

**Minutes of the Extraordinary General Assembly of
LEEJAM SPORTS COMPANY (Fitness Time)
held on 07/09/1441 AH corresponding to 30/04/2020 AD**

(1)	<p>Pursuant to the invitation of the Board of Directors of LEEJAM SPORTS COMPANY (Fitness Time) (the “Company”), the Extraordinary General Assembly of the Company (the “Assembly”) convened at exactly half past ten in the evening of Thursday 07/09/1441 AH corresponding to 30/04/2020 AD through modern technology 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 bin Hamad Al-Saqri (Chairman of the Board of Directors) – Mr. Hamad bin Ali Al-Saqri (Vice Chairman of the Board of Directors) – Dr. / Muhammad bin Faraj Al-Kinani – Mr. Tariq bin Khaled Al-Anqari – Ms. Hessa bint Hamad Al-Saqri – Mr./ Hisham bin Hussein Al-Khalidi – Mr. Abdul-Ilah bin Muhammad Al-Nimr • The following chairmen of the company committees: <ul style="list-style-type: none"> – Mr. Ali bin Hamad Al-Saqri, Chairman of the Executive Committee – Dr. Muhammad bin Faraj Al-Kinani, Chairman of the Audit Committee – Mr. Hisham bin Hussein Al-Khalidi, Chairman of the Remuneration and Nominations Committee • The company's shareholders whose names appear in the attendance report (attached).
(2)	<ul style="list-style-type: none"> • The meeting of the Assembly was opened by His Excellency Mr. Ali bin Hamad Al-Saqri, Chairman of the Board of Directors, Chairman of the Assembly who welcomed the attendees of the Board of Directors and the heads of the company's committees and shareholders, asking Allah Almighty to crown the work of the Assembly with success. • His Excellency the Chairman of the Assembly announced the completion of the necessary quorum for holding this assembly. The number of shares attended by shareholders reached (38,446,927) shares out of the total number of shares of the company amounting to 52,383,361 shares. The percentage of attendance is (73.3953 %) (A summary of total attendance and attendance report is attached). • His Excellency the Chairman of the Assembly appointed Mr. Saud Al-Raqas Raggas as Secretary of the Assembly, a member of the counting committee, and Mr. Hamad Al-Shaghmoum, as a collector of votes and a member of the counting committee.
(3)	<p>The Secretary of the Assembly stated that the Assembly’s agenda and all its attachments are available to the shareholders since the beginning of electronic voting on 01/04/2020 AD on the Assembly’s page in Tadawulaty system. The</p>

	<p>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. To vote on the Board Report for the fiscal year ending 31st December 2019. 2. To vote on the Auditors Report for the fiscal year ending 31st December 2019. 3. To vote on the Financial Statements for the fiscal year ending 31st December 2019. 4. To vote to release Board of Directors members from liability for the fiscal year ending 31st December 2019. 5. To vote to pay a total of SAR (3,069,579) to the Board directors as remunerations for the fiscal year ending 31st December 2019. 6. To vote to appoint an auditor from among the candidates based on the recommendation of the Audit Committee, to review the Interim Financial Statements of the second, third and fourth quarter of 2020, and audit the annual Financial Statements of 2020, and to review the first quarter Interim Financial Statements of 2021. Furthermore, to determine their fees. 7. To vote on the Board of Directors 'decision regarding the cash dividends distributed for the year 2019 at SAR (0.4019) per share for the first quarter, SAR (0.5049) per share for the second quarter, SAR (0.4969) per share for the third quarter, which totaled to SAR (73,529,885) which represents 14.04 % of the capital. (Attached) 8. To vote on the business and contracts that will take place between the company and member of the board of directors Mr. Hamad bin Ali Al-Saqri, which is a lease contract for the land on which the company's head office is located. As he has a direct interest as the owner of the land. Note that the value of transactions in 2019 was SAR (3,400,000) million, knowing that this transaction was carried out on commercial grounds without preferential conditions. (Attached) 9. To vote on the business and contracts that will take place between the company and Al-Saqri Group, which is a corporate sales contract, in which members of the Board of Directors have a direct and indirect interest in it, since Mr. Hamad bin Ali Al-Saqri is the owner of the group and Mr. Ali bin Hamad Al-Saqri, vice Chairman of the Board of Directors of the group. Note that the value of transactions in 2019 was SAR (125,774) knowing that this transaction was carried out on commercial grounds without preferential conditions. (Attached) 10. To vote on authorizing the Board of Directors the power of license included in section (1) of Article (71) of the Companies Law, for one year from the date of approval of the General Assembly or until the end of the Board of directors' term whichever is proceeds, 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. 11. To vote on authorizing the Board of Directors to distribute interim dividends to shareholders for the fiscal year 2020 on biannually or quarterly basis, and determining the maturity and disbursement date according to the laws and regulations in line with the Companies Law and as per the company's financial position, and cash flow.

	<p>12. To vote on amending Article (3) of company's Bylaws related to Objectives of the company. (Attached)</p> <p>13. To vote on amending Article (50) of company's Bylaws related to Dividends Distribution. (Attached)</p> <p>14. To vote on amending Article (22) of company's Bylaws related to the Powers of Chairman of the Board of Directors, Deputy Chairman, and Board Secretary. (Attached)</p>
(4)	<p>Mr. Turki Al-Sabhan read the report of the auditor of "KPMG Al-Fouzan & Partners" Company ("the auditor") on the company's financial statements for the fiscal year ending on 31/12/2019 AD. He stated that the financial statements of the group have been reviewed including the statement of financial position as of December 31, 2019 AD, the statement of profit or and loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year ending on that date and the notes on the financial statements which include a summary of the significant accounting policies.</p> <p>The auditor's opinion concluded that the consolidated financial statements point out presented fairly, in all material respects, the financial position of the company as on December 31, 2019, 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. Turki Al-Sabhan also read the special report from the auditor of (KPMG Al-Fouzan and & Partners) Company on dealings with related parties according to the reporting submitted by the Chairman of the Board of Directors of the company pursuant to the requirements of Article (71) of the Companies Law regarding the members of the Board of Directors who have a direct or indirect interest in the works or contracts that are concluded for the company during the year ending on December 31, 2019 AD.</p> <p>The auditor, in his report, confirmed that "There is not any significant thing that may make 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 reporting of related party dealings for the year ending on December 31, 2019 AD."</p>
	<p>His Excellency the Chairman of the Assembly called the shareholders to discuss the report of the company's auditor and inquire from him about the consolidated financial statements of 2019 AD.</p>
	<p>It is clear that the shareholders are satisfied with what was stated in the company's auditor's report. Therefore, there are no questions from the shareholders to the auditor in this regard since they 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)	<p>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</p>

	<p>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 was implemented well and that there are no control gaps or fundamental weaknesses in the company's works for the fiscal year ending on 31/12/2019 AD which provides acceptable conviction to the Audit Committee about the adequacy and effectiveness of the internal control system noting that any internal control system regardless of the soundness of its design and how effective its implementation may be, cannot provide absolute certainty.</p>
(7)	<p>His Excellency the Chairman of the Assembly called out the shareholders to discuss the agenda of the Assembly and make any inquiries about it. The contributors asked a number of questions as follows:</p>
	<p>1. First question by the shareholder: Muhammad Al-Khalifa, which is a suggestion: In the light of these circumstances and the closure of halls, I suggest offering treadmills for sale through an agreement with a store to cover the need and the lack of the market and to cover part of the operational losses until the halls are reopened and new devices are brought.</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: First of all, I would like to thank you for your suggestion, and we at Leejam Company welcome all suggestions and opinions from our shareholders. The company launched a campaign to sell some small equipment in order to provide a high level of services to our valued customers in such a short period of time from now on, the company will take your suggestion into consideration. Thanks again
	<p>2. Second question is submitted by one of the shareholders. He states in his question: What is the company's plan to mitigate the damage caused by closing branches due to Corona virus?</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: First, the Board of Directors decided to postpone the rewards of its members in support of the company. The company will also benefit from the initiatives submitted by our wise government such as Sanid program to cover 60% of the wages of Saudi employees, which will reduce the salary bill by a little more than 3 million riyals. We will also reduce working hours. Accordingly, the salaries will decrease. We have decreased the salaries by 50%. The company has canceled most of the outsourcing employment contracts, such as cleaning workers. In addition, the cost of public utilities such as electricity and water is very low due to the closure of sports centers. Furthermore, all available costs have been reduced, canceled or postponed. In terms of ways of increasing revenues, we offer online one-on-one and small group personal training and sell all kinds of sports equipment via a demo website.
	<p>3. Third question is submitted by one of the shareholders. He states: What are the improvements made by the Audit Committee?</p> <ul style="list-style-type: none"> • The Chairman of the Audit Committee replied:

	<p>The responsibilities of the Audit Committee are divided into two parts. The first part is concerned with reviewing the financial reports and monitoring the administration performance in preparing them as well as communication with the external auditor. The second section part is concerned with reviewing the internal control and supervision of the internal auditor through the internal audit plan, setting priorities, defining areas of internal audit as per risks as well as giving recommendations and observations to the company's administration in some matters related to the results of the internal audit and maintaining the independence of the internal auditor. Among the improvements made by the committee are ensuring that the applicable policies are reviewed periodically, updating some policies and ensuring that the internal audit notes are being handled by the administration. The improvements also include the introduction of the concept of risk management and seeking to prevent fraud and report violations, which was supervised by the committee to strengthen the secretariat and report any violations.</p>
	<p>4. Fourth question is submitted by one of the shareholders. He asks: What is the difference between the expected profits for the first quarter and the current status?</p> <ul style="list-style-type: none"> • The Chairman of the Audit Committee replied: The company will announce the results of the first quarter soon. The difference will be pointed out in time. The Chairman of the Board mentioned states that the company is seeking to mitigate the impact of the pandemic on the financial results.
	<p>5. Fifth question is provided by one of the shareholders in which he asks: I suggest that the subscription is activated hourly through an application of the club.</p> <p>His Excellency the Chairman of the Assembly replied: The suggestion will be considered and directed to the executive administration to be studied. We thank the shareholder for this suggestion.</p>
	<p>6. Sixth question is submitted by one of the shareholders in which he asks: Did the lease contracts of the sites stipulate the suspension of rents?</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: The lease contracts of the sites are mostly old and the company has communicated with the lessors about the possibility of postponing payments or giving a grace period during the closing period of the sports centers.
	<p>7. Seventh question is raised by one of the shareholders in which he asks: Have the performance reports been reviewed for the remainder of the year?</p> <p>His Excellency the Chairman of the Assembly replied: Of course, the executive administration is reviewing the reports according to the current crisis and they will be submitted to the Council at the next meeting.</p>

	<p>Eighth question is raised by one of the shareholders in which he suggests that the board remuneration is postponed</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: This proposal was previously submitted to the Council and was approved since the beginning of the crisis.
	<p>Ninth question is submitted by one of the shareholders in which he states: There are currently new sports clubs that have become potential competitors especially to expand the sports clubs for women. Does Leejam have plans to compete in the market?</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: Certainly, the company has a plan that the company is still handling it. Pursuant to the current crisis, it will be amended.
	<p>Tenth question is raised by one of the shareholders in which he asks: What are the results of the meeting with His Highness the Minister of Sports?</p> <ul style="list-style-type: none"> • His Excellency the Chairman of the Assembly replied: The meeting was very excellent. We submitted to His Highness some problems and obstacles facing sports clubs whether related to the crisis or otherwise and His Highness promised us to make some amendments to overcome these obstacles.
(8)	<p>The Chairman of the Assembly asked the shareholders to kindly vote on the agenda of the Assembly. After collecting and counting the votes, the result of voting and the Assembly's decisions were as follows (voting summary is attached):</p>
	<p><u>Decision No. (1)</u> Approval on the Board Report for the fiscal year ending 31st December 2019 by 97.91763%.</p>
	<p><u>Decision No. (2)</u> Approval on the Auditors Report for the fiscal year ending 31st December 2019 by 97.91743%.</p>
	<p><u>Decision No. (3)</u> Approval on the Financial Statements for the fiscal year ending 31st December 2019 by 97.91742%.</p>
	<p><u>Decision No. (4)</u> Approval to release Board of Directors members from liability for the fiscal year ending 31st December 2019 by a percentage of 85.27752%.</p>
	<p><u>Decision No. (5)</u> Approval to pay a total of SAR (3,069,579) to the Board directors as remunerations for the fiscal year ending 31st December 2019 by a percentage of 83.25964%.</p>
	<p><u>Decision No. (6)</u> Approval on the Board of Directors 'decision regarding the cash dividends distributed for the year 2019 at SAR (0.4019) per share for the first quarter, SAR (0.5049) per share for the second quarter, SAR (0.4969) per share for the third</p>

	quarter, which totaled to SAR (73,529,885) which represents 14.04 % of the capital. The Assembly decided to approve by 89.46837%.
	<u>Decision No. (7)</u> Approval on the Board of Directors 'decision regarding the cash dividends distributed for the year 2019 at SAR (0.4019) per share for the first quarter, SAR (0.5049) per share for the second quarter, SAR (0.4969) per share for the third quarter, which totaled to SAR (73,529,885) which represents 14.04 % of the capital. The Assembly decided to approve by 98.45508%.
	<u>Decision No. (8)</u> Approval on the business and contracts that will take place between the company and member of the board of directors Mr. Hamad bin Ali Al-Saqri, which is a lease contract for the land on which the company's head office is located. As he has a direct interest as the owner of the land. Note that the value of transactions in 2019 was SAR (3,400,000) million, knowing that this transaction was carried out on commercial grounds without preferential conditions. The Assembly decided to approve by 84.63329%.
	<u>Decision No. (9)</u> Approval on the business and contracts that will take place between the company and Al-Saqri Group, which is a corporate sales contract, in which members of the Board of Directors have a direct and indirect interest in it, since Mr. Hamad bin Ali Al-Saqri is the owner of the group and Mr. Ali bin Hamad Al-Saqri, vice Chairman of the Board of Directors of the group. Note that the value of transactions in 2019 was SAR (125,774) knowing that this transaction was carried out on commercial grounds without preferential conditions. The Assembly decided to approve by 84.64573%.
	<u>Decision No. (10)</u> Approval on authorizing the Board of Directors to distribute interim dividends to shareholders for the fiscal year 2020 on biannually or quarterly basis, and determining the maturity and disbursement date according to the laws and regulations in line with the Companies Law and as per the company's financial position, and cash flow. The Assembly decided to approve by 98.45538%.
	<u>Decision No. (11)</u> Disapproval on authorizing the Board of Directors the power of license included in section (1) of Article (71) of the Companies Law, for one year from the date of approval of the General Assembly or until the end of the Board of directors' term whichever is proceeds, 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.
	<u>Decision No. (12)</u> Approval on amending Article (3) of company's Bylaws related to Objectives of the company. The Assembly decided to approve by 97.86615%.
	<u>Decision No. (13)</u> The assembly decided by a percentage of 97.86566% to approve the amendment of Article (50) of the company's bylaws related to the distribution of profits.
	<u>Decision No. (14)</u> Approval on amending Article (22) of company's Bylaws related to the Powers of Chairman of the Board of Directors, Deputy Chairman, and Board Secretary. The Assembly decided to approve by 97.81906%.

- (9) Finally, His Excellency the Chairman of the Assembly thanked the shareholders for their participation and wished Leejam (Fitness Time) Company more progress and success
May Allah bless all.

Secretary of the Assembly
Saud bin Fayhan Al-Raqa

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)