

**Minutes of the Extraordinary General Assembly of
LEEJAM SPORTS COMPANY (Fitness Time)
held on 17/09/1442 AH corresponding to 29/04/2021 AD**

(1)	<p>Pursuant to the request of the Board of Directors of LEEJAM SPORTS COMPANY (Fitness Time) (the “Company”), the Extraordinary General Assembly of the Company (the “Assembly”) was held at exactly half past nine in the evening of Thursday 07/09/1442 AH corresponding to 29/04/2021 AD through via modern technology from the company’s headquarters, Al-Thumama Road, Al-Ghadeer District, Riyadh, in the presence of:</p> <ul style="list-style-type: none"> • The following members of the company’s board of directors: <ul style="list-style-type: none"> – Mr. Ali Hamad Al-Sagri, Chairman of the Board – Dr. Mohammed bin Faraj Al-Kinani – Mr. Tareq bin Khalid Al-Angari – Ms. Hessah bint Hamad Al-Sagr – Mr. Hisham bin Hussein Al-Khalidi • The following chairmen of the company committees: <ul style="list-style-type: none"> – Mr. Ali Hamad Al-Sagri (Chairman of the Executive Committee) – Dr. Mohammed bin Faraj Al-Kinani (Chairman of the Audit Committee) – Mr. Hisham bin Hussein Al-Khalidi (Chairman of the Nomination & Remuneration Committee) • The company's shareholders whose names appear in the attendance report (attached). • Representative of the company's auditor (PricewaterhouseCoopers) • Representative of the Capital Market Authority, Ms. Al-Jawhara Al-Sharihi. • The following board members didn’t attend the meeting: <ul style="list-style-type: none"> – Mr. Hamad bin Ali Al-Sagri, Vice Chairman of the Board – Mr. Abdulelah bin Mohamed Al-Nemr
(2)	<ul style="list-style-type: none"> • The meeting of the Assembly was opened by His Excellency Mr. Ali bin Hamad Al-Sagri, Chairman of the Board of Directors, ("Chairman of the Assembly"), who welcomed the attendees including the Board of Directors and the heads of the company's committees and shareholders, asking Allah Almighty to grant success and blessing. • His Excellency/ the Chairman of the Assembly announced that the required quorum for holding this assembly is completed. The number of shareholders’ shares attending the meeting is (38,121,150) shares out of the total number of shares of the company amounting to 52,383,361 shares with a percentage of attendance of (72.77339%) (A summary of total attendance and attendance report are attached). • His Excellency the Chairman of the assembly nominated Professor Saud Al-Raqas Raggas as Secretary of the assembly, member of the sorting committee, and Professor Muhammad Al-Asiri, collector of votes and member of the sorting committee, and the nomination was approved by the assembly.

<p>(3)</p>	<p>The Secretary of the Assembly stated that the Assembly's agenda and all its attachments are available to shareholders since the beginning of electronic voting on 25/04/2020 AD on the Assembly's page on Tadawulaty system. The assembly's agenda has also been published on the Saudi Stock Exchange (Tadawul) website. The items of the assembly's agenda are as follows:</p>
	<ol style="list-style-type: none"> 1. Voting on the Board of Directors' Report for the fiscal year ending on 31st December 2020 G. 2. Voting on the Auditor's Report on the Company's accounts for the fiscal year ending on 31st December 2020 G. 3. Voting on the Financial Statements for the fiscal year ending on 31st December 2020 G. 4. Voting on releasing the Board of Directors members from liability for the fiscal year ending on 31st December 2020 G. 5. Voting on paying an amount of SAR 2,200,360 as remunerations to the Board Members for the fiscal year ending on 31st December 2020 G. 6. Voting on appointing the auditor for the company from among the candidates based on the Audit Committee's recommendation. The appointed auditor shall examine, review and audit the second, third and fourth quarters and annual Financial Statements of the fiscal year 2021 G, and the first quarter of the fiscal year 2022 G, and the determination of the Auditor remuneration. 7. Voting on the business and contracts that will be concluded between the company and Mr. Hamad bin Ali Al-Sagri, in which the Board member Mr. Hamad bin Ali Al-Sagri has a direct interest, and the Board members Mr. Ali bin Hamad Al-Sagri and Ms. Hessah bint Hamad Al-Sagri have an indirect interest in. This business and contract is a lease contract, for the land on which the company's head office is located, and it was carried out on commercial grounds without preferential conditions. Note that the value of transactions in 2020 was 3,400,000 SAR. (Attached). 8. Voting on the business and contracts that will be concluded between the company and Hamad Al-Sagri Group, in which the Board member Mr. Hamad bin Ali Al-Sagri has a direct interest, and the Board members Mr. Ali bin Hamad Al-Sagri and Ms. Hessah bint Hamad Al-Sagri have an indirect interest in. This business and contract is a Corporate sales contract which was carried out on commercial grounds without preferential conditions. Note that the value of transactions in 2020 was 143,171 SAR. (Attached) 9. Voting on delegating the Board of Directors to distribute interim dividends on a biannually or quarterly basis for the fiscal year 2021. 10. Voting on delegating to the Board of Directors the authorization powers of the General Assembly stipulated in paragraph (1) of Article 71 of the Companies Law, for a period of one year starting from the date of the approval by the General Assembly or until the end of the delegated Board of Directors' term, whichever is earlier, in accordance with the conditions set forth in the

	<p>Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies.</p> <p>11. Voting on the Policy of "Competing Business Standards". (Attached)</p> <p>12. Voting on the "Policies, Standards and Procedures for Membership in the Board of Directors". (Attached)</p> <p>13. Voting on amending Article (3) of company's Bylaws related to Objectives of the company. (Attached)</p>
(4)	<p>Mr. Adel Al-Qahtani read the report of the company's auditor, Water Hobby Coopers (PWC) "(the auditor) on the company's financial statements of the fiscal year ending on 31/12/2020, and stated that the group's financial statements, which include the statement of financial position, have been reviewed including the statement of the financial position as on of December 31, 2020, the statement of profit or and loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows of the year ending on that date, and notes to the financial statements, which include important accounting policies and other explanatory information.</p> <p>The auditor's opinion concluded that the consolidated financial statements present fairly, in all material respects, the financial position of the company as on December, 31st, 2020, and its financial performance and cash flows for the year ending on that date in accordance with the International Financial Reporting Standards approved in the Kingdom of Saudi Arabia and other standards and publications issued by the Saudi Organization for Certified Public Accountants Saudi Organization for Chartered and Professional Accountants</p>
(5)	<p>Mr. Adel Al-Qahtani also read the report of the company's auditor, "Water Hobby Coopers (PWC)" (the auditor) on transactions with related parties according to the notification submitted by the Chairman of the Board of Directors of the company pursuant to the requirements of Article (71) of the companies' law regarding members of the Board of Directors who have a direct or indirect interest in the business or contracts that are concluded for the company's account during the year ending on December 31, 2020 AD.</p> <p>The report concluded that the auditor confirmed that it did not draw their attention, which makes them believe that the company did not comply, in all material respects, with the requirements of Article (71) of the Companies Law when preparing the statement of transactions with related parties for the year ending on December 31, 2020 AD.</p>
	<p>The shareholders were invited to discuss the company's auditor's report and inquire about the consolidated financial statements of 2020 AD</p>
	<p>It is clear that the shareholders are satisfied with what was stated in the company's auditor's report. Therefore, the auditor did not receive any questions from the shareholders in this regard. The shareholders did not submit any questions before the start of this assembly, nor did they submit questions through the chat system window available to them</p>

(6)	Dr. Muhammad bin Faraj Al-Kinani, Chairman of the Audit Committee of the company, read the report of the Audit Committee on the adequacy of the internal control system in the company, in accordance with the requirements of Article 104 of the Companies Law. The report stated that the internal control system in the company was designed effectively and implemented well and that there are no control gaps or fundamental weaknesses in the company's business for the fiscal year ending on 31/12/2019 AD which provides reasonable conviction to the Audit Committee about the adequacy and effectiveness of the internal control system noting that any internal control system, regardless of the extent of its sound design and the effectiveness of its application, cannot provide absolute assurance.
(7)	The shareholders were called out to discuss what was stated in the assembly's agenda and inquire about it:
	It is clear that the shareholders are satisfied with what was stated in the attached reports of the assembly. Thus, the shareholders did not inquire about what was stated in the assembly's agenda. Furthermore, they did not make any inquiries before the start of this assembly, nor did they made inquiries through the chat messages available to them, or request to speak during the meeting.
(8)	The chairman of the assembly asked the shareholders to kindly vote on the assembly's agenda. After 222 shareholders had voted automatically, the voting was closed at exactly ten o'clock in the evening. The voting results and the assembly's decisions were as follows: (Minutes of counting votes is attached).
	<u>Decision No. (1)</u> Approval of the Board of Directors' Report for the fiscal year ending on 31st December 2020 G by 94.96173% (36,200,504 votes). The refusal percentage was 0.04622% (17,618 votes). A number of (1,903,028 votes) votes abstained from voting on the item by a rate of 4.99205%.
	<u>Decision No. (2)</u> Approval of the Auditor's Report on the Company's accounts for the fiscal year ending on 31st December 2020 G by 95.3933% (36,365,023 votes). The refusal percentage was 0.0459% (17,498 votes). A number of (1,738,629 votes) votes abstained from voting on the item by a rate of 4.5608%.
	<u>Decision No. (3)</u> Approval of the Financial Statements for the fiscal year ending on 31st December 2020 G by 95.38949% (36,363,569 votes). The refusal percentage was 0.04582% (17,467 votes). A number of (1,740,114 votes) votes abstained from voting on the item by a rate of 4.56469%.
	<u>Decision No. (4)</u> Approval on releasing the Board of Directors members from liability for the fiscal year ending on 31st December 2020 G by 81.76089 (8,968,764 votes). The refusing voting rate on the item was 0.16069% (17,627 (votes). A percentage of 18.07842% abstained from voting with a number of (1,983,113 votes).
	<u>Decision No. (5)</u> Approval on paying an amount of SAR 2,200,360 as remunerations to the Board Members for the fiscal year ending on 31st December 2020 G by 81.39182% (8,928,279 votes). The item was rejected by a percentage of 20.31517% (34,573 votes). A percentage of 18.29301% (2,006,652 votes) abstained from voting.

	<p><u>Decision No. (6)</u> Approval on appointing Ernst & Young to be the auditor for the company from among the candidates based on the Audit Committee's recommendation. The appointed auditor shall examine, review and audit the second, third and fourth quarters and annual Financial Statements of the fiscal year 2021 G, and the first quarter of the fiscal year 2022 G, and the determination of the Auditor remuneration. The assembly decided to approve by a percentage of 88.57791 % (33,766,917 votes). The other candidate was chosen by 1.64246% (626,126 votes). A percentage of 9.77963 % (3,728,107 votes) abstained from voting.</p>
	<p><u>Decision No. (7)</u> Approval of the business and contracts that will be concluded between the company and Mr. Hamad bin Ali Al-Sagri, in which the Board member Mr. Hamad bin Ali Al-Sagri has a direct interest, and the Board members Mr. Ali bin Hamad Al-Sagri and Ms. Hessah bint Hamad Al-Sagri have an indirect interest in. This business and contract is a lease contract, for the land on which the company's head office is located, and it was carried out on commercial grounds without preferential conditions. Note that the value of transactions in 2020 was 3,400,000 SAR. The assembly decided to approve by a rate of 81.62025% (8,953,337 votes). The item was rejected by 0.18407% (20,192) votes, and the item was abstained by 18.19567 (1,995,975 votes)</p>
	<p><u>Decision No. (8)</u> Approval of the business and contracts that will be concluded between the company and Hamad Al-Sagri Group, in which the Board member Mr. Hamad bin Ali Al-Sagri has a direct interest, and the Board members Mr. Ali bin Hamad Al-Sagri and Ms. Hessah bint Hamad Al-Sagri have an indirect interest in. This business and contract is a Corporate sales contract which was carried out on commercial grounds without preferential conditions. Note that the value of transactions in 2020 was 143,171 SAR. The assembly decided to approve by a rate of 81.64004% (8,955,508 votes). The item was rejected by 0.19788% (20,609) votes, and the item was abstained by 18.17208% (1,993,387 votes)</p>
	<p><u>Decision No. (9)</u> Approval on delegating the Board of Directors to distribute interim dividends on a biannually or quarterly basis for the fiscal year 2021 by 95.6205% (36,451,633 votes). The item was rejected by 0.01806%, 6,883 (votes), and the item was abstained by 4.36145 (1,662,634 votes).</p>
	<p><u>Decision No. (10)</u> Approval on delegating to the Board of Directors the authorization powers of the General Assembly stipulated in paragraph (1) of Article 71 of the Companies Law, for a period of one year starting from the date of the approval by the General Assembly or until the end of the delegated Board of Directors' term, whichever is earlier, in accordance with the conditions set forth in the Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies. The Assembly decided to approve by 83.99395% (9,213,720 votes). The item was voted down by 0.16043% (17,598 votes) and the it was abstained by 15.84562% (1,738,186 votes).</p>
	<p><u>Decision No. (11)</u></p>

	Approval of the Policy of "Competing Business Standards" by 95.42383% (36,376,663 votes). The item was voted down by 0.01679% by 6,400 (votes), and a percentage of 4.55938% (1,738,087 votes) abstained from voting on the item.
	<u>Decision No. (12)</u> Approval of the "Policies, Standards and Procedures for Membership in the Board of Directors" by 95.39445% (36,365,463 votes). The item was rejected by 0.04614% (17,590 votes) and a percentage of 4.5594% (1,738,097 votes) abstained from voting on the item.
	<u>Decision No. (13)</u> Approval on amending Article (3) of company's Bylaws related to Objectives of the company by a percentage of 95.42605% (36,377,507 votes). The item was rejected by 0.02584% (9,852 votes) and a percentage of 4.54811% (1,733,791 votes) abstained from voting on the item.
(9)	The assembly meeting ended at exactly ten o'clock and eight minutes in the evening
	Finally, His Excellency, the Chairman of the Assembly thanked the shareholders for their participation and wished Leejam Company (Fitness Time) to achieve more progress and success, and Allah is grantor of success.

Secretary of the Assembly
Saud bin Fayhan Al-Raqas [Raggas](#)

Chairman of the Assembly
Ali bin Hamad Al-Saqri

(This is a Translation of the Official minutes of the EGM Meeting Text, please refer to the Arabic version for the official Minutes of Meeting)