

## Extraordinary General Assembly Meeting Results of Rooth Commercial Company

1. The Board of Directors' report for the fiscal year ending December 31, 2024, was reviewed, discussed, and approved.
2. The company's auditor's report for the fiscal year ending December 31, 2024, was discussed and approved.
3. The financial statements for the fiscal year ending December 31, 2024, were reviewed, discussed, and approved.
4. The Board members were discharged from liability for the fiscal year ending December 31, 2024.
5. Approval was granted for the appointment of the company's external auditor from among the nominees based on the Audit Committee's recommendation. The selected auditor is **Bakertilly**, who will examine and audit the company's annual financial statements for the fiscal year 2025, as well as review the financial statements for the third quarter of 2025 and the first and second quarters of 2026. The total audit fee is **SAR 412,000**.
6. Approval was granted to authorize the Board of Directors to distribute interim cash dividends to shareholders on a semi-annual or quarterly basis for the fiscal year 2025.
7. Approval was granted for related party transactions between the company and the Chairman of the Board, Mr. Abdulaziz Abdullah Al-Humaid. These involve lease agreements for warehouses and showrooms owned by the Chairman and rented by the company for its commercial activities. There are no preferential terms, and the total lease value for these properties in 2024 was **SAR 2,484,996**.

8. Approval was granted to amend Article 7 of the company's Articles of Association related to capital:

After Amendment	Before Amendment
<p><b>The company's issued capital is set at SAR 125,000,000 divided into 12,500,000 equal nominal shares with a par value of SAR 10 each. All shares are ordinary, and the paid-up capital is SAR 125,000,000.</b></p>	<p>The company's issued capital is set at SAR 62,500,000 divided into 6,250,000 equal nominal shares with a par value of SAR 10 each. All shares are ordinary, and the paid-up capital is SAR 62,500,000.</p>

9. Approval was granted for the Board of Directors' recommendation to increase the company's capital through a bonus share issue, as follows:

- Total increase amount: **SAR 62,500,000**
- Capital before increase: **SAR 62,500,000**, and will become **SAR 125,000,000** after the increase (100% increase)
- Number of shares before the increase: **6,250,000**, and will become **12,500,000** after the increase
- The aim of the recommendation is to strengthen the company's resources to support future growth
- The increase will be funded by capitalizing **SAR 62,500,000** from retained earnings, by granting **1 share for every 1 share owned**

- In case of fractional shares, they will be combined into a single portfolio for all shareholders, sold at market price, and the proceeds will be distributed among eligible shareholders within **30 days** from the date of determining the new share entitlements
- If the company's shareholders approve the capital increase during the extraordinary general meeting, eligibility will be for shareholders holding shares at the close of trading on the meeting date and registered with the Securities Depository Center (Edaa) by the end of the second trading day following the meeting date

10. Approval was granted to disburse a total of **SAR 450,000** as remuneration for Board members for the fiscal year 2024.