

# Governance

GASCO is keen to adhere to the highest standards of corporate governance and ensure the implementation of best practices to strengthen its relationship with its shareholders, all its investors and customers, ensuring the protection of shareholders' and stakeholders' rights in the long term.

Believing in the principle of disclosure, transparency, and the importance of information to investors, the company discloses its performance, financial results, and previous administrative work through the following information of interest to the investor public, which are as follows:

## Shareholders' Rights:

GASCO pays special consideration to the rights of its shareholders by including them in the company's articles of association and the company's corporate governance manual, as these documents include the rights of shareholders stipulated in the laws and regulations, including:

1. Obtaining a share of the net profits to be distributed in cash or by issuing shares
2. Obtaining a share of the company's assets upon liquidation
3. Attending general assemblies, participate in their deliberations and voting on their resolutions
4. Disposing of shares in accordance with the provisions of the Companies Law, the Capital Market Law, and its executive regulations
5. Inquiring and requesting access to the company's books and documents, including data and information related to the company's activity and its operational and investment strategy in a manner that does not harm its interests and does not conflict with the Company's systems, the Capital Market Law, and its executive regulations
6. Monitoring the company's performance and the work of the Board of Directors
7. Holding the members of the Board of Directors accountable and filing a liability lawsuit against them, and appealing the invalidity of the resolutions of the general shareholders' assemblies in accordance with the conditions and restrictions contained in the Company's bylaws and the Company's Articles of Association
8. Priority for subscription for new shares issued against cash shares, unless the Extraordinary General Assembly suspends

the right of priority

9. Registering of shares in the company's shareholders register
10. Requesting to view a copy of the company's articles of incorporation and articles of association unless published by the company on its website.
11. Nominating and electing of members of the Board of Directors

The company also seeks to communicate directly with its shareholders through ordinary and extraordinary general assembly meetings, publish the company's announcements on the website of the Saudi Stock Exchange Company (Tadawul), provide complete, clear, correct and non-misleading information, and submit it in a timely manner, in addition to issuing the company's annual report including the report of the Board of Directors, through which it submits the required disclosures in accordance with the Companies Law, the Capital Market Law, their executive regulations and the necessary declarations. Shareholders can inquire and submit observations by communicating via mail or email and view the company's documents through the website ([WWW.GASCO.COM.SA](http://WWW.GASCO.COM.SA)), in order to ensure that all shareholders exercise their statutory rights and follow up all necessary procedures for this.

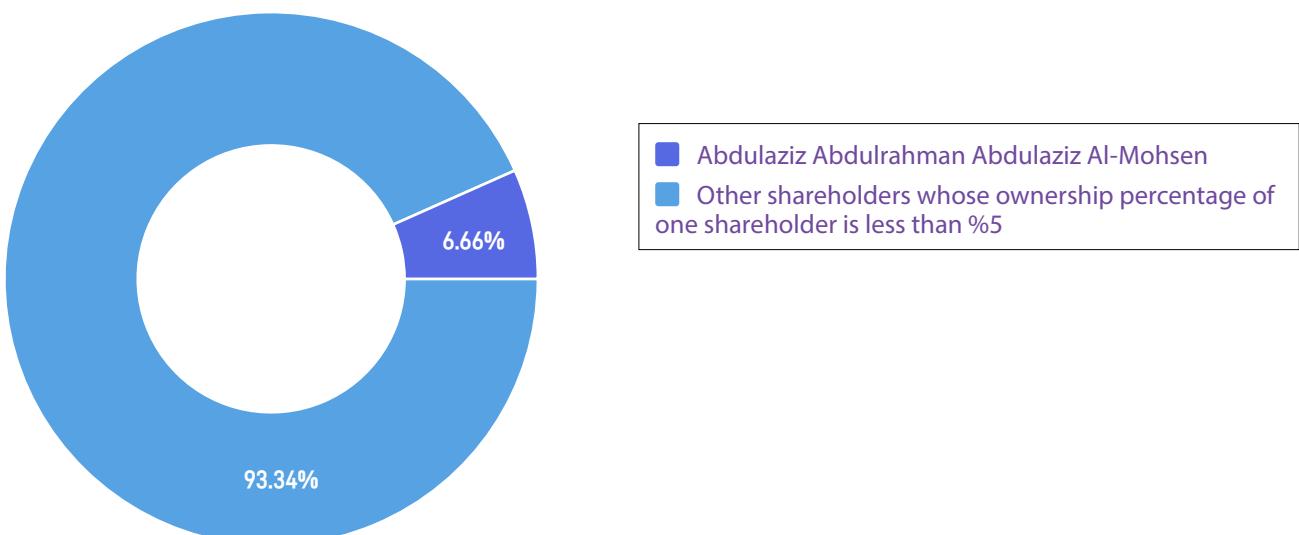
## The Company's capital as of 31 December 2023:

The company does not have preferred shares or shares that enjoy priority voting rights, whether for shareholders, members of the board of directors or its employees, and that all shares of the company are ordinary shares of equal nominal value and equal voting rights and other rights according to the articles of association.

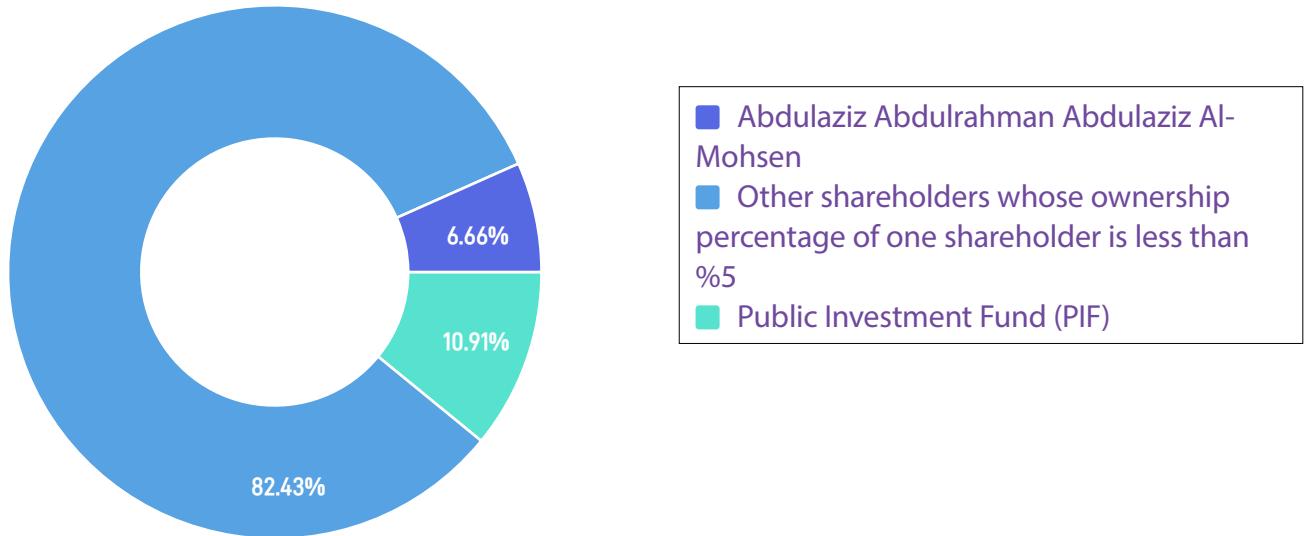
Paid Value / Share	Nominal Value / Share	Paid Capital	Number of issued share	Authorized Capital
10	10	750,000,000	750,000,000	75,000,000

## Shareholders Information:

Shareholders who own 5% or more on December 31, 2023



Shareholders who own 5% or more on December 31, 2022



## Treasury Shares:

The company does not have any treasury shares.

## Dividends:

In accordance with GASCO's policy, dividends are distributed based on the company's operating results, cash flows, working capital needs, as well as, capital investment needs, and accordingly, the Board of Directors shall make appropriate recommendations for dividends, taking into account Article (45) of the Company's Articles of Association:

The company's annual net profits shall be distributed as follows:

1. (10%) of the net profits shall be set aside to form the statutory reserve of the company, and the ordinary general assembly may decide to suspend this retainer when the said reserve reaches (30%) of the paid-up capital.
2. The Ordinary General Assembly may, upon the proposal of the Board of Directors, set aside 5% of the net profits to form an agreed reserve to meet urgent important cases.
3. The Ordinary General Assembly may decide to form other reserves, to the extent that it is in the interest of the Company or ensures the distribution of fixed profits, as much as, possible to the shareholders. The said association may also deduct from the net profits sums for the establishment of social enterprises for the employees of the company or for the assistance of any such existing institutions.
4. The remainder shall thereafter be distributed to the shareholders at a rate of not less than one percent (1%) of the paid-up capital.
5. Subject to the provisions of Article (twenty-first) of this Law and Article Seventy-Six of the Companies Law, after the foregoing, (10%) of the remainder shall be allocated to the remuneration of the Board of Directors, after distributing dividends to shareholders not less than (5%) of the company's paid-up capital, provided that the entitlement to this remuneration is proportional to the number of sessions attended by the member.
6. The Ordinary General Assembly may, upon the proposal of the Board of Directors, take the appropriate decision on the remainder of the profits in a manner that does not conflict with the resolutions and instructions issued by the competent authorities in this regard.

The Board of Directors may, after fulfilling the established controls, distribute semi-annual and quarterly dividends during the fiscal year.

In addition, the company's dividend policy included:

- Taking into account the sequence and regularity in the manner and proportions of dividends distribution according to the capabilities and liquidity available to the company.
- Disclosure and announcement of the regular periodic dividend ratios that are decided to be distributed to shareholders on time.
- The Board of Directors may distribute semi-annual and quarterly dividends during the fiscal year in accordance with the provisions of Article (45) of the Company's Articles of Association after obtaining an authorization from the General Assembly of the Company by virtue of an annual resolution to distribute interim dividends, taking into account the existence of regular profitability, and that the Company has liquidity and can reasonably predict the level of its profits, in addition to the existence of distributable profits according to the latest audited financial statements, sufficient to cover the profits proposed to be distributed, after deducting what has been distributed and capitalized from such earnings after the date of these financial statements.
- The Board of Directors, when taking the interim dividend resolution or recommending to the General Assembly a dividend proposal, shall disclose and announce this immediately, and provide the Authority with a copy thereof as soon as it is issued.
- Dividends shall be due to shareholders who own shares at the end of trading on the eligibility date and who are registered in the company's register at the Depository Center "Tadawul" at the end of the second trading day following the eligibility date.
- The Board of Directors shall implement the resolution of the General Assembly regarding the distribution of dividends to the registered shareholders within (15) days from the date of maturity of such dividends specified in the resolution of the General Assembly, or in the resolution of the Board of Directors to distribute interim dividends.
- The Board of Directors shall disclose in its annual report submitted to the General Assembly of the Company a description of the Company's policy in the distribution of dividends, the percentages of dividends distributed to shareholders during the different periods of the year, the percentage of dividends proposed to be distributed at the end of the fiscal year and the total of such dividends, and a statement of any arrangements or agreement whereby one of the Company's shareholders waives any rights to dividends.

General	Dividends per share (SAR)	Share of net income (SAR)
2023	2.00	3.03
2022	1.85	2.85
2021	1.50	2.68
2020	0.50	1.83
2019	2.60	1.46

## **A statement of any arrangements or agreement whereby a shareholder of the Company waives any rights to profits:**

No arrangements or agreement have been made whereby any rights to profits have been waived by one of the Company's shareholders.

