



RETAL

Invite to The Extraordinary Assembly Meeting

Thursday Dhu al-Hijjah 21, 1445H corresponding to June 27, 2024G
at 18:30

June 2024AD

Invite to The Extraordinary Assembly Meeting

Agenda Items of the Extraordinary General Meeting :

1. Viewing and discussing the report of the Board of Directors for the fiscal year ending on December 31, 2023.
2. Voting on the company's auditor's report for the fiscal year ending on December 31, 2023 after discussion.
3. Viewing and discussing the financial statements for the fiscal year ending on December 31, 2023.
4. Voting to absolve the members of the Board of Directors from liability for the fiscal year ending on December 31, 2023.
5. Voting on amending the company's Corporate Governance. (attached)
6. Voting on the disbursement of an amount of (2,176,000) riyals as a reward for the members of the Board of Directors for the fiscal year ending on December 31, 2023.
7. Voting on authorizing the Board of Directors to distribute interim dividends semi-annually or quarterly for the fiscal year 2024.
8. Voting on delegating the Board of Directors with the powers of the Ordinary General Assembly with the authorization contained in Paragraph (1) of Article 27 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 session of the delegated Board of Directors, whichever is earlier, in accordance with the conditions stated in the regulatory controls and procedures issued In implementation of the Companies Law for listed joint stock companies.
9. Voting on delegating the Board of Directors with the authority of the Ordinary General Assembly with the authorization contained in Paragraph (2) of Article Twenty-seven 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 session of the delegated Board of Directors, whichever is earlier, for works and activities related to real estate development, construction and public construction. For residential, non-residential and governmental buildings, renting real estate, buying and selling real estate and dividing it, selling activities on the map, real estate management, real estate brokerage, engineering consultancy and real estate activities, general cleaning of buildings.

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10. Voting on appointing the company's auditor from among the candidates based on the recommendation of the Audit Committee in order to examine, review and audit the financials (Q2, and Q3) and annual statements for the fiscal year 2024 AD and the first quarter of 2025 AD, and determine their fees.
11. Voting on the business and contracts that took place between the company and Bawan Company for Metal Industries, in which the board member\ Mr. Abdullah Abdul Latif Al Fozan, the board member \ Mr. Ali Abdulatif Al Fozan, the board member \ Mr. Fozan Mohamed AlFozan, and Member of NRC and Executive Committee\ Mr. Muhammad AbdulAziz Al-Aqil have an indirect interest in them which is the costs of contracts and services during the year 2023 without any preferential conditions or advantages with an amount up to 11,018,913 Saudi riyals. (Attached)
12. Voting on the business and contracts that took place between the company and Madar Building Materials Company Limited, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, the board member \ Mr. Ali Abdulatif Al Fozan, and the board member \ Mr. Fozan Mohamed AlFozan, have an indirect interest in them which is the costs of contracts and services during the year 2023 without any preferential conditions or benefits with an amount up to 57,694,171 Saudi riyals. (Attached)
13. Voting on the business and contracts that took place between the company and Binaa for Ready-mix Products Company, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, the board member \ Mr. Ali Abdulatif Al Fozan, and the board member \ Mr. Fozan Mohamed AlFozan, and Member of NRC and Executive Committee\ Mr. Muhammad AbdulAziz Al-Aqil have an indirect interest in them which is the costs of contracts and services during the year 2023 without any preferential conditions or benefits with an amount up to 21,704,629 Saudi riyals. (Attached)
14. Voting on the business and contracts that took place between the company and Remal Park Fund, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, and the board member \ Mr. Abdullah Faisal Al-Braikan, have an indirect interest in them which is an in-kind contribution to the investment during the year 2023 without any preferential conditions or benefits with an amount up to 43,798,424 Saudi riyals. (Attached)
15. Voting on the business and contracts that took place between the company and Remal Park Fund, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, and the board member \ Mr. Abdullah Faisal Al-Braikan,, have an indirect interest in them which is an advance payment for the purchase of land during the year 2023 without any preferential conditions or benefits with an amount up to 22,881,375 Saudi riyals. (Attached)

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16. Voting on the business and contracts that took place between the company and Al Ahsa Real Estate Fund, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, the board member \ Mr. Ali Abdulatif Al Fozan, and the board member \ Mr. Fozan Mohamed AlFozan, and the board member \ Mr. Fahad Abdulrahman Al Moajel have an indirect interest in them which is a purchase of land during the year 2023 without any preferential conditions or benefits with an amount up to 306,899,581 Saudi riyals. (Attached)
17. Voting on the business and contracts that took place between the company and Al Ahsa Real Estate Fund, in which the board member \ Mr. Abdullah Abdul Latif Al Fozan, the board member \ Mr. Ali Abdulatif Al Fozan, the board member \ Mr. Fozan Mohamed AlFozan, and the board member \ Mr. Fahad Abdulrahman Al Moajel have an indirect interest in them which is redeeming units during the year 2023 without any preferential conditions or benefits with an amount up to 33,766,454 Saudi riyals. (Attached)
18. Voting on “Long-Term Employee Incentives Program” and delegating the Board of Directors to determine the terms of this program, including the allotment price for each share offered to employees, if any.
19. Voting on the company’s purchase of a maximum number of its shares (2,000,000) shares for the purpose of allocating them to the company’s employees within the “Long-Term Employee Incentive Program.” The purchase will be financed from the company’s own resources, and delegating the Board of Directors - or its delegate - to complete the purchase process within a maximum period of (12) months from the date of approval by the Extraordinary General Assembly. The Company may hold the purchased shares for a period not exceeding (3) years from the date of approval of the Extraordinary General Assembly, and once the 3 years period lapses, the Company will follow the procedures and controls stipulated in the relevant laws and regulations. After the approval of item 18 (attached)



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