



شركة الشرق الأوسط للرعاية الصحية (ميكو)

Middle East Healthcare Company (MEAHCO)

المستشفى السعودي الألماني
Saudi German Hospitals

Voting Results

on the Items of the extraordinary General Assembly's

Meeting Agenda (First Meeting)

07/11/1442 H corresponding to 17/06/2021G.



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1. Approved the Board of Directors' report for the fiscal year ending on 12/31/2020 G.
2. Approved the company's auditor's report for the fiscal year ending 12/31/2020G.
3. Approved the financial statements for the fiscal year ending 12/31/2020G.
4. Approved the appointment of an External Auditor for the Company (Ernst & Young & Associates Chartered Accountants (EY)) from among the candidates nominated based on the recommendation of the Audit Committee to examine, review and audit the Financial Statements of the second quarter, third quarter, and the annual for the fiscal year 2021 in addition to the first quarter of the fiscal year 2022 along with determining its fees.
5. Approved the payment (1,400,000 SAR) as remunerations and compensations to the Board of Directors for the fiscal year ending 12/31/2020G.
6. Approved releasing the Board of Directors members from their responsibilities for the fiscal year ending 12/31/2020.
7. Approved the recommendation of the Board of Directors not to distribute dividends to shareholders for the fiscal year 2020 G.
8. Approved authorizing the Board of Directors with the authority of the Ordinary Assembly with the license mentioned in paragraph (1) of an article (71) 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 amending the third article of the articles of association related to the company's objectives.
10. Approved the list of competition business standards.
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 (8,675.187 SAR) during the year 2020 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 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 2020 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 (1,048,699 SAR) during the year 2020 G. This contract was made without conditions or preferential benefits.



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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 2020G. 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 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 2020G, 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 2020G, and this contract was made without conditions or preferential benefits



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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. The transaction amounted to (241,993 SAR) during the year 2020G, 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 (3,541,496 SAR) during the year 2020 G, and this contract was made without conditions or preferential benefits.

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 (24,532,764 SAR) during the year 2020, 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 (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 (11,769,744 SAR) during the year 2020, and this contract was made without conditions or preferential benefits.



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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 2020G amounted to (1,069,883 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 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, and there are no amounts during the year 2020G. 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 (26,351,683 SAR) was dealt during the year 2020G, and this contract was made without conditions or preferential benefits.



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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, the transaction amounted was (10,612,110 SAR) during the year 2020G, 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 (104,261,637 SAR) during the year 2020G. 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 there are no funds for the year 2020 G and this contract was made without conditions or preferential benefits.



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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 Dammam for the amount of (98,100,745 SAR) for 36 months and the amount of dealings was (59,733,942 SAR) during the year 2020 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 (47,982,374 SAR) during the year 2020 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 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 (22,029,238 SAR) during the year 2020G. 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. The transaction amounted to (33,586 SAR) during the year 2020 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 2020 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 2020 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 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 2020 G, and this contract was made without preferential conditions or benefits.
- 34.** Approved the participation of the board Chairman, Eng Sobhi Abdel-Jalil Batterjee, in a competing business to the company activities
- 35.** Approved the participation of the vice Chairman, Dr. Makarem Sobhi Abdel-Jalil Batterjee, in a competing business to the company activities
- 36.** Approved the participation of the Board member, Dr. Khalid Abdel-Jalil Batterjee, in a competing business to the company activities.
- 37.** Approved the participation of the Board member, Mr. Sultan Sobhi Batterjee, in a competing business to the company activities.