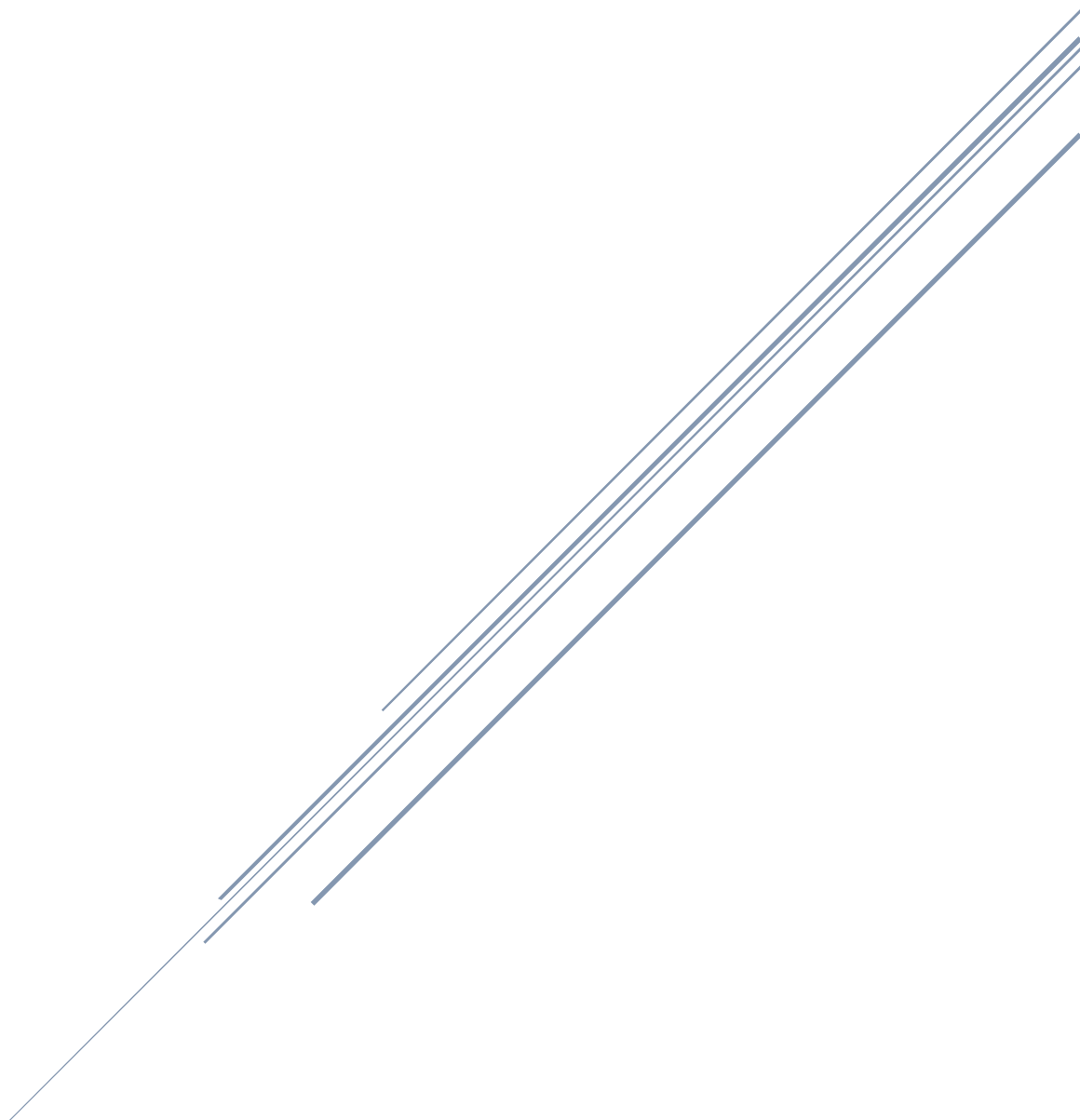




دار المعدات الطبية والعلمية
Scientific & Medical Equipment House

SCIENTIFIC & MEDICAL EQUIPMENT HOUSE

The 3rd Extraordinary General Assembly Invitation & Agenda



Scientific & Medical Equipment House Co. Board invites the shareholders to attend the 3rd Extraordinary General Assembly Meeting (First Meeting) via Modern Technology Means

Introduction

The Board of Directors of Scientific & Medical Equipment House Co. is pleased to invite its esteemed shareholders to participate and vote in the 3rd Extraordinary General Assembly Meeting (First Meeting), which is scheduled to be held, God willing, at (7:00) p.m. on Tuesday 21-04-1447H, corresponding to 13-10-2025G, via modern technology means, to discuss the agenda of the assembly and vote on its items.

City and Location of the General Assembly's Meeting

The company's head office is in Riyadh - Al-Moatamarat District - King Fahd Street (using modern technology)

Attendance Eligibility, Registration Eligibility, and Voting End

The right to attend shall be granted to shareholders registered in the Company's shareholders register at the Depository Center (Edaa) by the end of the trading session preceding the General Assembly Meeting, in accordance with applicable laws and regulations.

The right to vote on the Assembly's agenda items for attendees shall end once the vote-counting committee concludes the vote counting process.

Quorum for Convening the General Assembly's Meeting

According to Article (32) of the Company's Articles of Association, the Extraordinary General Assembly meeting shall not be valid unless attended by shareholders representing at least half of the Company's shares with voting rights. If the required quorum for holding this meeting is not met, the second meeting shall be held one hour after the time set for the first meeting. The second meeting shall be valid if attended by shareholders representing at least one-quarter of the Company's share capital.

Extraordinary General Assembly Meeting Agenda

- (1) Voting on the amendment of Article (4) of the Company's Articles of Association, related to the Company's Objectives. (Attached)
- (2) Voting on the amendment of Article (17) of the Company's Articles of Association, related to the Company's Management. (Attached)
- (3) Voting on the amendment of Article (40) of the Company's Articles of Association, related to Dividend Entitlement. (Attached)
- (4) Voting on the amendment of the Annex to the Company's Articles of Association, related to the Founders' Resolution on Electing the Management. (Attached)
- (5) Voting on the amendment of the Company's Articles of Association to align with the new Companies Law, and the reorganization and renumbering of its Articles to be consistent with the proposed amendments. (Attached)
- (6) Voting on the election of a Board member for the vacant seat from among the nominees for the current term, which commenced on 31 July 2023 for a three-year period ending on 30 July 2026, subject to the approval of the second item on the agenda of the Assembly. (Attached are the CVs).

The shareholder right in discussing the assembly agenda topics, asking questions, and exercising the voting right

Esteemed shareholders have the right to discuss the items listed on the agenda of the Extraordinary General Assembly and may raise their questions and inquiries related to these items during the meeting.

Shareholders may also cast their votes electronically (remotely) on the agenda items through the e-voting service via the following link: <https://www.tadawulaty.com.sa>

Details of the electronic voting on the Assembly's agenda

Registered shareholders on the Tadawulaty Services website may vote electronically (remotely) on the items of the General Assembly agenda starting from (01:00 A.M.) on Thursday 17-04-1447H corresponding to 09-10-2025G until the end of the Assembly meeting.

Accordingly, we kindly invite all esteemed shareholders to participate and vote electronically (remotely) by visiting the Tadawulaty platform at the following link: <https://www.tadawulaty.com.sa>

Registration in the Tadawulaty services and electronic voting on the Assembly's agenda items are available free of charge to all shareholders.



Method of Communication in Case of Any Enquiries

Shareholders will be able to submit their questions and inquiries related to the agenda items of the Extraordinary General Assembly during the meeting through the live broadcast link, which will be sent to shareholders via the Tadawulaty service.

They may also contact the Investor Relations Department by calling (0114646699), extension (580), or mobile number (0580065899) during the Company's official working hours from Sunday to Thursday, between 8:00 A.M. and 6:00 P.M.

Questions related to the General Assembly agenda may also be sent to the following email address:

Investor.Relations@smeh.com.sa



Proposed Amendments to the Articles of Association of Scientific & Medical Equipment House Co.



Proposed Amendments to the Company's Articles of Association

Sr.	Article No. Before Amendment	Article No. After Amendment	Text of the Article Before Amendment	Text of the Article After Amendment	(Amendment / Deletion / Addition)																																																																
1	Article Four	Article Four	Article Four: Company Objectives The Company shall engage in and carry out the following objectives	Article Four: Company Objectives The Company shall engage in and carry out the following objectives	Amendment																																																																
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			Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	Sale of Motor Vehicles	Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	Sale of Motor Vehicles	
			Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	Retail Sale of Other New Goods in Specialized Stores	Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	Retail Sale of Other New Goods in Specialized Stores	
			Transportation and Storage	Support Activities for Land Transportation	Transportation and Storage	Support Activities for Land Transportation	
			Transportation and Storage	Support Activities for Air Transportation	Transportation and Storage	Support Activities for Air Transportation	
			Accommodation and Food Service Activities	Event Catering	Accommodation and Food Service Activities	Event Catering	
			Accommodation and Food Service Activities	Other Food Service Activities	Accommodation and Food Service Activities	Other Food Service Activities	
			Information and Communication	Computer Programming Activities	Information and Communication	Computer Programming Activities	
			Information and Communication	Data Processing, Hosting, and Related Activities	Information and Communication	Data Processing, Hosting, and Related Activities	
			Professional, Scientific, and Technical Activities	Technical Testing and Analysis	Information and Communication	Geospatial Information Systems Applications and Web Services	
			Administrative and Support Service Activities	Combined Facilities Support Activities	Information and Communication	Development and Operation of a Geospatial Platform/Portal	
			Administrative and Support Service Activities	General Cleaning of Buildings	Architectural and Engineering Activities and Related Technical Consultancy Services	Geographic Information Systems (GIS) Activities	
			Administrative and Support Service Activities	Other Building and Industrial Cleaning Activities	Architectural and Engineering Activities and Related Technical Consultancy Services	Land Surveying	
			Administrative and Support Service Activities	Landscaping Care and Maintenance Services	Professional, Scientific, and Technical Activities	Geospatial Consulting	
			Public Administration, Defense, and Compulsory Social Security	Regulation of the Activities of Businesses and Contribution to Their Improvement	Professional, Scientific, and Technical Activities	Production of Geospatial Data and Services Using Panoramic Imaging	
			Education	Educational Support Activities			
			Human Health and Social Work Activities	Hospitals			



Sr.	Article No. Before Amendment	Article No. After Amendment	Text of the Article Before Amendment		Text of the Article After Amendment		(Amendment / Deletion / Addition)
			Other Service Activities	Repair of Consumer Electronics	Repair of Computers and Peripheral Equipment	Repair and Maintenance of Personal and Laptop Computers (All Types)	
					Repair of Computers and Peripheral Equipment	Repair and Maintenance of Printers and Scanners	
					Professional, Scientific, and Technical Activities	Technical Testing and Analysis	
					Administrative and Support Service Activities	Combined Facilities Support Activities	
					Administrative and Support Service Activities	General Cleaning of Buildings	
					Administrative and Support Service Activities	Other Building and Industrial Cleaning Activities	
					Administrative and Support Service Activities	Landscaping Care and Maintenance Services	
					Public Administration, Defense, and Compulsory Social Security	Regulation of the Activities of Businesses and Contribution to Their Improvement	
					Education	Educational Support Activities	
					Human Health and Social Work Activities	Hospitals	
					Other Service Activities	Repair of Consumer Electronics	
2	Article Seventeen	Article Seventeen	Article Seventeen: Company Management The Company shall be managed by a Board of Directors composed of six (6) members, who must be natural persons elected by the Ordinary General Assembly of shareholders for a term not exceeding four years		Article Seventeen: Company Management The Company shall be managed by a Board of Directors composed of six (7) members, who must be natural persons elected by the Ordinary General Assembly of shareholders for a term not exceeding four years		Amendment

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3	Article Forty	Article Forty	<p>Article Forty: Dividend Entitlement</p> <p>A shareholder shall be entitled to their share of the dividends in accordance with the resolution of the General Assembly issued in this regard. The resolution shall specify the entitlement date and the distribution date, and the eligibility for dividends shall be for the shareholders registered in the shareholders’ records at the end of the entitlement date. The Board of Directors must implement the resolution of the General Assembly regarding the distribution of dividends to the shareholders.</p>	<p>Article Forty: Dividend Entitlement</p> <p>A shareholder shall be entitled to their share of the dividends in accordance with the resolution of the General Assembly issued in this regard. The resolution shall specify the entitlement date and the distribution date, and the eligibility for dividends shall be for the shareholders registered in the shareholders’ records at the end of the entitlement date. The Board of Directors must implement the resolution of the General Assembly regarding the distribution of dividends to the shareholders, within fifteen (15) working days from the entitlement date.</p>	Amendment																																													
4	-	-	<p>Founders' Resolution on Electing the Management</p> <p>Scientific & Medical Equipment House Co. (Joint Stock Company)</p> <p>Based on the resolution of the General Assembly of Scientific & Medical Equipment House Co. (Joint Stock Company) in Riyadh, and whereas the General Assembly has resolved to appoint a Board of Directors in accordance with the Company's Management Article stipulating the appointment of a Board of Directors under a separate contract, the General Assembly has resolved to appoint the following:</p> <p>A Board of Directors composed of (not less than three) members, namely</p> <table><thead><tr><th>Name</th><th>Nationality</th><th>Position</th></tr></thead><tbody><tr><td>Basel Saud Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Chairman of the Board</td></tr><tr><td>Bandar Saud Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Vice Chairman of the Board</td></tr><tr><td>Mohammed bin Ibrahim bin Abdulmohsen Al-Huqail</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Hassan bin Ali bin Abdulmohsen Al-Jishi</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Muneer Ahmed Mohammed Al-Siri</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Barakat Saud Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Managing Director & Board Member</td></tr><tr><td>Faisal Hawwas bin Farhan Al-Shammari</td><td>Saudi Arabia</td><td>Chief Executive Officer</td></tr></tbody></table>	Name	Nationality	Position	Basel Saud Mohammed Al-Arifi	Saudi Arabia	Chairman of the Board	Bandar Saud Mohammed Al-Arifi	Saudi Arabia	Vice Chairman of the Board	Mohammed bin Ibrahim bin Abdulmohsen Al-Huqail	Saudi Arabia	Board Member	Hassan bin Ali bin Abdulmohsen Al-Jishi	Saudi Arabia	Board Member	Muneer Ahmed Mohammed Al-Siri	Saudi Arabia	Board Member	Barakat Saud Mohammed Al-Arifi	Saudi Arabia	Managing Director & Board Member	Faisal Hawwas bin Farhan Al-Shammari	Saudi Arabia	Chief Executive Officer	<p>Founders' Resolution on Electing the Management</p> <p>Scientific & Medical Equipment House Co. (Joint Stock Company)</p> <p>Based on the resolution of the General Assembly of Scientific & Medical Equipment House Co. (Joint Stock Company) in Riyadh, and whereas the General Assembly has resolved to appoint a Board of Directors in accordance with the Company's Management Article stipulating the appointment of a Board of Directors under a separate contract, the General Assembly has resolved to appoint the following:</p> <p>A Board of Directors composed of (not less than three) members, namely</p> <table><thead><tr><th>Name</th><th>Nationality</th><th>Position</th></tr></thead><tbody><tr><td>Basel bin Saud bin Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Chairman of the Board</td></tr><tr><td>Bandar bin Saud bin Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Vice Chairman of the Board</td></tr><tr><td>Mohammed bin Ibrahim bin Abdulmohsen Al-Huqail</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Hassan bin Ali bin Abdulmohsen Al-Jishi</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Muneer bin Ahmed bin Mohammed Al-Siri</td><td>Saudi Arabia</td><td>Board Member</td></tr><tr><td>Barakat bin Saud bin Mohammed Al-Arifi</td><td>Saudi Arabia</td><td>Board Member</td></tr></tbody></table>	Name	Nationality	Position	Basel bin Saud bin Mohammed Al-Arifi	Saudi Arabia	Chairman of the Board	Bandar bin Saud bin Mohammed Al-Arifi	Saudi Arabia	Vice Chairman of the Board	Mohammed bin Ibrahim bin Abdulmohsen Al-Huqail	Saudi Arabia	Board Member	Hassan bin Ali bin Abdulmohsen Al-Jishi	Saudi Arabia	Board Member	Muneer bin Ahmed bin Mohammed Al-Siri	Saudi Arabia	Board Member	Barakat bin Saud bin Mohammed Al-Arifi	Saudi Arabia	Board Member	Amendment
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			And for this purpose, they shall have all the powers stipulated in the Articles of Association.	Faisal bin Hawwas bin Farhan Al-Atawi Al-Shammari	Saudi Arabia	Managing Director & Board Member	
				Faisal bin Hawwas bin Farhan Al-Atawi Al-Shammari	Saudi Arabia	Chief Executive Officer	
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