



**Board nomination form of Saudi Reinsurance
Co. (Saudi Re)**



Nomination Criteria and Conditions:

1. Each shareholder shall be entitled to nominate his / herself to the membership of the Board.
2. The candidate has the necessary scientific and practical experience, especially in leading a listed company and specializing in insurance and reinsurance or in the investment sector, in addition to honesty, integrity, sincerity and administrative skills that contribute to strengthening the leadership role of the company.
3. The candidate should not be a member of the board of directors of more than five joint-stock companies listed in the Saudi market.
4. The candidate should not have been previously convicted by a judicial ruling or a crime involving moral turpitude or dishonesty.
5. The candidate should not be insolvent or bankrupt.
6. The candidate should not be a member of the board of directors or a member of a sub-committee or hold a leadership position in another Saudi insurance and/or reinsurance company
7. The candidate should not conduct a violation in the financial markets or business
8. The candidate should have scientific and practical experience.
9. The candidate must comply with the provisions of the applicable laws, regulations and instructions.
10. The candidate is committed to allocating enough and appropriate time to carry out his specialization and duties towards membership.
11. The candidate has independence and the ability to make decisions.
12. The nominee has no conflict of interests.
13. Integration of the candidate's experiences with the experiences of the rest of the Board members.
14. If his/her candidacy conflicts with the availability of the minimum number of independent members determined by the laws and regulations.

Nomination Requirements:

All forms must be filled in both (PDF-WORD) in order to comply with the statutory requirements, knowing that any application for candidacy that does not complete the following requirements will be excluded:

1. Completing and signing the nomination form in Arabic and English by the candidate and filling the attached tables, taking into account the periods and times stipulated in the company's announcement, regulations, regulations, circulars and related decisions.
2. Fill the fit and proper application form in Arabic or English in both Word & PDF format
3. Fill out Disclosure Form No. (3) in Arabic or English in both Word & PDF format
4. Attaching the Resume, qualifications, previous and current experience in both Arabic and English.
5. Attach a clear copy of the ID (Passport, National ID, GCC ID, Resident ID), contact information of the candidate, proof of address / national address and e-mail address.
6. A statement of the companies or institutions in which the candidate participates in the management or ownership of the company and conducts business similar to insurance or Re-insurance business or has contracts or common interests with the company in Arabic and English.
7. If the candidate is elected to the Board of Directors, the candidate shall submit the required disclosures in accordance with a policy that conflicts with the interests of the members of the Board of Directors and the members of the committees.
8. In the case of the interests of the candidate or the representative directly or indirectly with the company, he must provide a detailed statement in addition to any information related to any contract to which the company is a party and the candidate has a fundamental interest or any person related to him or if he participates in an action that would compete with the company in its works..

Declaration

To: The members of the Nomination and Remuneration Committee Saudi Reinsurance Co. "Saudi Re"

Dear Sirs,

I am pleased to submit this application indicating my desire to nominate myself for membership of the Board of Directors of the Saudi Reinsurance Co. "Saudi Re" for the next session of the Board of Directors, which will commence on 11/05/2023 and end on 10/05/2023.

I fully acknowledge my legal capacity that in the event I am elected in the Board of Directors, I am prepared to devote the time and effort required to perform all my duties and responsibilities and to carry out all the work entrusted by all regulatory and legislative authorities, as well as to adhere to and abide by all applicable laws and regulations, including the nomination policy of the Company in place.

I, the undersigned, also undertake that the information contained in this candidacy form, the official forms, and all attachments are complete, correct and valid. Furthermore, I agree to subject my application to review, scrutiny and verification by the other authorized parties in Saudi Re to investigate, as required, their validity, the status of my credit records, my relationships, my relatives' relationships, and their public, private and financial information. In addition, I am aware that joining the membership of the Board of Directors is subject to the controls, ratifications and approvals of the official, regulatory and legislative authorities concerned, which require review and investigation of my entire record and resume as mentioned above.

In witness hereof, I have signed this application form. Best regards,

Authentication

Nominee Name	Signature	Date

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Personal Information of the nominated member						
Name:						
D.O.B:			Nationality:			
The educational qualifications of the nominated member						
Number	Qualification		Major	Date of obtaining the qualification	Name of the entity	
Work experiences of the nominated member						
Areas of expertise			Period			
The current membership in the boards of directors of other joint stock companies (listed or unlisted) or any other company, whatever its legal form or the committees emanating from it:						
Number	Co Number	Main Activity	Membership status (executive, non-executive, independent)	Nature of membership (representing himself or a representative of a legal person)	Committee membership	The legal form of the company
The previous membership in the boards of directors of other joint stock companies (listed or unlisted) or any other company, whatever its legal form or the committees emanating from it:						
Number	Co Number	Main Activity	Membership status (executive, non-executive, independent)	Nature of membership (representing himself or a representative of a legal person)	Committee membership	The legal form of the company

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Declaration of Membership Status According (Independent – Non-Independent) to the Corporate Governance Regulations issued by the Capital Market Authority

Based on Article No. (20) of the Corporate Governance Regulations issued by the Capital Market Authority that is related to (Issues Affecting Independence) for Board Members; please fill in below form as applicable, noting that: i Independent Director: A non-executive member of the Board who enjoys complete independence in his/her position and decisions and none of the independence affecting issues stipulated in Article (20) of the Regulations of the Capital Market Authority apply to him/her.

No.	Issues Affecting Independence based on Article No. (20) of the Corporate Governance Regulations issued by the Capital Market Authority by way of example:	Applicable	Not applicable
1	If he/she holds five percent or more of the shares of the Company or any other company within its group; or is a relative of who owns such percentage		
2	If he/she is a representative of a legal person that holds five percent or more of the shares of the Company or any company within its group.		
3	If he/she is a relative of any member of the Board of the Company, or any other company within the Company's group.		
4	If he/she is a relative of any Senior Executive of the Company, or of any other company within the Company's group.		
5	If he/she is a Board member of any company within the group of the Company for which he/she is nominated to be a Board member.		
6	If he/she is an employee or used to be an employee, during the preceding two years, of the Company, of any party dealing with the Company or any company within its group, such as external auditors or main suppliers; or if he/she, during the preceding two years, held a controlling interest in any such parties.		
7	If he/she has a direct or indirect interest in the businesses and contracts executed for the Company's account.		
8	If the member of the Board receives financial consideration from the Company in addition to the remuneration for his/her membership of the Board or any of its committees exceeding an amount of (SAR 200,000) or %50 of his/her remuneration of the last year for the membership of the board or any of its committees, whichever is less.		
9	If he/she engages in a business where he competes with the Company, or conducting businesses in any of the company's activities.		
10	If he/she served for more than nine years, consecutive or inconsecutive, as a Board member of the Company.		

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I hereby confirm: (Please mark where applicable)

I'm independent as per the above mentioned criteria, and in case my independence was affected by any issue of the above stated, I shall inform the Nomination and Remuneration Committee immediately.

I'm not independent due to one of the above-mentioned cases that apply to me according to paragraph ()

Full Name

Signature

Date

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Declaration of Membership Status(Independent – Non- Independent) According to the Corporate Governance Regulations issued by the Saudi Central Bank (SAMA)

Based on the Corporate Governance guidelines issued by the Saudi Central Bank; please fill in below form according to the definition of the Independent Director below.

Independent Director: A member of the Board of Directors who enjoys complete independence. This means that the member is completely independent of management and the company. Independence means the ability to judge matters after taking into account all relevant information without any influence from management or from other external parties.

No.	Issues Affecting Independence	Applicable	Not applicable
1	Being a significant shareholder in the Company, or in a related company, or representing a significant shareholder.		
2	Being a member of the Board in a related company or having been one during the past (2) years.		
3	Being a member of the Board of the Company for more than nine (9) years		
4	Holding a senior management position in the Company, or in a related company, or having held one during the past (2) years.		
5	Being an employee with the Company, with a related company, or with a company that provides services to the Company (e.g., external auditors, consulting firms, etc) or having been one during the past (2) years		
6	Being a related person of a member of the Board or senior management of the Company or of a related company		
7	Having a contractual or business relationship with the Company) either directly or through an entity in which he is significant shareholder, a Board member, or a manager (which resulted in paying to, or receiving from, the Company the equivalent of (25,000) Saudi riyal or more (other than his remuneration as a director of the Board) during the past (2) years		
8	Being under any financial or moral obligation towards the Company or any members of its Board or Senior Management that might limit the exercise of independence in judgment and decision making		

I hereby confirm: (Please mark where applicable)

I'm independent as per the above mentioned criteria, and in case my independence was affected by any issue of the above stated, I shall inform the Nomination and Remuneration Committee immediately.

I'm not independent due to one of the above-mentioned cases that apply to me according to paragraph ()

Full Name	Signature	Date

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إعادة
Saudi Re

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