Meeting Agenda 2023



- 1. Review and discuss the Board of Directors' report for the fiscal year ending on 31/12/2022.
- 2. Voting on the independent auditor's report on the Company's Financial Statements for the fiscal year ending on 31/12/2022.
- 3. Review and discuss the financial statements of the Company for the fiscal year ending on 31/12/2022.
- 4. Voting to authorize the Board of Directors to distribute cash dividends quarterly / semi-annually for the fiscal year 2023
- 5. Voting on delegating to the Board of Directors, the authorization powers of the General Assembly stipulated in paragraph (1) of Article 71 of the Companies Law, for a period of one year starting from the date of the approval by the General Assembly or until the end of the session of the authorized Board of Directors' term, whichever is earlier, in accordance with the conditions set forth in the Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies.
- 6. Voting to suspend the transfer of (10%) net profit to statutory reserve as the statutory reserve of the Company has already reached 30% of the share capital as at 31/12/2021 (beginning of the year ending on 31/12/2022).
- 7. Voting on the business and contracts that have been concluded between the Company and the Natural Gas Distribution Company- an associate company, in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his representation in the Board of Directors of the company. The main activity of the Company is the purchase of natural gas and its distribution to industrial units in Riyadh. The value of transactions during the year 2022 amounted to of SAR 42.8 million for purchase orders. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 8. Voting on the business and contracts that have been concluded between the Company and the Natural Gas Distribution Company- an associate company, in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his representation in the Board of Directors of the company. The main activity of the Company is the purchase of natural gas and its distribution to industrial units in Riyadh. The value of transactions during the year 2022 amounted to of SAR 396 thousand for dividends received. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 9. Voting on the business and contracts concluded between the Company and Ceramic Pipes Company- a subsidiary company, in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his representation in the Board of Directors of the Company. The main activity of the company is manufacture and sale of clay pipes. The value of transactions during the year 2022 was SAR 17.8 million for loans and payment of liabilities. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 10. Voting on the business and contracts concluded between the Company and Ceramic Pipes Company- a subsidiary company, in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his representation in the Board of Directors of the Company, The value of transactions during the year 2022 was SAR 1.9 million for sales of products. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 11. Voting on the business and contracts that have been concluded between the Company and the Saudi Trukkin Company, in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his membership in the Board of Directors of Batic Investments and Logistics Co. which owns 14% in Saudi Trukkin Company. The value of transactions during the year 2022 amounted to SAR 4.6 million for transportation of Company products. The indirect interest ended in April 2022 after the resignation of Mr. Majed Bin Abdullah Al Issa from the Board of Directors of Batic. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 12. Voting on the business and contracts that have been concluded between the Company and the Saudi Transport and Investment Company (Mubarrad), in which a member of the Board of Directors, Mr. Majed Bin Abdullah Al Issa has an indirect interest through his membership in the Board of Directors of Batic Investments and Logistics Co. which owns 100% shares of Mubarrad, The value of transactions during the year 2022 amounted to SAR 1.4 million for transportation of Company products. The indirect interest ended in April 2022 after the resignation of Mr. Majed Bin Abdullah Al Issa from the Board of Directors of Batic. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 13. Voting on the business and contracts that have been concluded between the Company and the AXA (Gulf Insurance Group), in which the Chairman of the Board of Directors, Mr. Yousef bin Saleh Aba AlKhail has an indirect interest through his chairmanship of the Board of Directors of AXA (Gulf Insurance Group). The value of transactions during the year 2022 amounted to SAR 9 thousand for purchase of insurance policy. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 14. Voting on the business and contracts that have been concluded between the Company and the CHUBB Cooperative Insurance Company, in which the Vice Chairman of the Board of Directors, Mr. Abdulaziz Bin Abdulkarim Al Khuraiji has an indirect interest through his membership in the Board of Directors of CHUBB Cooperative Insurance Company. The value of transactions during the year 2022 amounted to SAR 447 thousand for purchase of insurance policy. These transactions are on prevailing commercial terms without any preferential dealings. (attached).
- 15. Voting on appointing the external auditor of the Company from among the candidates based on the Audit Committee's recommendation. The appointed auditor shall examine, review, and audit the second, third quarter and the annual financial statements of the fiscal year 2023, and the first quarter of the fiscal year 2024. The auditor's remuneration shall also be determined (attached).