

The 35th Ordinary General Assembly Meeting of Al Rajhi Bank (1st meeting) by means of modern technology 13/04/2025



The 35th Ordinary General Assembly Meeting Agenda

#	Item
1	Reviewing and discussing the Board of Directors report for the fiscal year ended 31 st December 2024.
2	Reviewing and discussing the financial statements for the fiscal year ended 31 st December 2024.
3	Voting on the Bank's External Auditors report for the fiscal year ended 31 st December 2024 after discussing it.
4	Voting on releasing the Board of Directors Members from their liabilities for the fiscal year ended 31 st December 2024.
5	Voting on the Board of Directors recommendation to distribute cash dividends of SAR (5,840) Million to shareholders for the fiscal year ended on December 31, 2024, estimated at SAR (1.46) per share, representing (14.6%) of the face value of share. Accordingly, total distributed dividends for the fiscal year ended on December 31, 2024 is SAR (10,840) Million, estimated at SAR (2,71) per share, representing (27,1%) 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 following the due date noting that dividends distribution commences on 24/04/2025.
6	Voting on the delegation of the Board of Directors to distribute interim cash dividends to the Bank's shareholders on semi-annually or quarterly basis for the fiscal year 2025.
7	Voting on the appointment of the Bank's external auditors, from among nominees, based on the Audit Committee's recommendation, to examine, review and audit the interim financial statements for the second and third quarter financial statements, annual financial statements for the fiscal year 2025, and the first quarter of the fiscal year 2026, and to approve their fees.
8	Voting on the payment of SAR (5,165,000) as remunerations and compensations to the Members of the Board of Directors for the period from 1 st January 2024 to 31 st December 2024.
9	Voting on the payment of SAR (950,000) as remunerations and compensations to the Members of Audit Committee for the period from 1 st January 2024 to 31 st December 2024.
10	Voting on formation of Shariah Board for the next term for three years ending in 12/04/2028 as follows: <ol style="list-style-type: none"> 1. Sheikh Abdulaziz bin Homyan bin Ahmed Alhomyan 2. Sheikh Sulaiman bin Abdullah bin Nasser Almajed 3. Sheikh Abdullah bin Nasser bin Mohammed Alsulmi 4. Sheikh Saad bin Turkey bin Mohammed Alkhathlan 5. Sheikh Saleh bin Abdullah bin Saleh Allheidan
11	Voting on the Board of Directors Resolution to appoint Mr. Faisal bin Salah Abaalkhail as independent Board Member to the Board of Directors starting from date of his appointment on 06-02-2025 until end of the current term of the Board of Directors on 13-11-2026 replacing the previous Board member Mr. Abdullatif bin Ali Alseif – independent member. (CV attached)
12	Voting on amending the Audit Committee Charter. (attached)
13	Voting on the Social Responsibility Policy. (attached)
14	Voting on the Standards of Competing with Al Rajhi Bank. (attached)
15	Voting on delegating the Ordinary General Assembly's 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 stipulated by the Implementing Regulations of Companies Law for Listed Joint Stock Companies.

16	Voting on delegating the Ordinary General Assembly's authorization powers stipulated in Paragraph (2) 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 Standards of the Business Competing with Al Rajhi Bank.
17	Voting on the businesses 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, which are represented in Micro and Small Business Motor Insurance, at standard conditions, for a period of one year with a value of SAR 175,674,249 for 2024. (attached)
18	Voting on the businesses 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, which are represented in Banker's Blanket Bond and Professional Indemnity Insurance, at standard conditions, for a period of one year with a value of SAR 18,778,213 for 2024. (attached)
19	Voting on the businesses 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, which are represented in Directors and Officers Insurance, at standard conditions, for a period of one year with a value of SAR 1,518,023 for 2024. (attached)
20	Voting on the businesses 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, which are represented in Properties All Risk Policy, at standard conditions, for a period of one year with a value of SAR 9,653,043 for 2024. (attached)
21	Voting on the businesses 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, which are represented in Fire and Allied Perils – Mortgage Insurance Agreement, at arm's length basis, for a period of one year with a value of SAR 499,900 for 2024. (attached)
22	Voting on the businesses 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, which are represented in Bancassurance Agreement, at standard conditions, for a period of one year with a value of SAR 6,111,842,137 for 2024. (attached)
23	Voting on the businesses 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, which are represented in Motor Insurance Agreement, at standard conditions, for a period of one year with a value of SAR 436,943,275 for 2024. (attached)
24	Voting on the businesses 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, which are represented in Transport Risks Insurance Agreement (Goods), at standard conditions, for a period of one year with a value of SAR 1,561,522 for 2024. (attached)
25	Voting on the businesses 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, which are represented in Commercial General Liability Agreement, at standard

	conditions, for a period of one year, where the value of the transactions reached with a value of SAR 84,433 for 2024. (attached)
26	Voting on engagement of the Board Member (Motassim bin Abdulaziz Almaashouq) in a business competing with the Bank. (attached)