

## BOARD MEMBERSHIP POLICY

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### OBJECTIVE :

The objective of this Policy is to define the standards and procedures for the Board's membership, which has been developed to enhance the Company's ability to achieve its strategic goals, sustain its businesses, and comply with the relevant regulatory requirements and instructions.

### BOARD MEMBERSHIP REGULATIONS :

Considering the provisions regulating the Board membership, provided for under the Companies Law and the Corporate Governance Regulations, the standards and procedures for the Board membership shall be as follows:

#### A. Board Membership Standards

- The candidate shall have a good knowledge of the Company's activities and business as well as the risks it faces.
- The candidate shall have a record of expertise -related to the Company's business and an experience in corporate management.
- The candidate shall have a university qualification and knowledge of finance and accounting.
- The candidate shall have not been sentenced for committing a breach of honor or honesty or violation of the laws and regulations of Saudi Arabia or any other country.
- The candidate nomination shall not be in violation of the relevant rules, regulations, and instructions.

#### B. Nomination Procedures

- A person who meets the above standards and wishes to run for the Board membership shall follow the following procedures:
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- Completes the Board Member Nomination Form of the Capital Market Authority.
- Submits the nomination application form, within the period specified in the Company's announcement of the Board membership nomination. All the documents outlined in the announcement, including the candidate's curriculum vitae (CV) and all supporting documents and certificates, which are in Arabic language and officially certified, shall be enclosed.
- Acknowledges his/her willingness to carry out his/her duties and responsibilities, allocates sufficient time to attend meetings of the Board and committees of which he is a member, and perform his/her duties with complete independence and in a manner that maintains the interests of the Company.
- Acknowledges that he/she has never been convicted of a breach of honor or honesty or violation of laws and regulations in Saudi Arabia or any other country; and that, if this proven otherwise, his/her nomination to or membership of the Board and committees, of which he is a member, will be terminated; and the Company may also demand proper compensation.
- Acknowledges that he meets the above membership standards, and that, if proven otherwise, his/her nomination to or membership of the Board and Committees of which he is a member will be terminated and the Company may also demand proper compensation.

## ENTRY INTO EFFECT

- This Policy shall take effect from the date of its approval by the General Assembly. The responsibility of its application lies with the Board.
  - The Board of Directors – supported by the Remuneration and Nomination Committee – shall review this Policy regularly to ensure its consistency with changes affecting the Company's nature of business and strategic goals, and the relevant laws, regulations and legislations; and shall provide recommendations to the General Assembly on them.
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