

Estithmar Holding Q.P.S.C.

Date: 5/21/2023

Meeting No.: 4/2023

### Board of Directors Resolution

#### No. 2023/27 dated June 21, 2023 AD



After the Chairman announced the validity and legality of the meeting and the availability of all legal conditions for the completion of a quorum, and after the Board of Directors invoked Resolution No. 31-2022/1 issued by the Board of Directors in its meeting No. 2022/14, held on October 27, 2022 AD, as well as the decisions issued by the meeting of the extraordinary general assembly of the company that was held on November 27, 2022, and after discussions and deliberations, the Board of Directors unanimously decided to issue the following resolution:

#### **Resolution No. 2023/27 Regarding private placement or rights issuance**

**First:** The Board of Directors unanimously decided the call of the Extraordinary General Assembly to convene after obtaining the necessary legal approvals and to include the following items on its agenda:

A - Cancellation of the first decree of Clause 1 related to the private placement and rights issuance, which was taken at the assembly meeting of the extraordinary general meeting was held on November 27, 2022 and a new decision was issued as follows:

Approval of the issuance and offer of up to (50) of the company's capital, where the issuance will be made as follows: 10% through rights issue and 40% through a private offering and/or public subscription. This is provided that each of them will be issued in one segment or several segments over the course of one year starting from the date of this association.

The extraordinary general assembly authorizes the company's board of directors to determine the percentage of the issuance that will be made by a private offering and/or the percentage of public subscription that will be made through public subscription according to what the Board deems appropriate for the company. This is within the limits of 40% of the company's capital and in accordance with the rules of the Qatar Financial Markets Authority. Applicable regulations and regulations provide that the nominal value per share in any of the three operations is one (1) Qatari riyal in addition to a share premium determined by the Board based on any of the three operations.

B - Authorizing the Chairman of the Board of Directors of the Company and/or the Vice Chairman of the Board of Directors to approve on behalf of the (Estithmar) Investment Holding Company and its affiliated companies registered in or outside the State of Qatar (or owned by it) ("all of which are referred to as: Group companies" on contracts for financing projects within the purposes and objectives of these companies' projects related facilities) regardless of their duration. This includes those whose duration exceeds three years without a financial ceiling and under the conditions that the Chairman of the

Company's Board of Directors and/or the Vice Chairman of the Board of Directors deems appropriate for the interest of the group companies.

C. The Board of Directors re-delegates the right to approve on behalf of the (Estithmar) Investment Holding Company and its affiliated companies (registered in the State of Qatar or outside it) or owned by it to conclude loan contracts intended as Corporate inside or outside the State of Qatar. This is regardless of their duration, including from banks (Loans, Long Term loans) from those whose terms exceed three years and without a financial ceiling and under the conditions determined by the company's board of directors that are appropriate for the benefit of the group and its affiliated companies owned by it.

**Second:** Immediate disclosure to Messrs./Qatar Financial Markets Authority and Messrs. Qatar Stock Exchange.

Mr. Mohamed Moataz Mohamed Raslan Al-Khayyat, The Chairman of the Board of Directors	Mr. Ramez Muhammad Raslan Al-Khayyat, The Vice Chairman of the Board of Directors	Mr. Khaled Ghanem Sultan Al-Hudaifi Al-Kuwari, Member of the Board of Directors
Mr. Hamad Ghanem Sultan Al-Hudaifi Al-Kuwari, Member of the Board of Directors	His Excellency Sheikh Suhaim bin Abdulaziz Al Thani, Member of the Board of Directors	Mr. Abdullah Darwish Al Darwish, Member of the Board of Directors (He did not attend the meeting)
Mr. Ibrahim Abdullah Al-Abdullah, Member of the Board of Directors	Dr. Buthaina Hassan Al Ansari Member of the Board of Directors	Mr. Muhammad Muhammad Sadiq Al-Dawamneh Member of the Board of Directors
Mr. Iyad Ihsan Abdel Rahim Member of the Board of Directors /The Deputy Managing Director	Mr. Hassan Murad Agha Secretary of the Board of Directors	

(Hand written signatures)

