Defense and the General Directorate of Border Protection and its branches and affiliated departments and sections.</p> <p>8. In respect of [Cars], he has the right to purchase and sell cars, import cars, review customs and customs of cars, issue traffic plates, review the Ministry of Transport to obtain car operation cards, waive the concluded contract, sell cars belonging to inheritance, rent a car with a promise to own, end sponsorship procedures, purchase a motorcycle and receive the reserved car Selling a car, selling a motorcycle, reviewing the traffic</p>
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	<p>making a report of theft, canceling a report of theft, objection, settlement, adjudication of violations, extracting a data statement, reviewing the Emirate, the Division of Enforcement of Human Rights Rulings, police stations, reviewing the Road Security Command, reviewing the General Presidency of the National Guard and its sectors, the General Administration of Mujahedeen, reviewing the General Investigation, reviewing the Administrative Investigation, reviewing the Criminal Investigation, and reviewing the General Directorate of Combat Drugs and review of the General Directorate of Prisons And review the General Directorate of Civil Defense and the General Directorate of Border Protection and its branches and affiliated departments and sections.</p> <p>8. In respect of [Cars], he has the right to purchase and sell cars, import cars, review customs and customs of cars, issue traffic plates, review the Ministry of Transport to obtain car operation cards, waive the concluded contract, sell cars belonging to inheritance, rent a car with a promise to own, end sponsorship procedures, purchase a motorcycle and receive the reserved car Selling a car, selling a motorcycle, reviewing the traffic regarding the accident on the car, reviewing the Ministry of Transport and the Traffic Department to transfer the car, purchasing a car from outside the Kingdom of Saudi Arabia, completing the procedures for shipping the car to the Kingdom of Saudi Arabia, completing the</p>	<p>regarding the accident on the car, reviewing the Ministry of Transport and the Traffic Department to transfer the car, purchasing a car from outside the Kingdom of Saudi Arabia, completing the procedures for shipping the car to the Kingdom of Saudi Arabia, completing the procedures for shipping the car from the Kingdom of Saudi Arabia, reviewing customs and traffic to finalizing customs procedures and issuing Issuance of car traffic plates selling the exported car and the customs authority, issuing and renewing customs licenses, transferring and canceling customs licenses, opening branches thereof, clearing goods, inspecting, inspecting, paying fees, receiving clearances and customs cards, amending or issuing a replacement for lost customs cards, managing and supervising licenses.</p>
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	<p>procedures for shipping the car from the Kingdom of Saudi Arabia, reviewing customs and traffic to finalizing customs procedures and issuing Issuance of car traffic plates selling the exported car and the customs authority, issuing and renewing customs licenses, transferring and canceling customs licenses, opening branches thereof, clearing goods, inspecting, inspecting, paying fees, receiving clearances and customs cards, amending or issuing a replacement for lost customs cards, managing and supervising licenses.</p>		
	<p>9. In respect of [ministries and authorities], he has the right to represent the company and its branches in its relations with third parties and signatures before government agencies and Private entities, Royal Court, Ministry of Justice, Ministry of Interior, Ministry of Foreign Affairs, Ministry of Defense, Ministry of Commerce and Industry, Ministry of Finance, Ministry of Agriculture, Ministry of Labor, Ministry of Social Affairs, Ministry of Municipal and Rural Affairs, Ministry of Higher Education, Ministry of Education, Ministry of Health, Ministry of Culture and Information, Ministry of Islamic Affairs, Endowments, Advocacy and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service, Ministry of Communications and Information Technology, Ministry of Economy and Planning and its subsidiaries, departments and sections, Saudi Arabian Monetary Authority, General Organization</p>		<p>9. In respect of [ministries and authorities], he has the right to represent the company and its branches in its relations with third parties and signatures before government agencies and Private entities, Royal Court, Ministry of Justice, Ministry of Interior, Ministry of Foreign Affairs, Ministry of Defense, Ministry of Commerce and Industry, Ministry of Finance, Ministry of Agriculture, Ministry of Labor, Ministry of Social Affairs, Ministry of Municipal and Rural Affairs, Ministry of Higher Education, Ministry of Education, Ministry of Health, Ministry of Culture and Information, Ministry of Islamic Affairs, Endowments, Advocacy and Guidance, Ministry of Housing, Ministry of Electricity and Water, Ministry of Petroleum and Mineral Resources, Ministry of Transport, Ministry of Hajj, Ministry of Civil Service, Ministry of Communications and Information Technology, Ministry of Economy and Planning and its subsidiaries, departments and sections, Saudi Arabian Monetary</p>



	<p>for Technical and Vocational Training, Public Authority for Ports, General Organization for Railways, General Organization for King Fahd Bridge, King Abdulaziz City for Science and Technology, General Organization for Grain Silos and Flour Mills, General Organization for Retirement, General Organization for Saudi Arabian Airlines, General Organization for Desalination of Saline Water, General Organization for Tourism and Antiquities, General Authority for Investigation, Public Authority for Investigation and Prosecution, General Authority for Investment, Saudi Capital Market Authority (Tadawl), Saudi Standards, Metrology and Quality Authority, The National Anti-Corruption Authority, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Authority for the Protection and Development of Wildlife, the General Authority for Civil Aviation, the General Authority for the Development of Riyadh, the Makkah Development Authority, the Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, the Saudi Embassy, the Education Department and its departments and sections, the Zakat and Income Authority, the Civil Defense Authority, and the Local Content and Government Procurement Authority.</p> <p>10. In respect of [telecommunications companies], he has the right to request all services provided by telecommunications companies, Internet service providers and networks, review companies, extract mobile SIM cards, replace</p>	<p>Authority, General Organization for Technical and Vocational Training, Public Authority for Ports, General Organization for Railways, General Organization for King Fahd Bridge, King Abdulaziz City for Science and Technology, General Organization for Grain Silos and Flour Mills, General Organization for Retirement, General Organization for Saudi Arabian Airlines, General Organization for Desalination of Saline Water, General Organization for Tourism and Antiquities, General Authority for Investigation, Public Authority for Investigation and Prosecution, General Authority for Investment, Saudi Capital Market Authority (Tadawl), Saudi Standards, Metrology and Quality Authority, The National Anti-Corruption Authority, the Industrial Cities and Technology Zones Authority, the Royal Commission for Jubail and Yanbu, the Human Rights Commission, the National Authority for the Protection and Development of Wildlife, the General Authority for Civil Aviation, the General Authority for the Development of Riyadh, the Makkah Development Authority, the Holy Sites, the Madinah Development Authority, the Communications Authority and its branches, the Saudi Embassy, the Education Department and its departments and sections, the Zakat and Income Authority, the Civil Defense Authority, and the Local Content and Government Procurement Authority.</p> <p>10. In respect of [telecommunications companies], he has the right to request all services provided by</p>
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	<p>mobile SIM numbers, extract replacement SIM numbers that are damaged or missing for mobile, transfer mobile SIM numbers, waive or cancel mobile SIM numbers, request the establishment of a fixed phone, transfer the fixed phone, and cancel or waive the fixed phone number.</p> <p>11. In respect of [the electricity company], he has the right to request the entry of the electricity meter, request the transfer of the electricity meter, and request the strengthening of the electricity meter.</p> <p>12. In respect of [National Water Company], he has the right to request a sewage receipt, object to fines, request the introduction of a water meter, request inspection of the water meter, receive and deliver, review all relevant authorities, complete all necessary procedures and sign what is required.</p> <p>13. In respect of [mail], he has the right to request a mailbox, receive the mailbox key, receive the registered mail, issue an authorization card for the box, renew or cancel the subscription to the box, review all relevant authorities, complete all necessary procedures and sign as required.</p> <p>14. In respect of [municipalities], he has the right to open shops, issue licenses, renew licenses, cancel licenses, transfer licenses, issue building and restoration permits, issue building completion certificates, land planning, extract health cards, convert agricultural land to residential, waive the contract, make a plan for the land owned by the deed, review the trust, and convert agricultural land to residential.</p>	<p>telecommunications companies, Internet service providers and networks, review companies, extract mobile SIM cards, replace mobile SIM numbers, extract replacement SIM numbers that are damaged or missing for mobile, transfer mobile SIM numbers, waive or cancel mobile SIM numbers, request the establishment of a fixed phone, transfer the fixed phone, and cancel or waive the fixed phone number.</p> <p>11. In respect of [the electricity company], he has the right to request the entry of the electricity meter, request the transfer of the electricity meter, and request the strengthening of the electricity meter.</p> <p>12. In respect of [National Water Company], he has the right to request a sewage receipt, object to fines, request the introduction of a water meter, request inspection of the water meter, receive and deliver, review all relevant authorities, complete all necessary procedures and sign what is required.</p> <p>13. In respect of [mail], he has the right to request a mailbox, receive the mailbox key, receive the registered mail, issue an authorization card for the box, renew or cancel the subscription to the box, review all relevant authorities, complete all necessary procedures and sign as required.</p> <p>14. In respect of [municipalities], he has the right to open shops, issue licenses, renew licenses, cancel licenses, transfer licenses, issue building and restoration permits, issue building completion certificates, land planning, extract health cards, convert agricultural land to residential, waive the contract, make a plan for the land owned by the deed, review the trust, and convert agricultural land to residential.</p>
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	<p>15. The Managing Director may, within the limits of his aforementioned competences, delegate or delegate and give to the agent the right of one or more of its members or third parties to perform certain work or acts. He also has the right to delegate others in all or some of the aforementioned on behalf of the company and has the right to revoke and cancel the powers of attorney and dismiss the agents.</p> <p>The Board of Directors shall appoint a secretary chosen by it from among its members or others. The term of the chairman of the Board, his deputy, the managing director, and the secretary if he is a member of the Board of Directors shall not exceed the term of membership of each of them in the Board. They may be re-elected and the Board may at any time dismiss them or any of them without prejudice to the right of the person dismissed to compensation if the dismissal occurs for an illegal reason or at an inappropriate time.</p>	<p>15. The Managing Director may, within the limits of his aforementioned competences, delegate or delegate one or more of his members or third parties to certain work or works, and he has the right to delegate others and give the agent the right to delegate others in all or some of the aforementioned on behalf of the company, and he has the right to revoke and cancel the powers of attorney and dismiss the agents.</p> <p>The Board of Directors shall appoint a secretary chosen by it from among its members or others. The term of the chairman of the Board, his deputy, the managing director, and the secretary if he is a member of the Board of Directors shall not exceed the term of membership of each of them in the Board. They may be re-elected and the Board may at any time dismiss them or any of them without prejudice to the right of the person dismissed to compensation if the dismissal occurs for an illegal reason or at an inappropriate time. This does not result in exempting them from their membership in the Board of Directors.</p>
<p><u>Article 23</u></p>	<p><u>Article 23: Meetings of the Board</u></p> <p>The Board of Directors shall meet whenever the need arises, provided that the number of meetings shall not be less than twice during the year, at the invitation of its Chairman or Vice-Chairman in the absence of the Chairman. The invitation shall be in writing and may be delivered by hand or sent by mail, fax, e-mail, text messages, or any other means of modern technology or any other means agreed upon by all members of the Board. The invitation shall include the date, time and place scheduled for the meeting, the agenda statement and the relevant papers. Such invitation shall be sent</p>	<p><u>Article (22)</u></p> <p><u>Article (22) : Meetings of the Board</u></p> <p>The Board of Directors shall meet whenever the need arises, provided that the number of meetings shall not be less than four meetings during the year, at the invitation of its Chairman or Vice-Chairman in the absence of the Chairman. The invitation shall be in writing and may be delivered by hand or sent by mail, fax, e-mail, text messages, or any other means of modern technology or any other means agreed upon by all members of the Board. The invitation shall include the date, time and place scheduled for the meeting, the agenda statement and the relevant papers. Such invitation shall be sent at least three days before the date</p>



	at least three days before the date scheduled for the meeting. The Chairman of the Board shall invite the Board to meet whenever requested by two members.		scheduled for the meeting. The Chairman of the Board shall invite the Board to meet whenever requested by two members.
<u>Article (24)</u>	<u>Article (24): Quorum for Board Meetings</u> <p>The meeting of the board shall not be valid unless attended by at least half of the members, provided that the number of attendees is not less than 3 members. A member of the board of directors may delegate other members to attend the meetings of the board in accordance with the following controls:</p> <ol style="list-style-type: none">1- A member of the Board of Directors may not represent more than one member in attending the same meeting.2- The delegation should be in writing, and about a specific meeting.3- The representative may not vote on decisions that the system prohibits the representative from voting on. <p>The decisions of the Board of Directors are issued by an absolute majority of the votes of the members of the Board present or represented at the meeting, and in the event of equal votes, the opinion of the Chairman of the Board or whoever chairs the Board in his absence shall prevail.</p> <p>The Board of Directors may issue passing resolutions by presenting them to all members separately unless one of the members requests in writing the meeting of the Board to deliberate on them. These resolutions shall be presented to the</p>	<u>Article (23)</u>	<u>Article (23): Quorum for Board Meetings</u> <p>The meeting of the board shall not be valid unless attended by at least half of the members, provided that the number of attendees is not less than 3 members. A member of the board of directors may delegate other members to attend the meetings of the board in accordance with the following controls:</p> <ol style="list-style-type: none">1- A member of the Board of Directors may not represent more than one member in attending the same meeting.2- The delegation should be in writing, and about a specific meeting.3- The representative may not vote on decisions that the system prohibits the representative from voting on. <p>The decisions of the Board of Directors are issued by an absolute majority of the votes of the members of the Board present or represented at the meeting, and in the event of equal votes, the opinion of the Chairman of the Board or whoever chairs the Board in his absence shall prevail.</p> <p>The Board of Directors may issue passing resolutions by presenting them to all members separately unless one of the members requests in writing the meeting of the Board to deliberate on them. These resolutions shall be presented to the Board of Directors at its first subsequent meeting.</p>



	Board of Directors at its first subsequent meeting.		
<u>Article (25)</u>	<u>Article (25): Board Deliberations</u> Board deliberations and resolutions shall be recorded in minutes signed by the meeting chairman, attending members and secretary. Such minutes shall be entered in a special register signed by the chairman and secretary.	<u>Article (24)</u>	<u>Article (24): Board Deliberations</u> <ol style="list-style-type: none">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 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. The means of modern technology may be used to sign, prove deliberations and decisions, and take minutes.
<u>Article (26):</u>	<u>Article (26): Nomination and Remuneration Committee</u> The Board of Directors shall form a Nomination and Remuneration Committee based on the rules for selecting the members of the Committee adopted by the General Assembly of the Company. The committee is responsible for recommending the Board of Directors to nominate for membership of the Board in accordance with the approved standards, reviewing the annual skills requirements for membership of the Board, reviewing the structure of the Board and making recommendations on the changes that can be made. The committee is also responsible for confirming the independence of independent members on an annual basis. The committee is also responsible for setting clear policies for the compensation and remuneration of members of the Board of Directors		Deleted



	and senior executives in the company.		
<u>Article (27)</u>	<u>Article (27): Formation of Committees</u> The Board of Directors may form, from among its members or from third parties, committees, each of which shall determine the terms of reference it deems appropriate. The Board shall coordinate between these committees in order to facilitate the process of deciding on the matters submitted to it.		Deleted
Part (4)	Part (4): Shareholders' Assemblies	Part (4)	Part (4): Shareholders' Assemblies
<u>Article (28)</u>	<u>Article (28): Attendance at Assemblies</u> Every subscriber, regardless of the number of his shares, has the right to attend the transformational assembly, and each shareholder has the right to attend the general assemblies of shareholders, and he may delegate another person other than the members of the board of directors or the employees of the company in the presence of the general assembly.		Deleted
<u>Article (29)</u>	<u>Article (29): Transformative Assembly</u> The founders invite all subscribers to hold a transfer assembly within forty-five days from the date of the ministry's decision to license the transfer of the company. The validity of the meeting requires the presence of a number of subscribers representing at least half of the capital. If this quorum is not available, the second meeting shall be held one hour after the end of the		Deleted



	<p>period specified for the first meeting, provided that the invitation to the first meeting includes this.</p> <p>In all cases, the second meeting shall be valid regardless of the number of subscribers represented in it.</p>		
<u>Article (30)</u>	<p><u>Article (30): Competences of the Transformative Association</u></p> <p>The transformational Assembly is concerned with the matters mentioned in Article (63) of the Companies Law.</p>		Deleted
<u>Article (31)</u>	<p><u>Article (31): Competences of the Ordinary General Assembly</u></p> <p>Except for matters within the powers of the extraordinary general assembly, the ordinary general assembly shall have powers over all other company matters, and shall convene at least once a year within six months following the end of the company's fiscal year. The ordinary general assembly may, however, convene when necessary.</p>		Deleted
<u>Article (32)</u>	<p><u>Article (32): Competences of the Extraordinary General Assembly</u></p> <p>The Extraordinary General Assembly shall be competent to amend the Articles of Association of the Company, with the exception of matters prohibited from amending them by law. It may issue resolutions on matters originally within the competences of the ordinary general assembly, under the same terms and conditions prescribed for the ordinary general assembly.</p>		Deleted



	<p>Addition</p>	<p><u>Article (25)</u></p>	<p><u>Article (25) General Meeting of Shareholders</u></p> <ol style="list-style-type: none">1. The meeting of the General Assembly of Shareholders shall be chaired by the Chairman of the Board of Directors or his deputy in his absence, or by a person appointed by the Board of Directors from among its members in their absence. In the event that this is not possible, the General Assembly shall be chaired by a person appointed by the shareholders from among the members of the Board or others by voting.2. Every shareholder has the right to attend the meeting of the general assembly, and in this regard he may appoint another person other than the members of the board of directors.3. The meeting of the general assembly may be held and the shareholder may participate in the deliberations and vote on decisions by means of modern technology.
<p><u>Article (33)</u></p>	<p><u>Article (33): Inviting Associations</u></p> <p>The general or special assemblies of shareholders shall convene pursuant to a call by the board of directors as prescribed by the company's articles of association. The board of directors shall call for an ordinary general assembly meeting if so requested by the auditor, the audit committee or by a number of shareholders representing at least 5% of the capital. The auditor may call for a general assembly meeting if the Board fails to do so within 30 days from the date of the auditor's request.</p> <p>The invitation to convene the general assembly shall be published in a daily newspaper distributed at the head office of the company at least twenty-one days before the</p>	<p><u>Article (26)</u></p>	<p><u>Article (26): Inviting Associations</u></p> <ol style="list-style-type: none">1. General and private meetings shall be held at the invitation of the Board of Directors. The Board of Directors shall invite the Ordinary General Assembly to convene within (thirty) days from the date of the request of the Auditor or one or more shareholders representing (ten percent) of the shares of the company that have voting rights at least. The Auditor may invite the Ordinary General Assembly to convene if the Board does not extend the invitation within (thirty) days from the date of the request of the Auditor.2. The application referred to in paragraph (1) of this Article shall indicate the matters on which the shareholders are required to vote.3. The invitation to convene the meeting shall be issued at least twenty-one days before the specified date in



	<p>date specified for the convening. However, it is permissible to simply send the invitation on the said date to all shareholders by registered letters, and a copy of the invitation and the agenda shall be sent to the ministry and the Capital Market Authority, within the period specified for publication.</p>		<p>accordance with the provisions of the Law.</p>
<p><u>Article (34)</u></p>	<p>Article (34): association attendance register Shareholders wishing to attend the General or Special Assembly shall register their names at the Company's main position prior to the scheduled meeting time of the Assembly, or by registering in modern electronic means specified by the Company at the time of the announcement of the date of the Assembly's convening and in the case of electronic voting.</p>		<p>Deleted</p>
<p><u>Article (35)</u></p>	<p><u>Article (35): Quorum of the ordinary General Assembly meeting</u> The meeting of the ordinary General Assembly shall be valid only if it is attended by shareholders representing at least one third of the capital. If there is no quorum for such a meeting, the second meeting shall be held an hour after the expiration of the deadline for the first meeting, provided that the convening of the first meeting shall include an announcement of the possibility of holding such a meeting. In any event, the second meeting is valid, regardless of the number of shares represented.</p>	<p><u>Article (27)</u></p>	<p><u>Article (27): Quorum of the ordinary General Assembly</u> The meeting of the ordinary general assembly shall be valid only if it is attended by shareholders representing at least one quarter of the company's shares with voting rights. If there is no quorum for such a meeting, a second meeting shall be convened in the same conditions as provided for in Article 91 of the Corporate Regulations within (30) days following the scheduled date of the previous meeting. However, the second meeting may be held an hour after the expiration of the first meeting, provided that the convening of the first meeting indicates that the meeting is possible. In any event, the second meeting is valid, regardless of the number of shares represented.</p>
<p><u>Article (36)</u></p>	<p><u>Article (36): Quorum of the extraordinary meeting of the General Assembly</u> The extraordinary meeting of the General Assembly shall be valid only if it is attended by shareholders representing half of the capital. If this</p>	<p><u>Article (28)</u></p>	<p><u>Article (28): Quorum of the extraordinary meeting of the General Assembly</u> The extraordinary meeting of the General Assembly shall be valid only if it is attended by shareholders representing at least half of the</p>



	<p>quorum is not available at the first meeting, the second meeting shall be held an hour after the expiration of the deadline for the first meeting, provided that the convening of the first meeting indicates that this meeting is possible. In any event, the second meeting would be valid if it was attended by a number of shareholders representing at least one quarter of the capital. In the absence of the necessary quorum at the second meeting, an invitation was extended to a third meeting in the same conditions as provided for in article (33) of these system.</p>		<p>company's shares with voting rights. If this quorum is not available at the first meeting, a second meeting shall be convened under the same conditions as provided for in article 91 of the Corporate Regulations. However, the second meeting may be held an hour after the expiration of the first meeting, provided that the convening of the first meeting indicates the possibility of holding the meeting. In any event, the second meeting would be valid if it was attended by a number of shareholders representing at least one quarter of the capital. In the absence of the necessary quorum at the second meeting, an invitation was extended to a third meeting in the same conditions as those provided for in article (91) of the Companies' Regulations, and the third meeting was valid regardless of the number of shares with voting rights represented therein.</p>
<p><u>Article (37)</u></p>	<p>Article (37): <u>voting in association</u> Each office shall vote for each share represented by it in the Transformative Assembly. Each contributor shall vote for each share of public associations. Cumulative voting shall be used in the election of the Board of Directors. The shareholder may vote on the decisions of public associations by modern technical means and in accordance with the regulations established by the competent authorities.</p>	<p><u>Article (29)</u></p>	<p><u>Article (29): Voting in associations</u> 1. Each contributor shall vote for each share of public associations. Cumulative voting shall be used to elect the members of the Board of Directors so that the right to vote may not be used for the share more than once. 2. Members of the Governing Council shall not participate in voting on decisions of the Assembly relating to business and contracts in which they have a direct or indirect interest or which involve a conflict of interest.</p>
<p><u>Article (38)</u></p>	<p>Article (38): <u>Decisions of associations</u> Decisions shall be taken by the Transformative Assembly by an absolute majority of the shares represented therein and decisions of the ordinary General Assembly by an absolute majority of the shares represented at the meeting. Decisions of the extraordinary General Assembly shall be issued by a two-thirds majority of the shares represented at the meeting, Unless it</p>	<p><u>Article (30)</u></p>	<p><u>Article (30): Decisions of associations</u> 1. Decisions of the ordinary General Assembly shall be issued with the consent of the majority of the voting rights represented at the meeting. 2. Extraordinary resolutions of the General Assembly shall be issued with the consent of (two thirds) of the voting rights represented at the meeting unless the decision is to raise or reduce capital or prolonging or dissolving a company before the expiration of the period specified in its</p>



	<p>is a decision related to increasing or decreasing the capital, extending the duration of the company, or dissolving it before the expiration of the period specified in its articles of association, or to its merger with another company, then it is not valid unless it is issued by a majority of three quarters of the shares represented in the meeting.</p>		<p>base system or by merging with another company or dividing it into two or more companies, It is valid only if the voting rights represented at the meeting are issued with the consent of (three quarters).</p>
<p><u>Article (39)</u></p>	<p><u>Article (39): Discussion in associations</u> Each shareholder has the right to discuss and question the topics on the Assembly's agenda to the members of the Governing Council and the Auditor. The Board of Directors or the Auditor answers shareholders' questions to the extent that the company's interest is not prejudiced. If, in the shareholder's view, the answer to his question was unconvincing, he appealed to the Assembly, and its decision in that regard was in force.</p>	<p><u>Article (31)</u></p>	<p><u>Article (31): Discussion in associations</u> Each shareholder has the right to discuss and question the topics on the Assembly's agenda to the members of the Governing Council and the Auditor. The Board of Directors or the Auditor answers shareholders' questions to the extent that the company's interest is not prejudiced. If, in the shareholder's view, the answer to his question was unconvincing, he appealed to the Assembly, and its decision in that regard was in force.</p>
<p><u>Article (40)</u></p>	<p><u>Article (40): Presidency of assemblies and preparation of records</u> Meetings of general shareholders' associations shall be chaired by the Chairman or Vice-Chairman of the Board of Directors when absent or by a member of the Board of Directors. The Assembly's meeting shall produce a record of the number of shareholders present or representatives, the number of shares in their possession at the original or agency, the number of votes cast, the decisions taken, the number of votes approved or contravened and a compendium of discussions at the meeting. The records are recorded in an orderly manner after each meeting in a special record signed by the Assembly's President, Secretary of the Assembly and Collector.</p>	<p><u>Article (32):</u></p>	<p><u>Article (32): Preparation of records of associations:</u> The Assembly's meeting shall produce a report containing the number of shareholders present at the originality or prosecution service, the number of shares in their possession at the originality or prosecution service, the number of votes cast, decisions taken, the number of votes approved or opposed, and a compendium of discussions at the meeting. The records are regularly recorded after each meeting in a special register signed by the Assembly's President, Secretary of the Assembly and the collectors.</p>



<u>Part (5)</u>	<u>Part (5): review committee</u>		Deleted
<u>Article (41)</u>	<u>Article (41): Composition of the Committee</u> By decision of the ordinary General Assembly, a review committee shall be constituted by shareholders or others who shall not be less than (3) or more than (5) members of the Committee. and defines in the resolution the rules and procedures of the Commission's work and functions, the rules for the selection of its members, how they are nominated, and the duration of their membership and remuneration; If a member of the review Committee is vacant, the Board of Directors may appoint an interim member to the vacant position on the understanding that he or she has the experience and competence to fill the membership. This shall be communicated to the Ministry and the Financial Market Authority within five working days from the date of appointment and the appointment shall be submitted to the ordinary General Assembly at its first meeting and the new member shall complete his or her predecessor's term.		Deleted
<u>Article (42)</u>	<u>Article (42): Quorum of the Committee's meeting</u> The validity of the meeting of the Review Committee shall require the presence of a majority of its members. Its decisions shall be taken by a majority vote of those present. When votes are equal, the side with which the Chairman of the Committee voted shall be preferred.		Deleted
<u>Article (43)</u>	<u>Article (43): Terms of reference of the Committee</u> The review Committee shall be competent to monitor the Company's business. It shall have the right to consult its records and documents and request any explanation or statement from the members of the Board of Directors or the Executive Directorate. It may request the		Deleted



	Board of Directors to convene the General Assembly of the Company if the Board of Directors obstructs its work or suffers serious damage or losses.		
<u>Article (44)</u>	<u>Article (44): Reports of the Committee</u> The review committee shall consider the company's financial statements and the auditor's reports and notes s internal control system and other actions within its jurisdiction The Board of Directors shall deposit sufficient copies of this report at the centre of the main company at least twenty-one days prior to the General Assembly to provide each interested shareholder with a copy. The report shall be read during the Assembly's session.		
<u>Part (6)</u>	<u>Part (6): Auditor</u>	<u>Part (5)</u>	<u>Part (5): Auditor</u>
<u>Article (45)</u>	<u>Article (45): Appointment of the auditor</u> The company must have an auditor (or more) from among the auditors authorized to work in the Kingdom appointed annually by the Ordinary General Assembly and shall determine its remuneration and duration of work. The association may also change it at all times without prejudice to its right to compensation if the change occurs at an inappropriate time or for an unlawful reason.	<u>Article (33)</u>	<u>Article (33): Appointment, removal and retirement of the company's auditor</u> 1. The company shall have an auditor (or more) from among the licensed auditors in the Kingdom appointed by it and shall determine its fees, duration and scope of work of the General Assembly, and may be reappointed. Provided that his term of appointment does not exceed the period in accordance with the established provisions of a statute. 2. By decision of the General Assembly, the auditor may be dismissed. The Chairman of the Board of Directors shall inform the competent authority of the decision and its reasons within a period not exceeding (five) days from the date of the decision. 3. The auditor may retire from his or her duty by means of written notification to the company, and his or her mission shall expire on the date of submission or at a later date to be determined in the
<u>Article (46)</u>	<u>Article (46): Auditor's terms of reference</u> Auditor at any time has access to the company's books, records and other documents and may also	<u>Article (34)</u>	<u>Article (34): Auditor's terms of reference</u> At any time, the auditor shall have access to the company's documents, accounting records and supporting documents and may request such



	request such data and clarifications as he deems necessary, to verify the company's assets, obligations and other matters within the scope of its work and the President of the Governing Council should enable him to discharge his duty, if the auditor encounters difficulty in this regard that has been demonstrated in a report to the Governing Council. If the Board does not facilitate the auditor's work, it must request the Governing Council to invite the ordinary General Assembly to consider the matter.		statements and clarifications as he deems necessary to verify the company's assets, obligations and other matters within the scope of its work. The Governing Council should enable it to discharge its duty, and if the auditor encounters difficulty in this regard, this has been demonstrated in a report to the Governing Council. If the Governing Council does not facilitate the auditor's work, it must request them to convene the General Assembly to consider the matter. Such invitation may be made by the Auditor if it is not made by the Governing Council within (thirty) days from the date of the Auditor's request
<u>Part(7)</u>	<u>Part(7): Company's accounts and profit distribution</u>	<u>Part (6)</u>	<u>Part (6): Company's finances and profit distribution</u>
<u>Article (47)</u>	<u>Article (47): fiscal year</u> The company's fiscal year starts from the first January and ends at the end of December of each year, with the first fiscal year commencing from the date of registration with the commercial register until the end of December of the current year.	<u>Article (35)</u>	<u>Article (35): fiscal year</u> The company's fiscal year starts from the first January and ends at the end of December of each year, with the first fiscal year commencing from the date of registration with the commercial register until the end of December of the current year.
<u>Article (48)</u>	<u>Article (48): Financial documents</u> 1. At the end of each fiscal year, the Board of Directors shall prepare the Company's financial statements and a report on its activity and financial position for the expired fiscal year. This report shall include the proposed method of dividend distribution. The Board shall place these documents at the auditor's disposal at least forty-five days in advance of the General Assembly. 2. The company's Chairman, Chief Executive Officer and Chief Financial Officer shall sign the documents referred to in paragraph (a) of this article, copies of which shall be deposited at the centre of the company at the disposal of the shareholders at least 21 days prior to the scheduled meeting of the General Assembly. 3. The Chairman of the Board of Directors shall provide shareholders	<u>Article (36)</u>	<u>Article (36): Financial documents</u> 1. At the end of each fiscal year, the Board of Directors shall prepare the Company's financial statements and a report on its activity and financial position for the expired fiscal year. This report shall include the proposed method of dividend distribution. The Board shall place these documents at the auditor's disposal at least forty-five days in advance of the annual regular session of the General Assembly. 2. The documents referred to in paragraph (1) of this article shall be signed by the company's Chairman, Chief Executive Officer and Chief Financial Officer and copies shall be deposited at the disposal of the shareholders. 3. The Chairman of the Board of Directors shall provide shareholders with the Company's financial statements, the report of the Board of Directors, after its signature , and the



	<p>with the financial statements of the Company, the report of the Board of Directors and the report of the auditor, unless it is published in a daily newspaper distributed in the position of the Company. He shall also send a copy of these documents to the Ministry, the Financial Market Authority and the Financial Market Company (Tadawul) at least 15 days prior to the General Assembly.</p>		<p>report of the Auditor, unless it is published in any modern technical means, at least 15 days prior to the General Assembly.</p>
<p>Article (49)</p>	<p>Article (49): Distribution of profits The company's annual net profits are distributed as follows: 1. (10%) of the net profits shall be set aside to form the company's statutory reserve. The Ordinary General Assembly may decide to stop such set aside when the aforementioned reserve reaches (30%) of the paid-up capital. 2. The Ordinary General Assembly may, upon the proposal of the Board, set aside (10%) of the net profits to form a consensual reserve to be allocated for a specific purpose or purposes. 3. The Ordinary General Assembly may decide to form other reserves, to the extent that serves the interest of the company or ensures the distribution of fixed profits as much as possible to the shareholders. The aforementioned assembly may also deduct from the net profits amounts to establish social institutions for the company's employees or to assist the existing ones. 4. The Ordinary General Assembly may, based on a proposal from the Board of Directors, distribute the remainder of the profits thereafter to the shareholders in the form of cash amounts or bonus shares in the company's capital, which are non-refundable from the shareholders in the ratio proposed by the Board of Directors and approved by the General Assembly, or the rest is carried forward to the next fiscal year after the approval of the Ordinary General Assembly of Shareholders. 5. The Ordinary General Assembly may authorize the Board of Directors for one</p>	<p>Article (37)</p>	<p>Article (37): Formation of Reserves: 1. The Ordinary General Assembly may - when determining the share of shares in the net profits - decide to form reserves, to the extent that achieves the interest of the company or guarantees the distribution of fixed profits - as much as possible - to the shareholders. The aforementioned association may also deduct amounts from the net profits to achieve social purposes for the company's employees. 2. The General Assembly shall determine the percentage that shall be distributed among the shareholders from the net profits after deducting the reserves, if any.</p>



	<p>year to distribute interim profits on a quarterly or semi-annual basis, and the authorization to the Board of Directors is renewed annually.</p> <p>6. The holders of preferred shares of any class or group are entitled to receive their share of the profits in accordance with the percentages, conditions and times stipulated in this system or in the decisions of the extraordinary general assembly issued in this regard. It is allocated to holders of preferred shares if any and the remainder is then distributed to holders of common shares.</p>		
<u>Article (50)</u>	<p><u>Article (50): Entitlement to profits</u> The shareholder is entitled to his share of the profits in accordance with the decision of the General Assembly issued in this regard. The decision indicates the date of entitlement and the date of distribution. The eligibility of profits is for the shareholder registered in the shareholder registers at the end of the day specified for the entitlement.</p>	<u>Article (38)</u>	<p><u>Article (38): Entitlement to profits</u> The shareholder is entitled to his share of the profits in accordance with the decision of the General Assembly issued in this regard. The decision indicates the date of entitlement and the date of distribution. The eligibility of profits is for the shareholder registered in the shareholder registers at the end of the day specified for the entitlement. The Board of Directors shall implement the decision of the General Assembly regarding the distribution of profits to shareholders.</p>
<u>Article (51)</u>	<p><u>Article (51): Company losses</u> 1. If the losses of the joint-stock company amount to half of the paid-up capital, at any time during the fiscal year, any official in the company or the auditor shall immediately inform the chairman of the board of directors upon learning of that, and the chairman of the board of directors shall immediately inform the members of the board of that, and the board of directors shall within Fifteen days from his knowledge of that, to invite the Extraordinary General Assembly to meet within forty-five days from the date of his knowledge of the losses; To decide either to increase or decrease the company's capital in accordance with the provisions of the Companies Law to the extent that the percentage of losses decreases to less than half of the paid-up capital, or to dissolve the company before the term specified in this law. 2. The company is considered dissolved by force of the Companies Law if the General Assembly does not meet within the period specified in Paragraph (1) of</p>		Deleted



	<p>this Article, or if it meets and is unable to issue a decision on the matter, or if it decides to increase the capital according to the conditions prescribed in this Article and the subscription has not taken place. In each capital increase within ninety days from the issuance of the assembly's decision to increase.</p>		
Part (8)	Part (8): Disputes		Deleted
Article (52)	<p>Article (52): Liability lawsuit Each shareholder has the right to file a lawsuit against the company's liability against the members of the Board of Directors if the mistake they committed would cause damage to him. The shareholder may not file the aforementioned lawsuit unless the company's right to file it still exists. The shareholder shall inform the company of his intention to file a lawsuit.</p>		Deleted
Part (9)	Part (9): Dissolution and liquidation of the company	Part (7)	Part (7): Termination and liquidation of the company
Article (53)	<p>Article (53): Expiration of the company Once the company has expired, it enters the stage of liquidation and retains the legal personality to the extent necessary for liquidation. The voluntary liquidation decision is issued by the Extraordinary General Assembly. The liquidation decision shall include the appointment of the liquidator, his powers and fees, the restrictions imposed on his powers, and the time period required for liquidation. The period of voluntary liquidation shall not exceed five years. It may not be extended for more than that except by a judicial order, and the authority of the company's board of directors ends with its dissolution. Nevertheless, they remain in charge of the company's management, and they are considered as liquidators in relation to others until a liquidator is appointed. Shareholders' assemblies remain in place during the liquidation period, and their role is limited to exercising their competences that do not conflict with the powers of the liquidator.</p>	Article (39)	<p>Article (39): Expiration of the company The company is terminated by one of the reasons for termination mentioned in Article (two hundred and forty-third) of the Companies Law, and upon its termination, it enters the stage of liquidation in accordance with the provisions of Part (12) of the Companies Law. It shall apply to the competent judicial authority to open any of the liquidation procedures under the bankruptcy law.</p>



Part (10)	<u>Part (10): Final provisions</u>	Part (8)	<u>Part (8): Final provisions</u>
<u>Article (54)</u>	<u>Article (54)</u> The Companies Law and its bylaws and the Capital Market Authority's laws and bylaws shall be applied in everything that is not stipulated in this law.	<u>Article (40)</u>	<u>Article (40)</u> 1. The company is subject to the regulations in force in the Kingdom of Saudi Arabia. 2. Any text that contradicts the provisions of the Companies Law in these articles of association shall not be relied upon and the texts of the Companies Law shall be applied against it. Anything not provided for in these articles of association shall be subject to the Companies Law and its Implementing Regulations.
<u>Article (55)</u>	<u>Article (55)</u> This law shall be deposited and published in accordance with the provisions of the Companies Law and its bylaws.	<u>Article (41)</u>	<u>Article (41):</u> This law shall be deposited and published in accordance with the provisions of the Companies Law and its bylaws.