

The resolutions of the Extraordinary General Assembly of the Qatari Investors Group held on July 26, 2020 at 4.30 pm.

And the resolutions of the Ordinary general assembly of the Qatari Investors Group held on July 26, 2020 at 5.30 pm.

**First:** The decisions of the Extraordinary General Assembly of the Qatari Investors Group:

- Amending the articles of association to be as follows:

Article	Article after amendment
(6)	The Company's issued share capital was determined to be QR 1,243,267,780 (one billion and two hundred forty-three million and two hundred sixty-seven thousand and seven hundred and eighty Qatari riyals) divided by 1,243,267,780 shares (one billion and two hundred forty-three million and two hundred sixty-seven thousand and seven hundred and eighty) the nominal value of shares is 1.00 riyal (One Riyal per share). Plus 5% against issuance expenses.
(7)	The subscribed members in this AOA subscribed to (168,000,000) shares (one hundred and sixty-eight million) at a value of QR 168,000,000 (one hundred and sixty-eight million Qatari riyals). Subscribers paid 100% of the value of each share at IPO in Qatar International Islamic Bank which approved by a decision of the Minister of Commerce and Industry.
(8)	<p>The founders agreed to issue the remaining shares of the company amounting to (632,000,000) (six hundred and thirty-two million) shares for the public subscription of Qatari natural persons at a nominal value of 1.00 (one Qatari Riyal) plus 5% against issuance expenses.</p> <p>The minimum subscription shall be (2500) two thousand and five hundred shares. In addition to the minimum subscription, subscription shall be multiples of one hundred shares. The maximum amount of subscription (100,000) one hundred thousand shares. In the event of an increase in subscription to the number of shares offered, the minimum limit for allotment is (2500) two thousand and five hundred shares, then it shall be allotted by the percentage of the subscribing shares of each subscriber to the total subscription, unless the number of times of covering the subscription or number of subscribers does not allow for allotting the minimum limit, in this case each subscriber shall be allotted smaller number of shares. If fractures emerged as a result of allocation, these fractions shall be collected and their value shall be paid from the company's account, provided that such shares are sold through Qatar Exchange after listing the Company for trading.</p>

<p>(9)</p>	<p>Non-Qatari may purchase shares of the Company in accordance with the provisions of the laws, regulations and rules, <u>in a manner that does not contravene the provisions of this statute.</u></p>
<p>(10)</p>	<p><u>Non-Qatari ownership shall not exceed 49% of the total capital of the Company. If the shareholder is a legal entity, it must be wholly owned by Qataris. Non-Qatari legal entity, or establishments partly owned by non-Qataris, may own shares in accordance with the provisions of the Qatari laws within the limit of the percentage determined in the AOA, <u>taking into account the percentage of non-Qatari ownership in Qatari legal entity within the percentage of non-Qatari ownership stated in this article.</u></u></p> <p>The founders shall not dispose of their shares until two years after the establishment of the company. However, the founders may dispose of such shares among themselves without being bound by the said period. During this period, the heirs of the founder may, in the event of his death, dispose of the shares of their heirs.</p>
<p>(31)</p>	<p><u>The Board of Directors shall be managed by a Board of Directors consisting of five members. At least one third of the members of the Board shall be independent. The majority of the members shall be non-executive members and at least one member to represent the employees of the company.</u></p> <p><u>Subject to the provisions of Article (12) and Article (32) of the Statute, the process of nominating and electing the members of the Board of Directors shall be as follows:</u></p> <p><u>First: The Nomination Committee shall put up the conditions of membership of the Board of Directors and announce the acceptance of candidates' papers within a specified period.</u></p> <p><u>Second: The Company will assign a seat for one of the employees of the Company in a managerial position at least, to occupy the employees representative seat on the Board of Directors in accordance with the policy adopted by the Company.</u></p> <p><u>Third: The Nomination Committee shall sort out the candidatures applications by category specified for nomination subject to the statute and to notify the competent authorities of the final list of the candidates within three working days from the nomination closing date.</u></p> <p>In case there are multiple candidates to occupy one seat on the Board of Directors,</p> <p>The Ordinary General Assembly meeting begins by voting for the Non-Independent candidates and announcing the results of the vote.</p> <p>This will be followed by a vote on the Independent candidates and the announcement of the result of the vote to the General Assembly.</p>

	<p>Subject to the provisions of Article (32/3), a legal person may apply for more than one seat on the Board of Directors in proportion to his shares in the Company at the time of opening the candidature to the total number of seats stipulated in the Articles of Association, and the ownership of the said percentage shall be considered as a condition for the retention of membership for more than one seat.</p> <p>Provided that the term of the Board membership shall not exceed three years.</p>
(32)	<p>A board member shall be:</p> <ol style="list-style-type: none"> <li>1- Not less than twenty-one (21) years of age and shall have full capacity.</li> <li>2- Never have been punished by a criminal sentence; convicted of a crime involving moral turpitude and honesty or convicted of a crime stated in Articles (334 and 335) of this law; or ruled bankrupt unless rehabilitated.</li> <li>3- A shareholder and owner of (100,000) shares of the company's shares in order to guarantee the rights of the company, the shareholders and third parties against the board members.</li> </ol> <p>Those shares shall be deposited in an accredited bank within sixty (60) days from the commencement of their membership. Such shares shall continue to be deposited and may not be traded, mortgaged, or subject to seizure until the term of membership expires and the budget of the last financial year during which the board member undertook his actions is approved and that is after the end of the first board of directors' term. (the appointed board of directors).</p> <p>If the member does not offer such guarantee, their membership will be void unless they are independent or represent the company's employees; in such case, they are exempted from the provision of owning shares stipulated for in Paragraph (3) of this Article.</p> <p>Shall be a natural person, a Qatari legal person or a governmental institution.</p>
(36)	<p>Subject to Article (31) of the statute, in case of a vacancy in the board of director's seat, it shall be filled by the one who received the majority of votes <u>in the same category of candidates</u> who have not won membership of the board of directors and any objection for him arises for occupying the post, the next person will occupy the position. The new member will complete the term of the predecessor only.</p> <p>Whereas, if the vacant positions become the quarter of the original positions, the board of directors shall address an invitation to hold the general assembly to be held within two months from the date in which the last position becomes vacant to elect the members for the vacant positions.</p>

<p>(37)</p>	<p>The Board of Directors shall have the widest powers to manage the Company and shall directly carry out all the works required by the object of the company, in accordance with the Company's purpose, and shall not limit such authority except as provided for by law, regulation or resolutions of the General Assembly.</p> <p><u>The Board may pledge the assets of the Company for the purpose of holding loans with banks or local and international financial institutions.</u></p>
<p>(50)</p>	<p>Each shareholder shall have the right to attend the General Assembly as an official or a representative. Minors and those lacking capacity shall be represented by their legal representatives.</p> <p>Attendance by proxy at general assembly meetings is permitted provided that the proxy is a shareholder and that the proxy is specific and in writing. A shareholder may not authorize a member of the board of directors to attend the general assembly meetings on their behalf and in all cases, the number of shares possessed by the proxy in that capacity may not exceed (5%) of the share capital of the company.</p> <p>Each shareholder shall have a number of votes equal to the number of shares. However, apart from legal persons, no shareholder shall have a number of votes exceeding (25%) of the votes specified for the shares represented in the meeting.</p> <p><u>It is prohibited for legal persons, portfolios and non-Qatari funds to attend or vote in the General Assembly unless a documented statement of their partners and owners of capital is presented at the time of proof of presence in the General Assembly of both types (ordinary and extraordinary), provided that such data is authenticated and certified by the Qatari Ministry of Foreign Affairs.</u></p> <p><u>In all cases, voting in the General Assembly (by the shareholder or by proxy) is prohibited on any number of shares in violation of Article (12) of this statute or the laws or decisions of the Qatar Financial Markets Authority.</u></p>

<b>(12)</b>	<p>With the exception of the institutions and portfolios of the Government of the State of Qatar and Al-Misnad Company, the exclusive owner of the companies entered into the merger process, no natural or legal person may, directly or indirectly, or through subsidiaries, or local or foreign funds or portfolios in which they are shareholders, directly or indirectly or through overlapping interests, may own more than (5%) of the company's capital.</p>
<b>(3)</b>	<p>Company Purpose:</p> <ol style="list-style-type: none"> <li>1. Participate in the management of its subsidiaries and provide the necessary support to them.</li> <li>2. Participate in the management of its subsidiaries or in which it has shares.</li> <li>3. Owning the movables and real estate necessary to start the company's activity.</li> <li>4. Participate in founding public and limited liability companies within the State of Qatar.</li> </ol> <p>In general, the company has the right to carry out all necessary actions and acts to achieve its goals.</p>

- The General Assembly decided to amend the registration of 150 million shares by adding them to the account of Al-Misnad LLC, following the deletion of the companies exclusively owned by Al-Misnad LLC (Al-Misnad Projects - Al-Misnad Investments - Al-Misnad Trading), and to amend the shareholder register accordingly.

- The General Assembly decided to authorize the Board of Directors to implement the aforementioned decisions and to address all official bodies with the extraordinary general assembly decisions and the amendment of the articles of association.

**Second:** Ordinary General Assembly resolutions:

The Ordinary General Assembly meeting elected from among the candidates the following members of the Board of Directors:

1. Mr. Rashid Al-Nuaimi is Independent
2. Mr. Danny Chrabieh is Independent
3. Mr. Omar Saeed Al-Hassan, a representative of the company's employees