

Results of the Extraordinary General Assembly Meeting

- 1- Reviewed and discussed the Board of Directors' Report for the fiscal year ending on 31/12/2023G.
- 2- Reviewed and discussed the bank's financial statements for the fiscal year ending on 31/12/2023G.
- 3- Approval of the Auditors report on the bank's accounts for the fiscal year ending on 31/12/2023G, after discussing it.
- 4- Approval of the Board of Director's recommendation to distribute cash dividends for the second half of the fiscal year 2023G by 1.00 SR per share, i.e. a total of SR 1,197.74 million representing 10% of share's nominal value, provided that the entitlement to dividends is for shareholders holding the shares by the end of the trading day of the Assembly date, and those registered in the bank's shareholders registry held with the Securities Depository Center Company (Edaa) at the end of the second trading day following the entitlement date, where the distribution begins on Tuesday 11/06/2024G, corresponding to 05/12/1445H. Therefore, the total dividends distributed to shareholders for the fiscal year ending on 31/12/2023G is SR 2,337.95 million by 1.95 SR per share, representing 19.5% of share's nominal value.
- 5- Approval of delegating the Board of Directors to distribute interim dividends on a biannually or quarterly basis for the fiscal year 2024G.
- 6- Approval of the discharge of Directors from their liabilities for the year ending 31/12/2023G.
- 7- Approval of paying an amount of (SAR 7,957,479) as remuneration to the Board of Directors for the fiscal year ending on 31/12/2023G.
- 8- Approval of delegating the Ordinary General Assembly's powers to Board of Directors as stipulated in paragraph (1) of Article (27) of the Companies Law, for a period of one year from the General Assembly's approval, or until the end of the Board of Directors' term whichever is earlier, in accordance with the terms stated in the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
- 9- Approval of delegating the Ordinary General Assembly's powers to Board of Directors as stipulated in paragraph (2) of Article (27) of the Companies Law, for a period of one year from the General Assembly's approval, or until the end of the Board of Directors' term whichever is earlier, based on the Standards for Competing Business with Banque Saudi Fransi approved by the Ordinary General Assembly on December 2021.
- 10- Approval of the appointment of external auditors (Ernst & Young Professional services (Professional LLC), with the amount of SAR 2,900,000 excluding VAT and Deloitte and Touche & Co. Chartered Accountants, with the amount of SAR 2,920,00 excluding VAT) from among the candidates based on the Audit committee's recommendation, to audit the bank's annual financial statements for the second, third quarters and annual financial statements for the fiscal year 2024 and the first quarter of the fiscal year 2025.
- 11- Approval of amending Audit Committee Charter.
- 12- Approval of amending Board Nomination, Membership, Assessment and Succession Policy.
- 13- Approval of amending Remuneration and Compensation Policy for Board and Board Committees.
- 14- Approval of amending Corporate Social Responsibility Policy.
- 15- Approval of the Remuneration Policy for Senior Management.
- 16- Approval of the Employees' Shares plans (Share-Based Employee Remuneration Plans) and delegating the board of directors to approve any future amendments to the plans.
- 17 -Approval of business and contracts concluded between the bank and ABANA Enterprise Group Company, in which the Board of Directors member, Mr. Abdulrahman Alrashed, has an indirect interest, which is a contract of maintenance of cash counting machines and leasing to own agreement, from 01/04/2015G to 13/06/2026G, with a total amount of SAR 314,849 paid for 2023, without preferential terms.

- 18- Approval of business and contracts concluded between the bank and Alkhaleej Training and Education, in which the Board of Directors member, Mr. Abdulrahman Al Rashed, has an indirect interest, which is a contract of manpower and professional services from 01/01/2023G to 31/12/2023G, with a total amount of SAR 8,136,966.03 paid for 2023, without preferential terms.
- 19- Approval of business and contracts concluded between the bank and Burj Assila For Hotel Services Company, in which the Board of Directors member, Mr. Bader Al Essa, has an indirect interest, which is providing Hotel services, with a total amount of SAR 248,266.14 paid for 2023, without preferential terms.
- 20- Approval of business and contracts concluded between the bank and Malathik Real Estate Investment Company, in which the Board of Directors member, Mr. Abdulrahman Al Rashed, has an indirect interest, which is providing car parking, from 01/04/2023G to 31/03/2024G with a total amount of SAR 491,000 , without preferential terms.
- 21- Approval of business and contracts concluded between the bank and Panda Retail Company, in which the Board of Directors member, Mr. Bader Al Issa, has an indirect interest, which is a contract to rent ATM sites, from 01/12/2021G to 31/01/2025G, with a total amount of SAR 230,500.00 paid for 2023 without preferential terms.
- 22- Approval of business and contracts concluded between the bank and Riyadh Marriott Hotel, in which the Board of Directors member, Mr. Bader Al Issa, has an indirect interest, which is providing Hotel services, with a total amount of SAR 34,500.00 paid for 2022 without preferential terms.
- 23- Approval of the purchase by Bank of a number of its shares with a maximum of (2,864,388) of its shares to allocate them within the bank's Share-Based Employee Remuneration Plans. The purchase will be financed through the bank's own resources, and the board of directors will be authorized to complete the purchase process within a maximum period of twelve (12) months from the date of the Extraordinary General Assembly's decision. The purchased shares will be kept by the Bank for a period not exceeding ten (10) years from the date of Extraordinary General Assembly approval, as a maximum period until shares are allocated to the eligible employees. Once the said period lapses, the bank shall follow the rules and procedures stipulated in the relevant laws and regulations.