

**VOTING RESULT ON THE
AGENDA OF THE
EXTRAORDINARY GENERAL
ASSEMBLY MEETING THAT
INCLUDES INCREASE OF THE
BANK'S CAPITAL**

23 April 2024

14 Shawwal 1445 AH



1. The Board Report for the fiscal year ending December 31, 2023 was reviewed and discussed.
2. The Financial Statements for the fiscal year ending December 31, 2023 was reviewed and discussed.
3. Approved the Bank's Auditor report for the fiscal year ending December 31, 2023 after discussing it.
4. Approved the discharge of the members of the Board of Directors for the fiscal year ending December 31, 2023.
5. Approved the appointment of the External Auditors for the Bank (EY & KPMG), from among nominees based on the Audit Committee's recommendation, to examine review and audit the primary financial statements for the second and third quarter financial statements for the fiscal year 2024 and annual financial statements for the fiscal year 2024, along with determining their fees with total amount of SAR 2,500,000 excluding VAT, in addition to the first quarter of the fiscal year 2025 with total amount of SAR 275,000 excluding VAT
6. Approved the payment of (SAR 10,745,000) as a remuneration to members of the Board of Directors for the fiscal year ending December 31, 2023.
7. Approved the delegation of the Board of Directors to distribute interim dividends on a quarterly or semi-annually basis for the fiscal year 2024, set due/distribution date in accordance with the Implementing Regulation of the Companies Law for Listed Joint Stock Companies.
8. Approved the amendments of the Controls, standards and Procedures of Nomination to the Membership of the Board of Directors.
9. Approved the amendments of the Remuneration policy for Board of Directors, Its Committees and Senior.

10. Approved the Board of Directors' recommendation to increase the capital by capitalization from the retained earnings by way of granting one share for every four shares, according to the following:

- The bank's capital before the increase is (20,000,000,000) Saudi riyals, divided into 2,000,000,000 shares.
- The bank capital after the increase is (25,000,000,000) Saudi riyals, divided into 2,500,000,000 shares.
- Total amount of increase is (5,000) million Saudi riyals.
- Percentage of capital increase: 25%
- The reason for the capital increase: This increase aims to strengthen the bank's financial position which contributes to achieving its strategic objectives.
- Method of capital increase: The increase will be through capitalizing of (5,000) million Saudi riyals from retained earnings, approximately (1) bonus share for every (4) shares owned.

Eligibility date: In the event that the Bank's shareholders in the extraordinary general assembly meeting agree to increase the capital, the eligibility will be for the shareholders who own the shares at the end of trading on the day of the general assembly and are registered in the company's shareholders register with the Securities Depository Center Company ("Edaa") at the end of the second trading day following the entitlement date. In the event of fractional shares; The fractions will be collected in one portfolio for all shareholders and sold at the market price, then their value will be distributed to the shareholders entitled to the grant, each according to their share, within a period not exceeding 30 days from the date of determining the new shares due to each shareholder.

- Amendment of Article (7) of the Bank's bylaws, relating to Capital.

11. Approved the amendment of Article (4) of the Bank's bylaws, relating to establishment of companies.

12. Approved the amendment of Article (14) of the Bank's bylaw, relating to share purchase and sale.

13. Approved the amendment of Article (17) of the Bank's bylaw, relating to management.

14. Approved the amendment of Article (18) of the Bank's bylaw, relating to membership expiry.

15. Approved the amendment of Article (20) of the Bank's bylaw, relating to the board's committees.

16. Approved the amendment of Article (21) of the Bank's bylaw, relating to the Executive Committee.

17. Approved the amendment of Article (22) of the Bank's bylaw, relating to the Audit Committee.

18. Approved the amendment of Article (24) of the Bank's bylaw, relating to the chairmanship of the board and representation before others.

19. Approved the amendment of Article (26) of the Bank's bylaw, relating to the quorum for meetings.

20. Approved the amendment of Article (29) of the Bank's bylaw, relating to the ordinary general assembly.

21. Approved the amendment of Article (39) of the Bank's bylaw, relating to the appointment.

22. Approved the amendment of Article (40) of the Bank's bylaw, relating to auditor authorities and responsibilities.

23. Approved the deletion of Article (42) of the Bank's bylaw, relating to the financial statements and the directors' report.

24. Approved the amendment of Article (46) of the Bank's bylaw, relating to the losses of the company.

25. Approved the amendment of Article (49) of the Bank's bylaw, relating to the sharia'h governance.

26. Approved authorizing the Board of Directors with the authority of the General Assembly provided for in paragraph (1), Article (27) of the Companies Law for a period of one (1) year from the date of approval by the General Assembly or until the end of the session of the authorized Board of Directors, whichever is earlier, in accordance with the conditions set forth in the Implementing Regulation of the Companies Law for Listed Joint Stock Companies.

27. Approved authorizing the Board of Directors with the authority of the General Assembly provided for in paragraph (2), Article (27) of the Companies Law for a period of one (1) year from the date of approval by the General Assembly or until the end of the session of the authorized Board of Directors, whichever is earlier. Such authorization covers investment businesses and activities as well as real estate financing.

28. Approved the participation of Board member Mr. Anees Ahmed Momina in a business competing with the bank's business.