

Etihad Etisalat Co. (Mobily)

Voting Results of the Extraordinary General Assembly Meeting's Agenda

Conducted in Riyadh City – Mobily Head Office - through modern
technology means

On 27-06-2024, corresponding to 21-12-1445H.

At 19:40

1. Reviewed and discussed the Company's financial statements for the fiscal year ending 31 December 2023.
 2. Approved the auditor's report for the fiscal year ending 31 December 2023 post its discussion.
 3. Reviewed and discussed the Board of Directors' report for the fiscal year ending 31 December 2023.
 4. Approved releasing the members of the Board of Directors from their liabilities for the fiscal year ending 31 December 2023.
 5. Approved the appointment of Ernst & Young (EY) as an External Auditor for the Company among nominees based on the recommendation of the Audit Committee to examine, review, and audit the interim financial statements starting with the 2024 quarterly (second and third) and annual statements up to the first quarter of 2025, and determine its fees with the amount of SAR 6,710,000.00.
 6. Approved the businesses and contracts made with Emirates Telecommunications Group Company, where the following members of the Board of Directors were indirectly interested: (for the current term: Eng. Khalifa Al Shamsi, Eng. Hatem Dowidar, and Dr. Mohammed Karim Bennis). Details of which are:
Interconnection and roaming services rendered of 127,620 thousand SAR, interconnection and roaming services received of 352,924 thousand SAR, and other telecommunications services of 16,776 thousand SAR, without preferential conditions.
 7. Approved the businesses and contracts made with Emirates Telecommunications Group Company, where the following members of the Board of Directors were indirectly interested: (for the current term: Eng. Khalifa Al Shamsi, Eng. Hatem Dowidar, and Dr. Mohammed Karim Bennis). These contracts are related to providing interconnection & roaming services, as well transactions with international telecommunications service providers through officially signed roaming agreements with Emirates Telecommunications Group Company (PJSC) with total transaction revenue of (51.8) million US dollars and total transaction cost of (57.9) million US dollars, without preferential conditions.
 8. Disapproval of the businesses and contracts made with Emirates Telecommunications Group Company, where the following members of the Board of Directors were indirectly interested: (for the current term: Eng. Khalifa Al Shamsi, Eng. Hatem Dowidar, and Dr. Mohammed Karim Bennis), which is a 3-year venture capital investment of SAR 300 million. The agreement will be signed upon fulfillment of all requirements from the relevant government authorities and obtaining the necessary approvals, without preferential conditions.

Due to the non-approval of Agenda item 8 by the General Assembly, and since this agreement has not yet been signed, it has been rescinded in accordance with paragraph (B) of Article 67 of the Implementing Regulations of the Companies Law for Listed Joint Stock Companies.
 9. Approved the businesses and contracts made between the Company and Elm Information Security company, where the member of the Board of Directors, Dr. Khaled Abdulaziz Alghoneim is indirectly interested. These include rendered communications services valued at SAR 12,057,824, and received authentication and the device supply services valued at SAR 24,818,229, without preferential conditions.
 10. Approved the businesses and contracts made between the Company and Bayan company, where the member of the Board of Director, Dr. Khaled Abdulaziz Alghoneim is indirectly interested. These include a data center hosting project and provisioning of network services rendered, amounting to SAR 1,444,520, as well as credit reporting package services received amounting to SAR 66,666, without preferential conditions.
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11. Approved the businesses and contracts made between the Company and Almoammar Company, where the Chairman of the Board of Director, Mr. Abdulkareem Ibraheem Alnafeh is indirectly interested. These contracts include a set of communications services rendered valued at SAR 463,895, and received technical solutions and information systems amounting to SAR 27,709,436, without preferential conditions.
 12. Approved the businesses and contracts made between Mobily Pay company and Mozon Company, where the member of the Board of Director, Dr. Khaled Abdulaziz Alghoneim is indirectly interested. These include providing a financial fraud and compliance monitoring system for a period of 2 years, at a value of SAR 1,466,250, without preferential conditions.
 13. Approved the businesses and contracts made between the Company and The Company for Cooperative Insurance (Tawuniya), where the members of the Board of Directors, Eng. Homood Abdullah Al Tuwajiri and Dr. Khaled Abdulaziz Alghoneim were indirectly interested. Details of which are to provide medical insurance services to Mobily employees for a period of one year, starting from 01 April 2023 until 31 March 2024, without preferential conditions, at a value of SAR 49,994,879.
 14. Approved delegating the General Assembly Meeting its authorization powers stipulated in paragraph (1) of Article 27 of the Companies Law to the Company's board of directors, for a maximum of one year from the date of approval by the General Assembly to delegate its powers or until the end of the term of the delegated Board of Directors, whichever is earlier, in accordance with the conditions contained in the Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies.
 15. Approved the recommendation of the Board of Directors to distribute cash dividends to the shareholders for the fiscal year ending 31 December 2023 in the amount of 1,116,500 thousand SAR at (SAR 1.45) per share, representing (14.50%) of the nominal value per share. The eligibility of cash dividends will be to shareholders who own the company shares by the end of the trading day of the General Assembly of the company and are enrolled in the Company's registry at the Securities Depository Center Company (Eada) by the end of the second trading day following the eligibility date. The distribution of the dividend will start from 15-07-2024.
 16. Approved amending the Audit Committee Charter.
 17. Approved amending the Nomination and Remuneration Committee Charter.
 18. Approved amending the Board of Directors Membership Policies, Standards and Procedures.
 19. Approved the transfer of the balance of the statutory reserve amounting to 2,648,971 thousand SAR, as shown in the financial statements for the year ended 31 December 2023 to the retained earnings.
 20. Approved the Employees Stock Incentive program and authorizing the Board of Directors to determine the terms of this program, including the allocation price for each share offered to employees, if any.
 21. Approved authorizing the Board of Directors to distribute interim dividends to shareholders on a semi-annual basis for the fiscal year of 2024.
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