



Voting Results
On the Items of the Extraordinary General Assembly's
Meeting Agenda (First Meeting)
07/12/1445H corresponding to 13/06/2024G



1. The Board of Directors report for fiscal year ended on 31/12/2023G was reviewed and discussed.
2. Approved company's auditor's report for the fiscal year ending 12/31/2023G.
3. The financial statements for the fiscal year ended December 31, 2023, were reviewed and discussed.
4. Approved the appointment of Ernst & Young and Associates Chartered Accountants as the company's external auditor from among the candidates on the recommendation of the Audit Committee (AC) recommendation to the Board of Directors in this regard, to review and audit the financial statements for the (second, third and fourth quarters) and full year of 2024, in addition to the interim financial statements for the first quarter of the year 2025 and the total fees SAR 975,000 excluding VAT.
5. Approved paying an amount of (1,400,000 SAR) as remunerations and compensations to the Board of Directors for the fiscal year ending 12/31/2023G.
6. Approved releasing the Board of Directors members from their liability for the fiscal year ending 12/31/2023.
7. Approved the recommendation of the Board of Directors not to distribute cash dividends to shareholders for the fiscal year ending 12/31/2023.
8. Approved authorizing the Board of Directors with the authority of the Ordinary Assembly with the license mentioned in paragraph (1) of article (27) of the Companies Law for a period of one year effective from the date of approval of the Ordinary General Assembly or until the end of the delegated Board of Directors Terms, whichever is earlier, according to the terms mentioned in the Regulatory Rules and Procedures issued according to the Companies Law relating to Listed Joint Stock Companies.
9. Approved the business and contracts concluded between the company and the Emirates Health Care and Development Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee have an indirect interest in it. The nature of Transaction is administrative supervision agreement for the Saudi German Hospital in Dubai in exchange for the Middle East Healthcare



Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, the transaction amounted to (4,588,831 SAR) during the year 2023 G. This contract was made without conditions or preferential benefits.

10. Approved the business and contracts concluded between the company and the Saudi Yemeni Health Care Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee, the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it. The nature of the transaction is an administrative supervision agreement for the Saudi German Hospital in the Sana Republic of Yemen in exchange for the Middle East Healthcare Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, and there are no amounts for the year 2023 G and this contract was made without conditions or preferential benefits.

11. Approved the business and contracts concluded between the company and the Egyptian Saudi Company for Health Care, in which the Chairman of the Board Eng. Sobhi Abdel Jalil Batterjee, Vice Chairman Dr. Makarem Sobhi Batterjee, and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee have indirect interest in it, The nature of transaction is administrative supervision agreement for the Saudi German Hospital in Cairo- Egypt in exchange for the Middle East Healthcare Company obtaining 10% of the net profit before deduction of taxes and zakat for ten years, the transaction amounted to (2,165,040 SAR) during the year 2023 G. This contract was made without conditions or preferential benefits.

12. Approved the business and contracts concluded between the company and the Hail National Company for Health Services, in which the Chairman of the Board Eng. Sobhi Abdul Jalil Batterjee, the Vice Chairman of the Board Dr. Makarem Sobhi Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee have indirect interest in it. On the administrative supervision agreement on the Saudi German Hospital in Hail in return for the Middle East Healthcare Company obtaining (10%) of the net profit before tax deduction and zakat for ten years, and there are no amounts during the year 2023 AD, and this contract was made without conditions or preferential benefits.

13. Approved the business and contracts concluded between the company and the Bait Al-Batterjee Medical Company, which the Chairman of the Board of Directors Eng. Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil



Batterjee have indirect interest in it, The nature of transaction is an ongoing contract to provide consultations related to the management of new projects and the implementation of administrative supervision agreements that is carried out by the Middle East Healthcare Company with other hospitals for ten years, and the transaction amounted to (6,300,895 SAR) during the year 2023G, and this contract was made without conditions or preferential benefits.

14. Approved the business and contracts concluded between the company and the Bait Al-Batterjee Company for Education and Training, which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdul-Jalil Batterjee have indirect interest in it, the nature of Transaction is a continuous contract that is renewed annually through which the Bait Al-Batterjee Company for Education and Training. It provides services for developing skills, training and qualifying national cadres and is considered a source for employing Saudis in the Middle East Healthcare Company and there are no amounts during the year 2023G, and this contract was concluded without preferential conditions or benefits.

15. Approved the business and contracts concluded between the company and the Abdul Jalil Khaled Batterjee Company for the maintenance of medical devices (SYANAH) in which a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee has indirect interest in it. The nature of Transaction is a continuous contract that is renewed annually through which (SYANAH) is a renewal, repair, and maintenance of surgical instruments for the company's hospitals, the transaction amounted to (1,103,468 SAR) during the year 2023 G, and this contract was made without conditions or preferential benefits.

16. Approved the business and contracts concluded between the company and the Bait Al-Batterjee Company for Pharmaceutical Industries (Bab Pharma), in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee has indirect interest in it. The nature of the Transaction is a continuous contract that is renewed annually through which taking into consideration the specialized competence of (Bab Pharma) to procure and supply non-stock and selected Medicines with payments based on the actual purchase price of MEAHCO from third party suppliers. the transaction amounted to (45,464,391 SAR) during the year 2023, and this contract was made without conditions or preferential benefits.

17. Approved the business and contracts concluded between the company and the Gulf Youth Investment and Real Estate Development Company (Sawad Alhalool - JanPro), which the Vice Chairman of the Board of Directors Dr. Makarem Sobhi Abdul Jalil Batterjee has



indirect interest in, and it is a continuous contract that is renewed annually through which (JanPro Company) performs cleaning work And preserving the safety of the environment in the company's hospitals, and the transaction amounted to (26,217,429 SAR) during the year 2023, and this contract was made without conditions or preferential benefits.

18. Approved the business and contracts concluded between the company and the Bait Al-Batterjee College of Medical Sciences and Technology Company, which is the Chairman of the Board of Directors, Eng. Sobhi Abdul-Jalil Batterjee, a member of the Board of Directors, Dr. Khaled Abdul-Jalil Batterjee, Vice-Chairman of the Board of Directors Dr. Makarem Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul Jalil Batterjee have indirect interest in it, it is a continuous contract that is renewed annually through which the Middle East Healthcare Company provides training for students of medical specialties and others for the employees of the Batterjee Medical College. The volume of dealings for the year 2023G amounted to (200,600 SAR) and this contract was made without Preferential terms or benefits.

19. Approved the business and contracts concluded between the company and (MEGAMIND Company), which is the Chairman of the Board of Directors, Eng. Sobhi Abdel-Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee And a member of the Board of Directors, Mr. Sultan Sobhi Abdul Jalil Batterjee, have an indirect interest in it, The nature of Transaction is the digital transformation project for the company's hospitals, at an amount of 264,683,026 SAR for three years The volume of dealings for the year 2023G amounted to (97,219,759 SAR). This contract was made without conditions or preferential benefits.

20. Approved the business and contracts concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul-Jalil Batterjee have indirect interest in it, The nature of transaction is the contract of restoration and the renewal of the company's hospitals at an amount of 346,526,924 SAR for three years and the amount of (53,061,563 SAR) was dealt during the year 2023G, and this contract was made without conditions or preferential benefits.



- 21.** Approved the business and contracts concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul-Jalil Batterjee have indirect interest in it, The nature of Transaction is the construction Staff housing at SGH Makkah which amount (113,732,085 SAR) for 36 months, and the amount of dealing was (18,806,422 SAR) during the year 2023G. This contract was made without conditions or preferential benefits.
- 22.** Approved the business and contracts concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul Jalil Batterjee have indirect interest in it, The nature of Transaction is the construction Outpatient Tower at the Saudi German Hospital in Riyadh for the amount of (132,621,449 SAR) for 36 months, and the amount of dealings was (1,763,788 SAR) during the year 2023 G. This contract was made without conditions or preferential benefits.
- 23.** Approved the business and contracts concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul Jalil Batterjee have indirect interest in it. The nature of the Transaction is the construction of Inpatient Beds Expansion at the Saudi German Hospital in Riyadh, at an amount of (61,040,987 SAR) for 36 months, the transaction amount was (9,199,906 SAR) during the year 2023G. This contract was concluded without conditions or preferential benefits.
- 24.** Approved the business and contracts concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee, Vice-Chairman of the Board of Directors, Dr. Makarem Sobhi Abdel-Jalil Batterjee, and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a member of the Board of Directors Mr. Sultan Sobhi Abdul Jalil Batterjee have indirect interest in it. The nature of the Transaction is the construction of Western Tower & Relocation of Existing Services at the Saudi German Hospital in Jeddah,



at an amount of (223,301,009 SAR) for 36 months, the transaction amount was (3,425,059 SAR) during the year 2023G. This contract was concluded without conditions or preferential benefits.

25. Approved the business and contracts concluded between the company and the Bait Al-Batterjee Fitness Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdul Jalil Batterjee, the Vice-Chairman Dr. Makarem Sobhi Abdul-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee has indirect interest in it. The nature of Transaction is the annual contract to provide medical services to Bait Al-Batterjee Fitness Company employees by the company's hospitals. and there are (11,756 SAR) during the year 2023 G, and this contract was concluded without conditions or preferential benefits.

26. Approved the business and contracts concluded between the company and the Bait Al-Batterjee Medical Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee have in direct interest in it, the nature of transaction is the administrative supervision agreement of Saudi German Hospital in Sharjah city for ten years. The company Obtaining a percentage (10%) of the net profit before tax and zakat deduction. There are no amounts during the year 2023 G, and this contract was made without preferential conditions or benefits.

27. Approved the business and contracts concluded between the company and Ahman Health Care and Development Company, in which the Chairman of the Board of Directors Eng. Sobhi Abdel-Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel-Jalil Batterjee have in direct interest in it, the nature of transaction is the administrative supervision agreement of Saudi German Hospital in Ajman city for ten years. The company Obtaining a percentage (10%) of the net profit before tax and zakat deduction. There are no amounts during the year 2023 G, and this contract was made without preferential conditions or benefits.

28. Approved the amendment of the company's bylaws to be in line with the new Companies Law. In addition, re-arranging and re-numbering of the articles of the company's bylaws, to be in line with the recommended amendments.

29. Approved the amendment of article (6) of the company's bylaws regarding the duration of the company.



30. Approved the amendment of article (10) of the company's bylaws regarding the issuance of shares.
31. Approved the amendment of article (13) of the company's bylaws regarding excellent shares.
32. Approved the amendment of article (16) of the company's bylaws regarding the issuing of debt instruments.
33. Approved the amendment of article (17) of the company's bylaws regarding the management of the company.
34. Approved the amendment of article (21) of the company's bylaws regarding the remuneration of the Board of Directors and the Committees Members.
35. Approved the amendment of article (24) of the company's bylaws regarding the quorum of board meetings and its resolutions.
36. Approved the amendment of article (45) of the company's bylaws regarding creating reserves.
37. Approved the amendment of the Audit Committee Charter.
38. Approved the amendment of the Nomination and Remuneration Committee Charter.
39. Approved the amendment of the Board Membership Policies and Criteria Charter.
40. Approved the amendment of the Remuneration Policy for Members of the Board of Directors, Sub-Committees and Executive Management.