

The 33rd Ordinary General Assembly Meeting of Al Rajhi Bank by means of modern technology 21/03/2023



Meeting Agenda

#	Item
1	Reviewing and discussing the Board of Directors report for the fiscal year ended 31 st December 2022.
2	Reviewing and discussing the financial statements for the fiscal year ended 31 st December 2022.
3	Voting on the Bank's Auditor report for the fiscal year ended 31 st December 2022 after discussing it.
4	Voting on releasing the Board of Directors Members from their liabilities for the fiscal year ended 31 st December 2022.
5	Voting on the Board of Directors recommendation to distribute cash dividends of SAR (5000) Million to shareholders for the fiscal year ended on December 31, 2022, estimated at SAR (1.25) per share, representing (12.5%) of the face value of share. Accordingly, total distributed dividends for the fiscal year ended on December 31, 2022 is SAR (5,000) Million, estimated at SAR (1.25) per share, representing (12.5%) of the face value of share. The eligibility of dividends shall be for the Bank's shareholders who own shares at the end of the trading day of General Assembly meeting and who are registered at Securities Depository Center (Edaa) at the end of the second trading day of General Assembly meeting noting that dividends distribution commences on Sunday, 02/04/2023.
6	Voting on the delegation of the Board of Directors to distribute interim cash dividend on semi-annually or quarterly basis for the fiscal year 2023.
7	Voting on the appointment of the Bank's external auditors, from among nominees, based on Audit Committee recommendation, to examine, review and audit the primary financial statements for the first, second and third quarter financial statements, annual financial statements for the fiscal year 2023, and the first quarter of the fiscal year 2024, and to approve their fees.
8	Voting on the payment of SAR (4,946,438) as remunerations and compensations to the Members of the Board of Directors for the period from 1 st January 2022 to 31 st December 2022.
9	Voting on the payment of SAR (975,000) as remunerations and compensations to the Members of Audit Committee for the period from 1 st January 2022 to 31 st December 2022.
10	Voting on amending Board Audit & Compliance Committee charter. (Attached)
11	Voting on the Board of Directors Resolution to appoint Mr. Waleed bin Abdullah Al Mogbel as Executive Board Member (Managing Director) to the Board of Directors starting from date of appointment on 09-11-2022 until end of the current term of the Board of Directors on 13-11-2023 replacing the previous Board member Mr. Stephano Paulo Bertamini. (CV attached)
12	Voting on delegating the Ordinary General Assembly authorization powers stipulated in Paragraph (1) of Article (27) of the Companies Law to the Board of Directors, for one year from the General Assembly approval date or until the end of the term of the delegated Board of Directors, whichever is earlier, pursuant to the conditions related to listed joint stock companies which contained in the Implementing Regulations of Companies Law.
13	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Micro and Small Business Motor Insurance, at arm's length basis, for a period of one year with a value of SAR 27,662,596 for 2022. (Attached)
14	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing



	Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Banker's Blanket Bond and Professional Indemnity Insurance, at arm's length basis, for a period of one year with a value of SAR 12,056,443 for 2022. (Attached)
15	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Directors and Officers Insurance, at arm's length basis, for a period of one year with a value of SAR 4,010,160 for 2022. (Attached)
16	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Properties All Risk Policy, at arm's length basis, for a period of one year with a value of SAR 2,309,517 for 2022. (Attached)
17	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Fire and Allied Perils – Mortgage Insurance Agreement, at arm's length basis, for a period of one year with a value of SAR 6,538,885 for 2022. (Attached)
18	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Bancassurance Agreement, at arm's length basis, for a period of one year with a value of SAR 80,504,252 for 2022. (Attached)
19	Voting on the business and contracts concluded between the Bank and Al Rajhi Company for Cooperative Insurance, in which the Chairman of the Board of Directors Mr. Abdullah bin Sulaiman Al Rajhi and the Managing Director and CEO Mr. Waleed bin Abdullah Al Mogbel have an indirect interest, being board members of the Company's Board of Directors. The transactions contain a contract of Motor Insurance Agreement, at arm's length basis, for a period of one year with a value of SAR 421,377,668 for 2022. (Attached)