

**The Announcement –
Opening of the Nomination for the Company's
Board of Directors New Cycle**

**The Knowledge Economic City Company Announces
the Opening of the Nomination for the Company's Board of Directors
- New Cycle**

Introduction	<p>Knowledge Economic City Company (the Company) is pleased to announce to its respected shareholders the nomination opening for the membership of its board of directors in its new cycle commencing 28 July 2024 for a three-year term ending on 27 July 2027.</p> <p>The nomination process will be in accordance with the provisions of the Saudi Companies Law and the Corporate Governance Regulations issued by the Capital Market Authority, in addition to the Company's bylaws, policies, standards, and procedures for membership in the Board of Directors approved by the assembly general meeting.</p> <p>Voting to elect Board members for the new cycle will be part of the general assembly meeting, which will be announced in accordance with the related procedures and after obtaining the necessary approvals from the competent authorities to hold the meeting.</p>
Type of Assembly	New Session
Assembly Start Date	28 July 2024 Corresponding to 22 Muharram 1446H
Assembly End Date	27 July 2027
Number of Members	11
Application Start Date	4 April 2024
Application End Date	4 May 2024
Applications Submission Method	<p>The nomination application and its attachments of the below-mentioned forms shall be sent during the specified nomination period through one of the following options:</p> <ol style="list-style-type: none"> 1) By hand-delivered to the Company's headquarters with a receipt confirmation to be issued to the nominee by the Company. 2) Sent by mail to the Company's address: Building No. 5275, Unit No. 1, Al-Madinah Al-Munwwarah 42362-6532, provided that nomination documents arrive before COB 4 May 2024. 3) Email: info@madinahkec.com (with the original documents sent to the Company address(<p>The Company's Address: Daiwan Almaarifa - King Abdulaziz Road - Al Mabouth District, Madinah.</p> <p>For inquiries: Tel (0148651010) ext. (4059) or (4045)</p>
Policy and criteria of nomination	Attached
Attachment of the CMA-approved resume for the nominees for board memberships in the joint-stock companies listed on the Saudi Exchange	Attached CMA CV form (3)
Attached Documents	Application Letter Policy and criteria of nomination CV Form 1

The Application Letter "by the Candidate"



Application for Membership of the Board of Directors of the Knowledge Economic City Company

To:

**The Chairman of the Nomination and Remuneration Committee
Knowledge Economic City Company**

Assalam Alaikum.

In reference to the Knowledge Economic City Company announcement on Saudi Stock Exchange - Tadawul on 4 April 2024 regarding the opening of the nomination for membership of the Board of Directors of Knowledge Economic City, the "Company" in its new board term starting on 28 July 2024 for three years,

I,, the undersigned and holder of ID No..... being a shareholder of the Knowledge Economic City Company, would like to nominate myself or nominate for the membership of the Board of the Company for the upcoming mentioned term. I attach the required forms, as mentioned in the Company's announcement, duly filled and signed.

I confirm that I have reviewed the announcement and its related documents, the Policies, Standards & Procedures for the Membership of the Board of Directors of the Knowledge Economic City Company, and confirm my awareness of membership rules and requirements issued by competent Authorities.

Best Regards,

Signed on

Number of shares:

Signature:

The name:

Enclosures:

- 1-Disclosure form No. (3) the CV issued by the Capital Market Authority duly filled and signed
- 2- CV form No. (1) duly filled
- 3- A copy of the personal identity card
- 4- A copy of the family identity card
- 5- A passport copy (if any)

Policy and Criteria of Nomination



Policy and Controls of Nomination for Membership of the Board of Directors of the Knowledge Economic City Company



May 2017



Policy and Controls of Nomination for Membership of the Board of Directors of the Company

1) Definitions

- a) **Company:** Knowledge Economic City Company
- b) **General Assembly:** The General Assembly of the Shareholders of Knowledge Economic City Company
- c) **Board of Directors:** The Board of Directors of Knowledge Economic City
- d) **Non-Executive Member:** A member of the Board of Directors of Knowledge Economic City Company who is not dedicated to managing the Company and does not participate in its daily operations.
- e) **Independent Member:** A Non-Executive Member of the Board of Directors in Knowledge Economic City Company who enjoys complete independence in his position and decisions, and who is not subject to any independence impediments provided for in the regulations issued by the Capital Market Authority and the relevant authorities.
- f) **Executive Management:** The persons entrusted with managing the operations of the Knowledge Economic City Company and proposing and implementing strategic decisions, such as the CEO and his deputies, and the CFO.

2) Constitution of the Board:

- g) The number of board members shall be proportionate to the size of the Company and the nature of its activity, such that it will not be less than three members or more than eleven members, knowing that the current number of the board members is (11) members.
- h) The majority of the members shall be Non-Executive Members.
- i) The number of Independent Members shall not be less than the higher of: two members or one third of the board members.

3) Membership Expiration:

Membership of the Board of Directors shall expire for one of the following reasons:

- j) Loss of one or more membership condition(s) by the member.
- k) Expiration of the membership term, expiration of membership or expiration of the member's representation in accordance with any applicable law or instructions.
- l) Resignation, death or loss of eligibility of the member.



4) Right of Nomination for Membership of the Board of Directors

- a) A shareholder in the Company shall have the right to nominate himself or others for membership of the Board of Directors in accordance with the provisions of the Companies Law and its Implementing Regulations.
- b) Current members of the Board of Directors, committee members, employees of the Company and any of its advisors and dealers may nominate themselves for membership of the board.

5) General Controls of Candidates for Membership of the Board:

The candidate shall meet the conditions of experience, honesty, talents and qualifications which contribute to enhancing the Company's ability to optimize its performance, along with his ability to adhere to the rules and regulations of the Ministry of Commerce and Investment, the Capital Market Authority and the Knowledge Economic City Company concerning the controls of nomination for membership of the Board and the related procedures and announcements.

6) Skills and abilities to be Fulfilled by the Candidate :

In addition to the foregoing concerning the controls of nomination for membership of the Board of Directors, it is preferable for the candidate for membership of the Board of Directors to have the following skills, which may be reviewed by the Board of Directors as and when it deems important and in the best interest of the Company:

- a) He must have appropriate experience in the field of work of the Company or its subsidiaries and associates
- b) Preferably, the candidate should have previous experience as a member of boards of directors of real estate joint stock or limited liability companies
- c) The candidate shall have reasonable knowledge in considering financial statements
- d) The candidate shall have engineering, legal, administrative or financial expertise or knowledge
- e) To be fit in health so that to be able to carry out his duties and obligations to the Company

7) Obligations and Requirements of the Candidate for Membership of the Board

- a) To disclose to the board and the General Assembly any cases of conflict of interest- in accordance with the procedures established by the Authority- such as having direct or indirect interest in the business and contracts made on behalf of the Company or participation in work that would compete with the Company, or compete with it in any branch of the activity carried on by the Company .
- b) To comply with the principles of honesty, trustworthiness, loyalty, care, and attention for the interests of the Company and the shareholders and to prioritize them over his personal interests, including in specific:



- 1) Honesty: which means to have an honest and professional relationship with the Company, and to disclose any information which may affect the Company before executing any deal or contract with the Company or any of its subsidiaries.
 - 2) Loyalty: By avoiding transactions which involve conflict of interest, while ensuring fairness of the transaction, and taking into consideration the provisions of conflict of interest provided in these Regulations.
 - 3) Care and attention: By performing the duties and responsibilities stipulated in the Companies Law, the Capital Market Law, their Implementing Regulations, the Company's bylaws and any other relevant regulations.
- c) To carry out the tasks and duties of the members of the board listed in the Company's governance regulations, the Governance Regulations issued by the Capital Market Authority and any other tasks issued by the competent authorities.
 - d) The candidate shall not be a member of board of directors in more than five joint stock companies at the same time.
 - e) To dedicate sufficient time to actively participate in the Board functions and the membership tasks and duties.
 - f) To fill out the forms and declarations issued by the Company and the Capital Market Authority concerning nomination and its controls, including the nomination notification and his CV.
 - g) To submit a statement of the number and date of the boards of directors of joint stock companies in which he was or is a member in accordance with the requirements of the competent authorities.
 - h) To submit a declaration to the Company that he has never been convicted by a crime which is offensive to honor or honesty.
 - i) To submit a statement of the companies or institutions in which he participates in management or ownership and which carry on business similar to the Company's business.
- 8) The Company's Obligations to the Candidates for Membership of its Board of Directors**
- a) To provide all candidates, without discrimination, with the information required by the candidates within the limits required by laws and regulations and in a way that does not harm the Company's interests.
 - b) To treat the information provided by candidates with strict confidentiality and not to use it for any purpose other than the purpose for which it was provided to the Company.
- 9) Steps and Procedures for Nomination by the Company**
- a) To observe the provisions of the Governance Regulations issued by the Capital Market Authority, and the changes to its terms and conditions, and the requirements prescribed by the Authority.



- b) To publish the nomination notice on the Company's website, the Market's website, and by any other means as may be determined by the Authority for inviting those who wish to be nominated for membership of the Board of Directors.
- c) To open nominations for at least one month from the date of the announcement.
- d) To review and examine the nomination applications by the nominations committee and to keep the Board updated on the same.
- e) To refer more than (11) candidates for membership to the General Assembly so as to give the General Assembly the opportunity to choose from among the candidates.
- f) To announce the results of the selection of those elected by the Assembly in accordance with the controls issued by the Capital Market Authority

10) Steps and Procedures for Nomination by the Candidates

- a) To observe the provisions of the bylaws concerning membership of the Board of Directors, the Governance Regulations issued by the Capital Market Authority, and the changes in their terms and conditions, and the requirements determined by the Authority.
- b) To comply with the standards and controls approved by the General Assembly of the Company's shareholders concerning nomination.
- c) Not to attempt to obtain preferential information by the Company that is not available to the rest of the candidates

11) Enforcement, Publication and Amendment:

These regulations shall come into effect as of the date of adopting them by the General Assembly. The Assembly shall authorize the Board of Directors to publish, update, and amend the provisions of these Regulations in the best interest of the business or in accordance with the directives and decisions issued by the competent authorities.

The CMA CV Form CV Form (3)

This could be obtained through the link
<https://cma.org.sa/RulesRegulations/FormsSite/Pages/default.aspx>

Form (3)

Curriculum Vitae Form of nominated/appointed/representative board member of a legal person for the membership of the board of directors of a listed joint-stock company in the Saudi Stock Exchange (Tadawul)

Instructions for Filling out this Form

1. This Form shall be completed by the nominated/appointed/representative board member of a legal Person (the “**Member**”) for a membership of a board of directors of a joint stock company that is listed in the Saudi Stock Exchange “Tadawul” (the “**Company**”).
2. The Member shall send this Form to the Company.
3. The Company shall send this Form along with the electronic Form (3) to the Capital Market Authority (“**CMA**”) through the electronic connection system immediately after it obtains the approval of the competent authority or at least (3) business days prior to convening the general assembly, provided that the Company shall provide the CMA with the approval of the competent authority once received.

1. Company Information				
Company's Name				
Company's Sector				
2. Membership Type and Nature				
Membership Classification (Mark with ✓)	<input type="checkbox"/> Executive Member	<input type="checkbox"/> Non-Executive Member	<input type="checkbox"/> Independent Member	
Membership Nature (Mark with ✓)	<input type="checkbox"/> Personal Capacity	<input type="checkbox"/> Representative of a Legal Entity Name of the Legal Person that the Member represents:		
Appointment Date:	Appointment Date:	End date of the Board Office Term:		
	/ /	/ /		
3. Member's Personal Information				
Full name (including father's name, grandfather's name, and family name):				
Nationality:	Date of Birth:	Mailing Address:		
Place of Employment:	Job Title:	Office Telephone:		
		Mobile:		
		Fax:		
Identity (ID) Number:				
Number of shares that the Member owns in the Company:				
Number of shares owned by the Legal Person that the Member represents:				
4. Member's Academic Qualifications				
#	Degree/qualification	Major	Degree Awarded Date	Name of Awarding Entity
1				
2				
3				
4				
5				
5. Member's Work Experience				
Period	Areas of Experience			

Form (3)

Curriculum Vitae Form of nominated/appointed/representative board member of a legal person for the membership of the board of directors of a listed joint-stock company in the Saudi Stock Exchange (Tadawul)

6. Current memberships in the boards and committees in other joint stock companies (listed or closed) or in any other company of any legal form or its committees,						
#	Company's name	Main activity	Membership Classification (Executive, Non-Executive, Independent)	Membership nature (Personal Capacity, Representative of a Legal entity)	Committees Membership	Company's Legal Form
1						
2						
3						
4						
7. Please answer the following questions:						
a. Is the Member an owner of five percent (5%) or more of the shares of the Company or any other company within its group? If yes, please provide the full details as follows:						<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's Name	Ownership Percentage				
1						
2						
3						
b. Is the Member a representative of a Legal Person that owns five percent (5%) or more of the shares of the Company or any other company within its group? If yes, please provide the full details of the ownership of the Legal Entity:						<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Company's Name	Ownership Percentage				
1						
2						
3						
c. Was the Member a senior executive of the Company or any other company within its group during the past two years? If yes, please provide the full details as follows:						<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's Name	Executive Position				
1						
2						
3						
d. Does the Member have a first-degree relationship to any other member of the board of directors of the Company or any company within its group? If yes, please provide the full details as follows:						<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Full name of the relative of the Member	Company's Name				
1						
2						
3						
e. Does the Member have a first-degree relationship to any senior executive of the Company or any company within its group? If yes, please provide the full details as follows:						<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Full name of the relative of the Member	Company's Name				
1						
2						
3						

Form (3)

Curriculum Vitae Form of nominated/appointed/representative board member of a legal person for the membership of the board of directors of a listed joint-stock company in the Saudi Stock Exchange (Tadawul)

f. Is the Member a member of a board of directors or board of managers of any company within the group of the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's Name			
1				
2				
3				
g. During the past two years, was the Member an employee of any party connected to the Company or any company within its group such as external auditors or main suppliers, or an owner of a controlling interest in any such parties? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's Name	Name of the connected party to the company	Position	Ownership percentage
1				
2				
3				
h. Is the Member fully dedicated to managing the Company?			<input type="checkbox"/> Yes <input type="checkbox"/> No	
i. Does the Member receive any monthly or annual salary from the Company?			<input type="checkbox"/> Yes <input type="checkbox"/> No	
j. Does the Member have a direct or indirect interest in the business or contracts that are executed for the Company's account? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts	
1				
2				
3				
k. Does the Legal Person that the Member is representing have a direct or indirect interest in business or contracts that are executed for the Company's account? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts	
1				
2				
3				
l. Is the Member a member of a board of directors or board of managers of any company that has business or contracts with the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's name	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts

Form (3)

Curriculum Vitae Form of nominated/appointed/representative board member of a legal person for the membership of the board of directors of a listed joint-stock company in the Saudi Stock Exchange (Tadawul)

m. Is the Legal Person that the Member is representing a member of a board of directors or a board of managers of any company that has business or contracts with the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Company's Name	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts
1				
2				
3				
n. Does the Member own or participate in the ownership of an entity that has business or contracts with the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Entity's Name	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts
1				
2				
3				
o. Does the Legal Person that the Member is representing own or participate in the ownership of an entity that has business or contracts with the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Entity's Name	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts
1				
2				
3				
p. Is the Member a senior executive in an entity that has business or contracts with the Company? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Entity's Name	Nature of the business and contracts	Duration of the business and contracts	Value of the business and contracts
1				
2				
3				
q. Does the Member participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Company's Name	Nature of the competing work or activity		
1				
2				
3				
r. Does the Legal Person that the Member is representing participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:				<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Company's Name	Nature of the competing work or activity		
1				
2				
3				

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Curriculum Vitae Form of nominated/appointed/representative board member of a legal person for the membership of the board of directors of a listed joint-stock company in the Saudi Stock Exchange (Tadawul)

<input type="checkbox"/> s. Is the Member a member of a board of directors or board of managers of a company where such company or any company within its group participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:		Yes <input type="checkbox"/> No
#	Company's Name	Nature of the competing work or activity
1		
2		
3		
t. Is the Legal Person that the Member is representing a member of a board of directors or board of managers of a company where such company or any company within its group participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:		<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Company's Name	Nature of the competing work or activity
1		
2		
3		
u. Does the Member own or participate in the ownership of an entity, where such entity, or any company within its group, participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:		<input type="checkbox"/> Yes <input type="checkbox"/> No
#	Entity's Name	Nature of the competing work or activity
1		
2		
3		
v. Does the Legal Person that the Member is representing own or participate in the ownership of an entity, where such entity, or any company within its group, participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If yes, please provide the full details as follows:		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Not applicable
#	Entity's Name	Nature of the competing work or activity
1		
2		
3		
w. Is the Member a senior executive in an entity, where such entity, or any company within its group, participate in any business that would compete with the Company or any company within its group, or do business that competes with the ancillary activities of the Company or any company within its group? If Yes, please provide the full details as follows:		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
#	Entity's Name	Nature of the competing work or activity
1		
2		
3		

Note: The Member and the Legal Person that the Member is representing shall be responsible for the correctness of information provided in this Form (each to the information applicable to him/it).

The Member

Name:

Signature:

The Legal Person that the Member represents

Name of the Legal Person that the Member represents:

Name of the authorized signatory:

Date:

Position

*** Disclaimer:**

This form represents a translation of the Arabic original version, therefore, in case of any misinterpretation, the Arabic version will prevail

CV Form (1)
To be filled in Arabic and English
This form will be published on Tadawul
with the Invite to the Shareholder's Meeting

CV Form Number (1)

a) Personal Information of the Nominee

Full name:			
Nationality:			Date of Birth:

b) Qualifications of the Nominee

#	Degree	Major	Date of the Degree	Name of Awarding Entity
1				
2				
3				
4				
5				

c) Work Experience of the Nominee

Term	Areas of Experience

d) Current membership in the board and committees of other joint stock companies (listed or unlisted) or any other company, regardless of its legal form

#	Name of the Company	Main activity	Membership status (Executive, Non-Executive, Independent)	Membership nature (Personal capacity, a Representative of a Legal person)	Committees Membership	Legal Form of the Company
1						
2						
3						
4						



نموذج رقم (١) السيرة الذاتية

أ) البيانات الشخصية للمرشح						
				الاسم الرباعي		
		تاريخ الميلاد				
ب) المؤهلات العلمية للمرشح						
م	المؤهل	التخصص	تاريخ الحصول على المؤهل	اسم الجهة المانحة		
١						
٢						
٣						
٤						
٥						
ج) الخبرات العملية للمرشح						
مجالات الخبرة				الفترة		
د) العضوية الحالية في مجالس إدارات شركات مساهمة أخرى (مدرجة أو غير مدرجة) أو أي شركة أخرى أياً كان شكلها القانوني أو اللجان المنبثقة منها:						
م	اسم الشركة	النشاط الرئيسي	صفة العضوية (تنفيذي، غير تنفيذي، مستقل)	طبيعة العضوية (بصفته الشخصية، ممثلاً عن شخصية اعتبارية)	عضوية اللجان القانوني للشركة	الشكل القانوني للشركة
١						
٢						
٣						
٤						