



شركة الشرق الأوسط للرعاية الصحية (ميكو)

Middle East Healthcare Company (MEAHCO)

الستشفى السعودي الألماني
Saudi German Hospitals

Voting Results
on the Items of the Ordinary General Assembly's
Meeting Agenda (First Meeting)
29/11/1444 H corresponding to 17/06/2023G



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1. The Board of Directors report for fiscal year ended on 31/12/2022G was reviewed and discussed.
2. Approved the company's auditor's report for the fiscal year ending 31/12/2022G.
3. The financial statements for fiscal year ended December 31, 2022, was 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 second, third and fourth quarters and full year of 2023, in addition to the interim financial statements for the first quarter of the year 2024 and determine their fees.
5. Approved paying an amount of (1,400,000 SAR) as remunerations and compensations to the Board of Directors for the fiscal year ending 31/12/2022G.
6. Approved releasing the Board of Directors members from their responsibilities for the fiscal year ending 31/12/2022.
7. Approved the recommendation of the Board of Directors not to distribute dividends to shareholders for the fiscal year 2022 G.
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.



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9. Approved the election of the members of the Board of Directors of the Company from among the candidates for membership of the Board for the next session, beginning on 17/09/2023 and for a period of three years ending on 16/09/2026 with the following members:

- Sobhi Abdul Jalil Ibrahim Batterjee
- Khalid Abdul Jalil Ibrahim Batterjee
- Makarem Sobhi Abdul Jalil Batterjee
- Sultan Sobhi Abdul Jalil Batterjee
- Mohammed Abdulrahman Moumena
- Amr Mohamed Khalid Khashoggi
- Mohammed Mustafa Mohammed Siddiq

10. Approved the composition of the Audit Committee, the determination of its functions, the rules of its work and the remuneration of its members for the new session commencing on 17/09/2023 and for a period of three years ending on 16/09/2026:

- Amr Mohamed Khalid Khashoggi
- Makarem Sobhi Abdel Jalil Batterjee
- Ahmed Mohammed Khalid Abdul Razzaq Al Dahlawi

11. Approved the business and contracts that will be 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 Subhi 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 (5,760,236 SAR) during the year 2022 G. This contract was made without conditions or preferential benefits.

12. Approved the business and contracts that will be 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



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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 2022 G and this contract was made without conditions or preferential benefits.

13. Approved the business and contracts that will be 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 (3,017,107 SAR) during the year 2022 G. This contract was made without conditions or preferential benefits.

14. Approved the business and contracts that will be concluded between the company and the Humania capital North Africa Holding Company Ltd., 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 and member of the Board of Directors Mr. Sultan Sobhi Abdul-Jalil Batterjee have an indirect interest in it, which is an alternative administrative supervision agreement to the administrative supervision agreement previously signed with the Egyptian Saudi Healthcare Company and the Bait Al-Batterjee Medical Company to supervise the Saudi German Hospital in Cairo, Egypt, in return for the Middle East Healthcare Company getting 10% of Net profit before tax deduction and zakat for ten years and administrative supervision of the Batterjee Medical City in the city of Alexandria, Egypt in return for the Middle East Health Care Company obtaining a percentage (10%) of the net profit before tax deduction and zakat for ten years and there are no amounts for the year 2022G. This contract was made without conditions or preferential benefits.

15. Approved the business and contracts that will be 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



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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 2022 AD, and this contract was made without conditions or preferential benefits.

16. Approved the business and contracts that will be 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 2022G, and this contract was made without conditions or preferential benefits.

17. Approved the business and contracts that will be 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 2022G, and this contract was concluded without preferential conditions or benefits.

18. Approved the business and contracts that will be 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 (1,284,564 SAR) during the year 2022 G, and this contract was made without conditions or preferential benefits.



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19. Approved the business and contracts that will be concluded between the company and the Bait Al-Batterjee Company for Pharmaceutical Industries (Bab Pharma), in which the Chairman of the Board Eng. Subhi 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 (42,673,880 SAR) during the year 2022, and this contract was made without conditions or preferential benefits.

20. Approved the business and contracts that will be 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 Subhi 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 (14,881,326 SAR) during the year 2022, and this contract was made without conditions or preferential benefits.

21. Approved the business and contracts that will be 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 Subhi 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 2022G amounted to (390,012 SAR) and this contract was made without Preferential terms or benefits.

22. Approved the business and contracts to be 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



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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 Subhi 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 2022G amounted to (198,220,042 SAR). This contract was made without conditions or preferential benefits.

23. Approved the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-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 Subhi 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 (19,018,485 SAR) was dealt during the year 2022G, and this contract was made without conditions or preferential benefits.

24. Approved the business and contracts that will be concluded between the company and the International Hospital Construction 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 a member of the Board of Directors Mr. Sultan Subhi Abdul-Jalil Batterjee have indirect interest in it. The nature of the Transaction is the contract for the construction of the medical tower at the Saudi German Hospital in Aseer, where the project was completed, and the total contract value was (53,060,552 SAR) to be repaid over five years until the year 2021G, as accordingly, and the amount of (6,569,078 SAR) was dealt during the year 2022G, and this contract was made without conditions or Preferential benefits.

25. Approved the business and contracts that will be concluded between the company and the International Hospitals Construction 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 and a member of the Board of Directors Mr. Sultan Subhi Abdul Jalil Batterjee have indirect interest in it. The nature of the Transaction is the construction of the Saudi German Hospital in Makkah, with a capacity of 300 beds, at an amount of (388,911,533 SAR) for 36 months, and the amount of dealing was



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(55,785,995 SAR) during the year 2022G. This contract was made without conditions or preferential benefits.

26. Approved the business and contracts that will be concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-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 Subhi 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 (15,855,778 SAR) during the year 2022G. This contract was made without conditions or preferential benefits.

27. Approved the business and contracts that will be concluded between the company and the International Hospital Construction Company, in which the Chairman of the Board Eng. Sobhi Abdul-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 Subhi Abdul-Jalil Batterjee have indirect interest in it, The nature of Transaction is the construction Staff housing at SGH Damman for the amount of (98,100,745 SAR) for 36 months and the amount of dealings was (2,138,175 SAR) during the year 2022 G, This contract was made without conditions or preferential benefits.

28. Approved the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Subhi Abdul 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 Subhi 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 (37,322,007 SAR) during the year 2022 G. This contract was made without conditions or preferential benefits.

29. Approved the business and contracts that will be concluded between the company and the International Hospitals Construction Company, in which the Chairman of the Board of Directors Eng. Subhi Abdul Jalil Batterjee and a member of the Board of Directors Dr. Khaled Abdel Jalil Batterjee and a



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member of the Board of Directors Mr. Sultan Subhi 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 (13,209,402 SAR) during the year 2022G. This contract was concluded without conditions or preferential benefits.

30. Approved the business and contracts that will be concluded between the company and the Bait Al-Batterjee Fitness Company, in which the Vice-Chairman Dr. Makarem Subhi Abdul-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 no amounts during the year 2022 G, and this contract was concluded without conditions or preferential benefits.

31. Approved the business and contracts that will be 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 indirect interest in it, The nature of Transaction is the agreement for administrative supervision of the Batterjee Medical City project in the city of Alexandria in Egypt (Alex West) in return for the company obtaining a percentage (10%) of the net profits before deduction of taxes and zakat, and there are no amounts during the year 2022 G, the duration of the agreement is ten years from the date of signing. This contract was made without conditions or preferential benefits.

32. Approved the business and contracts that will be 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 agreements of Sharjah Hospital and Ajman Hospital 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 2022 G, and this contract was made without preferential conditions or benefits.

33. Approved the business and contracts that will be concluded between the company and the Bait Al-Batterjee Medical Company, which the Chairman of



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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 the Transaction is the administrative supervision agreements on four hospitals in Pakistan. The company Obtaining a percentage of (10%) of the net profit before tax and zakat deduction, and these agreements will be valid for ten years from the date of their signing, and there are no amounts during the year 2022 G, and this contract was made without preferential conditions or benefits.