



Voting Results of the Extraordinary General Assembly's Meeting Agenda

(First Meeting)

Monday, June 24, 2024, corresponding to Dhul Hijjah 18, 1445 H
via modern technology (Remotely)

Astra Industrial Group
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The Board of Directors of Astra Industrial Group is pleased to announce the results of the Extraordinary General Assembly Meeting, which was held by using modern technology on 24 June 2024 at 07:30 p.m. After reaching the quorum of 66.21%, the voting results are as follows:

1. The financial statements for the fiscal year ended on 31/12/2023 was **reviewed and discussed**.
2. **Approved** the external auditor report of the fiscal year ending on 31/12/2023 after discussing it.
3. The Board of Directors' report for the fiscal year ended on 31/12/2023 was **reviewed and discussed**.
4. **Approved** the appointing of **Ernst & Young (EY)** as the External Auditor for the Company from among the candidates, based on the Audit Committee (AC) recommendation in this regard, to review and audit the Company's interim Financial Statements for the second, third quarter and annual financial statements of the fiscal year 2024, and the first quarter of the fiscal year 2025, and the total fees of **2,250,000 SAR** excluding VAT.
5. **Approval of** the business and contracts concluded between the group and Prince Fahed Bin Sultan Hospital where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is medicines sale and in the amount of SAR 3,041,201 for 2023 with no preferential conditions.
6. **Approval of** a business and contracts concluded between the group and Astra Farms Company where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is fertilizers sales and in the amount of SAR 886,570 for 2023 with no preferential conditions.
7. **Approval of** a business and contracts concluded between the group and Arab Supply & Trading Company (ASTRA) - constructions branch where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is Steel constructions installation and repair and in the amount of SAR 1,423,100 for 2023 with no preferential conditions.

8. **Approval of** a business and contracts concluded between the group and Nour Net Communications company where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is internet services and in the amount of SAR 851,712 for 2023 with no preferential conditions.
9. **Approval of** a business and contracts concluded between the group and Astra Farm where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is transporting goods and in the amount of SAR 414,749 for 2023 with no preferential conditions.
10. **Approval of** a business and contracts concluded between the group and Astra Food/commercial branch where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is purchasing food products and in the amount of SAR 1,487,124 for 2023 with no preferential conditions.
11. **Approval of** a business and contracts concluded between the group and Arab Supply & Trading Company (ASTRA) - constructions branch where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the contract is Steel constructions installation and repair and in the amount of SAR 761,167 for 2023 with no preferential conditions.
12. **Approval of** a business and contracts concluded between the group and Maseera International Co. where Mr. Sabih Masri (Non executive), Mr. Khaled Masri (Non executive) and Mr. Kamil Sadeddin (Non executive) and Mr. Ghassan Akeel (Non executive) board members have indirect interest, the transaction is dividends – Non cash transaction and in the amount of SAR 58,453,853 for 2023 with no preferential conditions.
13. **Approval of** the participation of the Board member Mr. Sabih Masri (Non executive) in a business competing with the Company's business.
14. **Approval of** the participation of the Board member Mr. Khaled Masri (Non executive) in a business competing with the Company's business.
15. **Approval of** the participation of the Board member Mr. Ghassan Akeel (Non executive) in a business competing with the Company's business.

16. **Approval of** discharge the members of Board of Directors from liability for their management of the Company during the year ending on 31/12/2023.
17. **Approval of** disbursement of SAR (2,250,000) as remuneration for board members for the year ended as of 31/12/2023.
18. **Approval of** the recommendation of the Board of Directors to distribute cash dividends to shareholders for the year 2023 with total amount of SAR 200 million at SAR 2,50 per share, which represents 25% of par value. Eligibility for the dividends of the year will be to the shareholders registered in the Company's share registry at the Depository Center at the end of the second trading day following extraordinary General Meeting date, the distribution will be starting from **30th June 2024**.
19. **Approval of** authorizing board of directors to distribute quarterly or semiannual dividends for the fiscal year 2024.
20. **Approval of** amending the company's Bylaws to conform with the new companies' Law, and rearranging and numbering the Bylaws' articles; to conform with the proposed amendments.
21. **Approval of** transferring the statutory reserve balance of SAR (406,568,677) as in the financial statements for the year ending December 31, 2023, to retained earnings.
22. **Approval of** the Competing Business Standards Policy.
23. **Approval of** the amendments to the Audit Committee Charter.
24. **Approval of** the amendments to the Nomination and Remuneration Committee Charter.
25. **Approval of** the amendments to the Policies, Standards, and procedures for Board Membership Charter.
26. **Approval of** the amendments to Board, Committees & Executive Management Remuneration Policy.
27. **Approval of** the payment of additional fees to external auditor PwC, in the amount of SAR 175,000 for the additional work performed in relation to audit of additional subsidiaries not included in original scope of the engagement for the year 2022.
28. **Approval of** the Employee Shares Incentive Plan and to authorize the Board of Directors to determine the terms of this plan, including the allocation price for each share offered to employees if offered for consideration.

29. **Approval of** the company's purchase of a number of its shares, with a maximum of (300,000) shares for the purpose of allocating them to the Employees Shares Incentive Plan, the purchase will be financed through the Company's own resources and/or using credit facilities and to authorize the Board of Directors to complete the purchase within a maximum period of (12) months from the date of the Extraordinary General Assembly's approval. The Company may retain the treasury shares for a maximum period of ten years from the date of the Extraordinary General Assembly decision, and after the expiry of this period, the Company will follow the procedures and policies stipulated in the relevant laws and regulations.