



**Saudi Automotive Services Company
(SASCO)**

**Result of thirty-seventh
Ordinary general assembly meeting
(First Meeting)**

1. Approval of Board's report for fiscal year ending on 31 Dec. 2019.
2. Approval of Auditor's report for fiscal year ending on 31 Dec. 2019.
3. Approval of SASCO consolidated financial statements for fiscal year ending on 31 Dec. 2019.
4. Approval to appoint the **Alazem & AlSudairy Co. (Crowe)** as the auditor of the company from among the candidates based on the recommendation of the audit committee, to examine, review and audit the 2nd Q, 3rd Q, 4th Q and annual financial statements for the fiscal year 2020 and the 1st quarter of 2021, and determine its fees.
5. Approval of Board members' discharge for fiscal year ending on 31 Dec. 2019.
6. Approval of Board's recommendation to distribute cash profits to shareholders for the fiscal year ending on 31 Dec. 2019 at SR 1 per each share equivalent to 10% of SASCO capital in a total amount of SR 60 million. The entitlement would be for shareholders registered with the Securities Depository Center Company (Idaa) by the end of the second trading day following the date on which the ordinary general assembly convened. The date and method of distribution shall be announced later.
7. Approval of payment of a remuneration to the board members at a total amount of SR 1.8 million, with each member to receive SR 200,000 for the fiscal year of 2019.
8. Approval of authorizing the Board of Directors to distribute interim dividends to shareholders on a semi-annual or quarterly basis for the fiscal year 2020.
9. Approval of delegating the Board of Directors the authority of the Ordinary General Assembly with the license mentioned in Paragraph (1) of Article 71 of the Companies Law, for a period of one year from the date of approval of the General Assembly or until the end of the delegated Board of Directors session, whichever is earlier, according to the conditions mentioned in the controls and the regulatory procedures issued in implementation of the corporate system for listed joint stock companies.
10. Approval of "**criteria for competition of a member of the Board of Directors for the company or one of its branches of activity**".
11. Approve the works and contracts that will be concluded between SASCO and NAHAZ Investment Company, in which some members of the Board have a direct interest in them, Where Mr. Ibrahim bin Mohammed Al-Hudaithi (nonexecutive member) and Mr. Sultan bin Mohammed Al-Hudaithi (executive member), each of them holds a stake amounting to (0.02%) of its capital, and these transactions are for Ostool Al-Naqel company (a subsidiary company) renting a site from NAHAZ Investment Company against an amount of (576,000 SAR annually) for the purpose of using it as the headquarters of Ostool Al-Naqel company and housing for employees, and there are no Preferential conditions in this business and contracts.
12. Approve the works and contracts that will be concluded between SASCO and DAKKIN Advertising, in which some members of the Board of Directors have a direct interest, where Mr. Ibrahim bin Mohammed Al-Hudaithi (a non-executive member) owns a share of (33.34%) of its capital, Mr. Majid bin Mohammed Al Othman (non-executive member) has a share of (33.33%) of its capital and Mr. Sultan bin Mohammed Al-Hudaithi (executive member) owns a share of (33.33%) of its capital, and these transactions represent services and business in the field of advertising, noting that the amount of transactions during 2019

amounted to 71.2 thousand riyals, and there are no preferential conditions in these transactions and contracts.

13. Approval of the works and contracts that will be concluded between SASCO and Mulkia Investment Company, in which some members of the Board of Directors have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (non-executive member) who owns a share of (17.67%) of its capital, Mr. Sultan bin Mohammed Al-Hudaithi (Executive member) owns a share of (21.45%) of its capital, while Mr. Sulaiman bin Ali Al Khudhair (non-executive member) owns a share of (0.67%) of its capital and Mr. Majid bin Mohammed Al Othman (non-executive member) owns a share of (0.67%) of its capital. These transactions represent an investment portfolio management agreement with AlAhli Capital, at a value of (50 million riyals), and there are no preferential terms in these transactions and contracts.
14. Approval of the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and the NAHAZ Investment Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (non-executive member) and Mr. Sultan bin Mohammed Al-Hudaithi (executive member). Each of them owns a share of (0.02%) of its capital, and these transactions represent a lease contract by Zaiti Petroleum Services company for two stations No. (1 and 2) from NAHAZ Investment Company with an amount of (1.1 million riyals annually), and there are no preferential terms in these transactions and contracts.
15. Approval of the works and contracts that will be concluded between the Zaiti Petroleum Services Company (a subsidiary company) and Al-Madaen Stars Real Estate Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (a non-executive member) who owns a share of (97.75%) of the capital of Al Madaen Star for Real Estate Company and is the Chairman of its Board of Directors, Mr. Majid bin Mohammed Al Othman (non-executive member), a member of the Board of Directors of Al Madaen Star for Real Estate Company and Mr. Sultan bin Mohammed Al Hudaithi (Executive Member) member of the Board of Directors of Al-Madaen Stars Group. These transactions represent a lease contract for Zaiti Petroleum Services Co. for station No. (8) from Al-Madaen Star for Real Estate Company, at an amount of (300,000 riyals annually), and there are no preferential terms in these transactions and contracts.
16. Approve the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Zawaya Real Estate Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (a non-executive member) who owns a share of (42.96%) of the capital of Zawaya Real Estate Company and Chairman of its Board of Directors, Mr. Majid bin Mohammed Al Othman (nonexecutive member) owns a share of (0.29%) of the capital of Zawaya Real Estate Company and is a member of its board of directors and Mr. Sultan bin Mohammed Al-Hudaithi (executive member) owns a share of (1.8) % (Of the capital of Zawaya Real Estate Company and a member of its board of directors. These transactions represent a lease contract by Zaiti Petroleum Services Company for Station No. (9) from Zawaya Real Estate Company at

an amount of (300 thousand riyals annually), and there are no preferential conditions in these transactions and contracts.

17. Approve the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Al-Madaen Star Real Estate Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (a non-executive member) who owns a share of (97.75%) of the capital of Al Madaen Star Real Estate Company and is the Chairman of its Board of Directors, Mr. Majid bin Mohammed Al Othman (non-executive member), a member of the Board of Directors of Al Madaen Star for Real Estate Company and Mr. Sultan bin Mohammed Al Hudaithi (Executive Member) member of the Board of Directors of Al-Madaen Star Group. These transactions represent a lease contract by Zaiti Petroleum Services Company for station No. (10) from Al-Madaen Star Real Estate Company, at an amount of (800,000 riyals annually), and there are no preferential terms in these transactions and contracts.
18. Approval of the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Al-Madaen Star Real Estate Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (a non-executive member) who owns a share of (97.75%) of the capital of Al Madaen Star Real Estate Company and is the Chairman of its Board of Directors, Mr. Majid bin Mohammed Al Othman (non-executive member) member of the Board of Directors of Al Madaen Star Real Estate Company and Mr. Sultan bin Mohammed Al Hudaithi (executive member) member of the Board of Directors of the Al Madaen Star Group Company. These transactions are a contract for the Zaiti Petroleum Services Company of station No. (11) from Al-Madaen Star Real Estate Company, at an amount of (250,000 riyals annually), and there are no preferential terms in these transactions and contracts.
19. Approval of the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and NAHAZ Investment Company, in which some members of the Board have a direct interest , namely Mr. Ibrahim bin Mohammed Al-Hudaithi (non-executive member) and Mr. Sultan bin Mohammed Al-Hudaithi (executive member) as each of them holds a share of (0.02%) of its capital, and these transactions represent fuel purchases from Zaiti Petroleum Services Co. by NAHAZ Investment Company, knowing that the amount of the deal during 2019 amounted to 56.7 thousand riyals, and there are no preferential conditions in these business and contracts.
20. Approve the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Al-Madaen Star Group Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi, a non-executive member (Chairman of the Board of Directors of the Al-Madaen Star Group Company), holds a direct and indirect share of 97.75% of its capital), Mr. Majid bin Mohammed Al Othman (a non-executive member) the managing director of Al Madaen Star Group Company and Mr. Sultan bin Mohammed Al Hudaithi (an executive member) a member of the board of Directors of the Al Madaen Star Group Company, and these transactions represent fuel purchases from Zaiti Petroleum Services Company by Al Madaen Star Group company, noting that

- the transaction amount during 2019 amounted to 154.06 thousand riyals, and there are no preferential terms in these transactions and contracts.
21. Approve the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Mr. Majid bin Mohammed Al-Othman (a non-executive member). These transactions represent fuel purchases from the Zaiti Petroleum Services Company by Mr. Majid Bin Mohammed Al-Othman (non-executive member), knowing that the amount of transactions during 2019 amounted to 10 thousand riyals, and there are no preferential conditions in these transactions and contracts.
 22. Approve the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Zaway Real Estate Company, in which some members of the Board of Directors have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi (A nonexecutive member) owns a share of (42.96%) of the capital of Zawaya Real Estate Company and the Chairman of its Board of Directors, Mr. Majid bin Mohammed Al Othman (a nonexecutive member) who owns a share of (0.29%) of the capital of Zawaya Real Estate Company and is a member of the Board Its Directors and Mr. Sultan bin Mohammed Al-Hudaithi (executive member) owns a share of (1.8%) of the capital of Zawaya Real Estate Company and a member of its board of directors, and this deal represents purchases of fuel from Zaiti Petroleum Services Company by the Zawaya real estate company, noting that the transaction amount during 2019 amounted to 8,483 riyals, and there are no preferential terms in these transactions and contracts.
 23. Approval of the works and contracts that will be concluded between Zaiti Petroleum Services Company (a subsidiary company) and Fun Gate Company, in which some members of the Board have a direct interest, namely Mr. Ibrahim bin Mohammed Al-Hudaithi, a non-executive member (Chairman of Fun Gate Company) who owns a direct and indirect share of 97.75% of its capital, Mr. Majid bin Mohammed Al Othman a non-executive member, Managing Director of Fun Gate Company and Mr. Sultan bin Mohammed Al-Hudaithi, Executive Member, a member of the Board of Directors of Fun Gate Company, and these transactions represent lease by Fun portal for residential rooms in Station No. (2) of Zaiti petroleum services company, noting that the transaction amount during 2019 amounted to SR 50 thousand, and there are no preferential terms in this business and contracts.