

Date: 2nd April 2024
M/S ./ Boursa Kuwait

التاريخ: 02 إبريل 2024
السادة/ شركة بورصة الكويت

المحترمين

Greetings,

تحية طيبة وبعد،،

Subject: Supplementary Disclosure regarding Minutes of Meetings of the Ordinary and the postponed Extraordinary General Assemblies of Humansoft Holding Company K.S.C.P

الموضوع: إفصاح مكمل بشأن محضري اجتماع الجمعية العامة العادية و الجمعية العامة غير العادية (المؤجلة) لشركة هيومن سوفت القابضة (ش.م.ك.ع.)

With reference to the above subject, and in reference to Chapter 4 of the disclosure and transparency module of Capital Market Authority law number (7) of 2010 and its amendments regarding the establishment of Capital Market Authority and regulating securities activities, we attach the "Supplementary Disclosure" form and the Minutes of Meetings of the Ordinary General Assembly held on 24 March 2024 and the postponed Extraordinary General Assembly held on 31 March 2024.

بالإشارة إلى الموضوع أعلاه، وعملاً بأحكام الفصل الرابع من الكتاب العاشر - الإفصاح والشفافية من اللائحة التنفيذية للقانون رقم 7 لسنة 2010 بشأن إنشاء هيئة أسواق المال وتنظيم نشاط الأوراق المالية وتعديلاته، نرفق لكم نموذج "الإفصاح المكمل" ومحضري الجمعية العامة العادية المنعقدة بتاريخ 24 مارس 2024 والجمعية العامة غير العادية (المؤجلة) المنعقدة بتاريخ 31 مارس 2024.

وتفضلوا بقبول فائق الاحترام،،،

Yours Sincerely,

المرفقات:

Annex:

- Supplementary Disclosure Form
- Minutes of Meetings of the Ordinary and the Extraordinary General Assemblies
- The Quorum reports of the Ordinary and the Extraordinary General Assemblies
- The voting reports (physical/electronic attendance) on the agendas items of the meetings of the Ordinary and the Extraordinary General Assemblies

- نموذج الإفصاح المكمل
- محضري اجتماع الجمعية العامة العادية وغير العادية
- تقرير نصاب اجتماع الجمعية العامة العادية وغير العادية
- تقرير التصويت (الحضوري/ الإلكتروني) على بنود إجتماعي الجمعية العامة العادية وغير العادية


دلال حسن السبتي
رئيس مجلس الإدارة

Dalal Hasan Al Sabti
Chairperson of the Board of Directors

سجل تجاري رقم: 71382 رأس المال (د.ك): 12,834,864 رأس المال المدفوع (د.ك): 12,834,864
تليفون: 22322588 (965) - فاكس: 22322587 (965) - ص.ب: 305 الصفاة 15454 الكويت

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Supplementary Disclosure Form

Date	2 April 2024
Name of Listed Company	Humansoft Holding K.S.C.P
Disclosure title	Supplementary Disclosure regarding Minutes of Meetings of the Ordinary and the postponed Extraordinary General Assemblies Of Humansoft Holding Company K.S.C.P
Date of Previous Disclosure	<ul style="list-style-type: none">- Disclosure of Ordinary Assembly meeting dated on 24th March 2024- Disclosure of Postponed Extraordinary Assembly meeting dated on 31st March 2024
Developments that occurred to the disclosure	<p>Further to our aforementioned disclosures regarding the results of the Ordinary General Assembly held on 24th March 2024 and the Postponed Extraordinary General Assembly held on 31st March 2024 of Humansoft Holding company (K.S.C.P), we attach the following:</p> <ul style="list-style-type: none">- Minutes of Meetings of the Ordinary and the Postponed Extraordinary General Assemblies.-The Quorum reports of the Ordinary and the Postponed Extraordinary General Assemblies.-The voting reports (physical/electronic attendance) on the agendas items of the meetings of the Ordinary and the Postponed Extraordinary General Assemblies. <p>Kindly note that there were no observations or reservations raised by the auditor and shareholders or their representatives during the both meetings.</p>
The Financial effect of the occurring developments (if any)	<hr/>


Dalal Hasan Al Sabti
Chairperson of the Board of Directors

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القبضة
(ش.م.ك.ع.)

Translated Version

Minutes of Meeting Of the Ordinary General Assembly held on 24/03/2024

The Ordinary General Assembly meeting of Humansoft Holding Company (KSCP) was held at the American University of the Middle East- Egaila - Block 6- Street 250 - Gate E - Cultural Center at 11:00 AM on Sunday 24-March-2024, by shareholders representing 52.880% of the shares capital (physically attendance and via electronic attendance), with the attendance of Mr. Mohammad Nasser Al sebei representative of Kuwait Clearing Company, Mrs. Zainab Al Qallaf representative of Ministry of Commerce and Industry and Mr. Ali Bader Al Wazzan representative of Deloitte & Touche- Al wazzan & Co.

The meeting was chaired by Ms. Dalal Hasan Al Sabti, Chairman of the Board of Directors by welcoming the shareholders, and the General Assembly commenced with the discussion of agenda items and decided the following:

1. Approving the Board of Director's report on the company's operations and financial position for the fiscal year ended 31/12/2023. The item was approved by 91.873% of the shares presented in the meeting, was not approved by 0.524% and abstained from voting by 7.603%.
2. Approving both reports of the Governance and the Audit Committee for the fiscal year ended 31/12/2023. This item was approved by 84.712% of the shares presented in the meeting, was not approved by 7.178 % and abstained from voting by 8.11%.
3. Approving the auditors' report on the financial statements for the fiscal year ended 31/12/2023. This item was approved by 94.597% of the shares presented in the meeting of the shares presented in the meeting and abstained from voting by 5.403%.
4. Approving the financial statements of the company for the fiscal year ended 31/12/2023. This item was approved by 94.597% of the shares presented in the meeting and abstained from voting by 5.403%.
5. Approving report of any Violations observed by the regulators and applicable penalties and there are no violations issued by the regulatory authorities against the company during the fiscal year ended 31/12/2023. This item was approved by 94.597% of the shares presented in the meeting and abstained from voting by 5.403%.
6. Approving to stop any deduction for the statutory reserve for fiscal year ended 31/12/2023 due to the availability of sufficient reserves for the company, where the statutory reserve exceeded 50% of the share capital. This item was approved by 94.597% of the shares presented in the meeting and abstained from voting by 5.403%.

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7. Approving the deduction of KWD 305,592 only from the net profits realized for the fiscal year ended 31/12/2023 in favor of the voluntary reserve so that its ratio exceeds 50% of the capital and to discontinue the deduction. Maintaining the voluntary reserve is for the purpose of using it in the event of any strategic opportunities that are in the company's interest or to confront any unexpected challenges that the company may face in the future. This item was approved by 94.519% of the shares presented in the meeting, was not approved by 0.078% and abstained from voting by 5.403%.
8. Approving to distribute cash dividends for the fiscal year ended on December 31, 2023 at the rate of 350% of the nominal value of the share (i.e. 350 fils per share) which is equivalent to 44,707,883.850 (Fourty four million, seven hundred seven thousand, eight hundred eighty three Kuwaiti Dinars and 850 Fils only), after excluding treasury shares from the capital. Cash dividends are due to shareholders who are registered in the company's records at the end of the Record Date which is set on 25 April 2024. The cum date on 22 April 2024 and the EX date on 23 April 2024, the Distribution of the cash dividends to shareholders will begin on 30 April 2024 and authorizing the Board of Directors to amend this schedule in the event the schedule's confirmation was not announced at least eight working days before the record date. This item was approved by 94.519% of the shares presented in the meeting, was not approved by 0.078% and abstained from voting by 5.403%.
9. Approving to distribute free bonus shares for the fiscal year ended on December 31, 2023 at 5% of the issued and paid up capital (i.e. 5 shares per 100 shares) equivalent to the amount of KD 641,743.200 (six hundred fourty one thousand seven hundred fourty three Kuwaiti dinars and two hundred fils only). The bonus shares will be allocated to the shareholders who are registered on the company's records at the end of the Record Date which is set on 25 April 2024. The cum date on 22 April 2024 and the EX date on 23 April 2024 and will be recorded in the shareholders register on 30 April 2024, and this distribution is subjected to the approval of the postponed extraordinary General Assembly to increase the capital, and authorizing the Board of Directors to dispose of any resulting shares' fractions at their discretion, and amending the timetable if the regulation procedures are not completed at least 8 working days prior to the Record Date. This item was approved by 94.597% of the shares presented in the meeting and abstained from voting by 5.403%.
10. Approving distribution of remuneration for the members of the board of directors, an amount of KWD 50,000 (Fifty Thousand Kuwaiti Dinars only) for each member of the Board with a total value of KWD 250,000 (two Hundred Fifty thousand Kuwaiti Dinars only) for the fiscal year ended 31/12/2023 (Board members abstained from voting). This item was approved by 94.02% of the shares presented in the meeting and abstained from voting by 5.98%.

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11. Approving the report of transactions with related parties and authorizing the Board of Directors to carry out transactions with the related parties, which will take place during the fiscal year ended on 31/12/2024 and approving the transactions executed during the fiscal year that ended on 31/12/2023 (Board members abstained from voting). This item was approved by 93.324 % of the shares presented in the meeting, was not approved by 0.526 % and abstained from voting by 6.15%.
12. Approving the Board of Directors to buy and sell not more than 10% of the company's shares in accordance with law no. 7 of 2010 of the executive bylaws and their amendments. This item was approved by 94.597% of the shares presented in the meeting and abstained from voting by 5.403%.
13. Approving to discharge and release the Members of the Board of Directors from any liability arising from or related to any of their financial, legal, and administrative actions during the fiscal year that ended as of 31/12/2023 (Board members abstained from voting). This item was approved by 94.02% of the shares presented in the meeting and abstained from voting by 5.98 %.
14. Approving of appointing of Mr. Bader Alwazzan from Deloitte & Touche – Al wazzan & CO as an External Auditor to audit the company's accounts for the fiscal year ended 31/12/2024 and authorizing the Board of Directors to determine his fees. This item was approved by 84.872 % of the shares presented in the meeting, was not approved by 6.651% and abstained from voting by 8.477 %.

And the meeting was ended at 11:20 am.

Chairman of the Board of Directors
Dalal Hasan Al Sabti

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Translated Version

**Minutes of Meeting Of the Postponed Extraordinary General Assembly held on
31/03/2024**

The Postponed Extraordinary General Assembly meeting of Humansoft Holding Company (KSCP) was held at the American University of the Middle East- Egaila - Block 6- Street 250 - Gate E - Cultural Center at 11:00 AM on Sunday 31-March-2024, by shareholders representing 61.578 % of the shares capital (physically attendance and via electronic attendance), with the attendance of Mr. Mohammad Nasser Alsoubai representative of Kuwait Clearing Company.

The meeting was chaired by Ms. Dalal Hasan Al Sabti, Chairman of the Board of Directors by welcoming the shareholders, and the General Assembly commenced with the discussion of agenda items and decided the following:

1- Approving the increase of the authorized, issued and fully paid-up capital of the company from 12,834,864 K.D to 13,476,607.200 K.D by issuing free bonus shares of a total amount of 641,743.200 K.D divided into 6,417,432 shares with a nominal value of 100 fils per share to be distributed as a free bonus shares to shareholders who are registered in the company records at the end of the Record Date which is set on 25 April 2024 on a pro rata basis . The distribution of which will begin after 2 working days from the Record Date. And authorizing the Board of Directors to dispose of the fraction shares at their discretion and amend the timetable if the regulation procedures are not completed at least 8 working days prior to the Record Date. The bonus shares will be recorded in the shareholders register on 30 April 2024, the cum date on 22 April 2024 and the EX date on 23 April 2024.

Approval was 57.115 % of the share capital and abstained from voting by 4.463 % of the share capital.

2-Approval to Amend Article (6) of the Memorandum of Association and the corresponding Article (5) of Articles of Association of the Company:

Text before amendment:

The authorized, issued and fully paid-up capital of the company is K.D 12,834,864 (Twelve million, eight hundred thirty four thousand and eight hundred sixty four Kuwaiti Dinars only) divided into 128,348,640 shares (one hundred twenty eight million three hundred forty eight thousand six hundred forty shares only) the value of each is 100 fils and all are fully paid.

Text After Amendment:

The authorized, issued and fully paid-up capital of the company is K.D 13,476,607.200 (Thirteen million, four hundred seventy six thousand and six hundred seven Kuwaiti Dinars and two hundred fils only) divided into 134,766,072 shares (one hundred thirty four million seven hundred sixty six thousand seventy two shares only) the value of each is 100 fils and all are fully paid.

Approval was 57.115 % of the share capital and abstained from voting by 4.463 % of the share capital.

And the meeting was ended at 11:15 am.

**Chairman of the Board of Directors
Dalal Hasan Al Sabti**

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تقرير نصاب الجمعية العمومية

الشركة : شركة هيومن سوفت القابضة

حالة الإدراج : مدرجة

الجمعية العامة : عادية وغير عادية

الموافق : 2024/03/24 الساعة : 11:00 صباحاً

المنعقدة يوم : الأحد

أجمالي الأسهم المصدرة : 128,348,640

أسهم الخزينة : 611,829

أسهم محيده : 0

الاجمالي الأسهم الحرة : 127,736,811

عدد أسهم الحضور : 67,547,216

نسبة الحضور : 52.880 %

0.000 %

الأسهم المستبعدة من التصويت : 0

الاسم : دلال حسن السبتي

الصفة : رئيس مجلس الادارة

حرر في : 2024/03/24

التوقيع :

عنوان الشركة : ص.ب 23339 الصفاة 13094 الكويت

الفاكس : 2448128

الهاتف : 2240200



تقرير نصاب الجمعية العمومية

الشركة : شركة هيومن سوفت القابضة

الجمعية العامة : غير عادية - مؤجلة

حالة الإدراج : مدرجة

المنعقدة يوم : الأحد

الموافق : 2024/03/31

الساعة : 11:00

صباحاً

أجمالي الأسهم المصدرة : 128,348,640

أسهم الخزينة : 611,829

أسهم محيده : 0

الاجمالي الأسهم الحرة : 127,736,811

عدد أسهم الحضور : 78,657,924

نسبة الحضور : 61.578 %

0.000 %

الأسهم المستبعدة من التصويت : 0

الاسم : دلال حسن السبتي

الصفة : رئيس مجلس الادارة

حرر في : 2024/03/31

التوقيع :

عنوان الشركة : ص.ب 23339 الصفاة 13094 الكويت

الفاكس : 2448128

الهاتف : 2240200

الشركة الكويتية للمقاصة ش.م.ع.
KUWAIT CLEARING COMPANY K.S.C.

الجمعية العامة - تقرير التصويت

2023	السنة المالية :	عادية	⊙	تقرير التصويت على بنود جدول الأعمال
		غير عادية	○	
24/03/2024	التاريخ :	هيومن سوفت القابضة		اسم الشركة :
11:10	الساعة :	المضور شخصيا في جامعة الشرق الأوسط الأمريكية- العقيلة او عن طريق النظام الإلكتروني الصادر عن الشركة الكويتية للمقاصة		مكان الانعقاد :
نسبة التصويت				رقم الجمعية
ممتنع	غير موافق	موافق	البند	
7.603 %	0.524 %	91.873 %	البند الأول	
8.11 %	7.178 %	84.712 %	البند الثاني	
5.403 %	-	94.597 %	البند الثالث	
5.403 %	-	94.597 %	البند الرابع	
5.403 %	-	94.597%	البند الخامس	
5.403 %	-	94.597%	البند السادس	
5.403 %	0.078%	94.519 %	البند السابع	
5.403 %	0.078%	94.519%	البند الثامن	
5.403 %	-	94.597%	البند التاسع	
5.98 %	-	94.02 %	البند العاشر	
6.15 %	0.526 %	93.324%	البند الحادي عشر	
5.403 %	-	94.597%	البند الثاني عشر	
5.98 %	-	94.02 %	البند الثالث عشر	
8.477 %	6.651 %	84.872 %	البند الرابع عشر	
			البند الخامس عشر	
			البند السادس عشر	
			البند السابع عشر	
			البند الثامن عشر	

الصفة : رئيس مجلس الإدارة

اسم رئيس الاجتماع : دلال حسن السبتي

التوقيع :

وقت إنتهاء الإجتماع : 11:20

ص.ب: 22077 الصفاة 13081 الكويت - هاتف: 1841111 - فاكس: 22469457 - 22469457 P.O.BOX:22077 SAFAT 13081 KUWAIT, Tel: 1841111 Fax: 22469457 - 22469457

E-mail: info@maqasa.com - Website: www.maqasa.com

رأس المال المصرح به والمدفوع: 20,025,000/- د.ك سجل تجاري رقم 33962 - 33962 Authorized and Paid Capital K.D. 20,025,000/- C.R.NO. 33962

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الشركة الكويتية للمقاصة ش.م.ك.
KUWAIT CLEARING COMPANY K.S.C.

الجمعيات العامة - تقرير التصويت

2023	السنة المالية :	عادية	○	تقرير التصويت على بنود جدول الأعمال
		غير عادية	◎	
31/03/2024	التاريخ :	هيومن سوفت القابضة		اسم الشركة :
11:00	الساعة :	الحضور شخصيا في جامعة الشرق الأوسط الأمريكية - العقيلة او عن طريق النظام الإلكتروني الصادر عن الشركة الكويتية للمقاصة		مكان الانعقاد :
نسبة التصويت				رقم الجمعية
ممتنع	غير موافق	موافق		البند
4.463%	0	57.115%		البند الأول
4.463%	0	57.115%		البند الثاني
				البند الثالث
				البند الرابع
				البند الخامس
				البند السادس
				البند السابع
				البند الثامن
				البند التاسع
				البند العاشر
				البند الحادي عشر
				البند الثاني عشر
				البند الثالث عشر
				البند الرابع عشر
				البند الخامس عشر
				البند السادس عشر
				البند السابع عشر
				البند الثامن عشر

الصفة : رئيس مجلس الإدارة

التوقيع :

اسم رئيس الاجتماع : دلال حسن السبتي

وقت إنتهاء الإجتماع : 11:15

ص.ب: 22077 الصفاة 13081 الكويت - هاتف: 1841111 - فاكس: 22469457 - 22469457 P.O.BOX:22077 SAFAT 13081 KUWAIT, Tel: 1841111 Fax: 22469457 - 22469457

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