



**VOTING REULST ON THE AGENDA OF ABDULLAH AL OTHAIM MARKETS
COMPANY EIGHT SHARHLODERS ORDINARY GENERAL ASSEMBLY MEETING
(FIRST MEETING)**

Which was held on Thursday 13th Shaban 1440H corresponding to 18 April 2019G

- 1) Approving the Auditor Report for the fiscal year ending 31/12/2018G.
- 2) Approving the Company consolidated financial statements for the fiscal year ending 31/12/2018G.
- 3) Approving the Board of Directors Annual Report for the year ending 31/12/2018G.
- 4) Approving the Acquittal of the Board members for the year ending 31/12/2018G.
- 5) Approving the recommendation of the Board of Directors to distribute cash dividends to the shareholders for the fiscal year ending 31/12/2018G at the rate of SR (3) per share, with a total amount of SR (270,000,000) representing (30%) of the company share capital. The eligibility of dividends shall be for the shareholders who holds shares be by the end of trading day of the Ordinary General Assembly Meeting and registered in the Securities Depository Center Company (Edaa) on the closing of the of the second trading day the General Assembly Meeting. The dividends will be distributed to the eligible shareholder and will be deposited into their bank portfolio on Thursday 09/05/2019G through Al-Rajhi bank.
- 6) Approving appointing Dr. Mohamed Al-Amri & Co as a Company auditors according to the audit Committee recommendation to audit & review the Company second, third, fourth and annual financial statements for the fiscal year 2019G, and the 1st quarter of the year 2020G and determining their fees.
- 7) Approving the payment of total amount of SR (7,918,450) as remunerations and Compensations to the board members and its committees against theirs membership and executives duties as included in the board of directors annual report for the period from 1st January 2018G up to 31st December 2018G.
- 8) Approving authorizing the Board of Directors to distribute interim dividends, semi-annual or quarterly, for the fiscal year 2019G, and setting the eligibility and payment dates in accordance with the regulatory rules and procedures issued pursuant to the companies law.
- 9) Approving the transactions and contracts implemented between the company and Al-Othaim Holding Company, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim has an interest, The transactions are the leasing and rent contract for various periods, with a total value of SR (820,050), where the value of transactions for the year 2018G was SR(820,050).There are no preferential terms in these transactions
- 10) Approving the transactions and contracts implemented between the company and Al-Othaim Holding Company, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim has an interest, The transactions are rent contracts for the rental and labor outsourcing services on a monthly basis and for period of (2) years, with total value of SR (473,584). The value is variable and will be calculated at the end of the year .Where the value of transactions for the year 2018G was SR (473,584).There are no preferential terms in these transactions.

- 11) Approving the transactions and contracts implemented between the company and Abdullah Al-Othaim Company for Investment and its subsidiaries, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and Vice-Chairman Mr. Fahad Abdullah Saleh Al-Othaim have an interest, The transactions are leasing and rent contracts with various periods, with a total value of SR (51,355,265). Where the value of transactions for the year 2018G was SR (51,355,265). There are no preferential terms in these transactions.
- 12) Approving the transactions and contracts to be implemented between the company and Abdullah Al-Othaim Company for Investment and its subsidiaries, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and Vice Chairman of the of the Board Mr. Fahad Abdullah Saleh Al-Othaim have an interest, The transactions are rent contracts of two Supermarkets for a various period, with a total value of SR (4,369,140). There are no preferential terms in these transactions.
- 13) Approving the transactions and contracts implemented between the company and Abdullah Al-Othaim Company for Investment and its subsidiaries, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and Vice Chairman of the of the Board Mr. Fahad Abdullah Saleh Al-Othaim have an interest, The transaction is joint housing rent contract for the employees of the sister companies for a period of one year, with a total value of SR (230,265). The value is variable and will be calculated at the end of the year. Where the value of transactions for the year 2018G was SR (230,265). There are no preferential terms in this transaction.
- 14) Approving the transactions and contracts implemented between the company and Abdullah Al-Othaim Company for Investment, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and Vice-Chairman of the Board Mr. Fahad Abdullah Saleh Al-Othaim have an interest,. The transaction is a contract for Joint Services Contract for a period of one year with a total value of SR (1,174,913). The value is variable and will be calculated at the end of the year. Where the value of transaction for the year 2018G was SR (1,174,913). There are no preferential terms in this transaction.
- 15) Approving the transactions and contracts implemented between the company and Abdullah Al-Othaim Company for Investment, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and Vice-Chairman of the Board Mr. Fahad Abdullah Saleh Al-Othaim have an interest, The transaction is a contract to provide services activities Marketing in commercial complexes for one year, that are carried out by Abdullah Al-Othaim markets company in the commercial complexes belonging to Abdullah Al-Othaim Company for Investment with a total value of SR (3,167,473). The value is variable and will be calculated at the end of the year. Where the value of transaction for the year 2018G was SR (3,167,473). There are no preferential terms in this transaction.
- 16) Approving the transactions and contracts implemented between the Company and Abdullah Al-Othaim Company for Investment and its subsidiaries, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and the Vice-Chairman of the Board Mr. Fahad Abdullah Saleh Al-Othaim have an interest, The transactions are contracts for rent and the leasing of labor services, with a total value of SR (1,970,473). The value is variable and will be calculated at the end of the year. Where the value of transactions for the year 2018G was SR (1,970,473). There are no preferential terms in this transactions.
- 17) Approving the transactions and contracts implemented between the Company and Abdullah Al-Othaim Company for Investment, where the Chairman of the Board of Directors Mr. Abdullah Saleh Ali Al-Othaim and the Vice-Chairman of the board Mr. Fahad Abdullah Saleh Al-Othaim have an interest,. The transactions are contracts for electricity services and benefits in the leased branches, and services for billboards in the commercial complexes for a period of one year, with a total value of SR (4,415,230), The value is variable and will be calculated at the end of the year. Where the value

of transactions for the year 2018G was SR (4,415,230). There are no preferential terms in this transactions.

- 18) Approving the transaction and contracts implemented between the Company and Mueen Company for human resources "a subsidiary", where the board member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, The transaction is a contract of employment services lease for a period of two years, with a total value of SR (59,925,596). The value is variable and will be calculated at the end of the year. Where the value of transaction for the year 2018G was SR (59,925,596). There are no preferential terms in this transaction.
- 19) Approving the transaction and contracts implemented between Mueen Company for human resources "a subsidiary" and Riyadh Company for Food Industries which (55%)owned indirectly by the company , where a board a member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, The transaction is a contract for rent of employment services for two years with a total value of SR (2,708,046). The value is variable and will be calculated at the end of the year. Where the value of transaction for the year 2018G was SR (2,708,046). There are no preferential terms in this transaction.
- 20) Approving the transaction and contracts to be implemented between the Thamrat AlGasim Company (a subsidiary) and Mueen Company for human resources "A subsidiary", where the board member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, The transaction is a contract for rent labour services for a period of two years and with a rental value of SR (751,084). The value is variable and will be calculated at the end of the year. There are no preferential terms in this transaction.
- 21) Approving the transaction and contracts to be implemented between the Alothaim Holding Company and Mueen Company for human resources "A subsidiary", where the board member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, the transaction is a contract for rent labour services for a period of two years and with a rental value of SR (272,859). The value is variable and will be calculated at the end of the year . There are no preferential terms in this transaction.
- 22) Approving the transactions and contracts implemented between the company and Mueen for Human Resources Company "a subsidiary", where the board member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, The transactions are contract for rent and lease of real estates for various periods with total value of SR (2,177,713). Where the value of transactions for the year 2018G was SR (2,177,713). There are no preferential terms in these transactions.
- 23) Approving the transaction and contracts implemented between the company and Riyadh Company for Food Industries which (55%) owned indirectly by the company, where the board member Mr. Abdul Aziz Abdullah Saleh Al-Othaim has an interest, The transaction is a contract to supply food products for period of one year with a total value of SR (130,430,946). The value is variable and will be calculated at the end of the year. Where the value of transaction for the year 2018G was SR (130,430,946). There are no preferential terms in this transaction.
- 24) Approving the transactions and contracts implemented between the company and the Dani Commercial Company, where the board members Mr. Saleh Mohammed Saleh Al-Othaim has an interest, The transactions are contracts for leasing exhibitions for a period of three years with a total rental value of SR(673,000). Where the value of transactions for the year 2018G was SR (673,000), there are no preferential terms in this transactions.
- 25) Approving the transaction and contracts implemented will be between the company and the General Organization for Social Insurance, where the board member Mr. Bandar Nasser Hamad Al-Tamimi has an interest, in respect of a lease contract for land investment with an annual rent value of SR (5,562,500) for period of one year. Where the value of transaction for the year 2018G was SR (5,562,500). There are no preferential terms in this transaction.