

A comparison table to amend the work regulations of the Nominations and Remuneration Committee

Before amendment	After amendment
<p>The Nomination and Remuneration Committee (hereinafter referred to as the "Committee") was established in Naqi Water Company (the "Company") and reconstituted by the General Assembly of the shareholders of the Company (the "General Assembly") under its powers and in accordance with the Company's Articles of Association, and the Committee operates in accordance with these Labor Regulation (the "Regulation").</p>	<p>Deleted</p>
<p>1 Purpose and role</p> <p>1.1 The purpose of the Committee shall be to assist the Board of Directors (the "Board of Directors", each member of the Board of Directors being referred to as a "Board Member") in the performance of its supervisory responsibilities and in carrying out the functions, responsibilities and powers set out in this Regulation.</p> <p>1.2 The main role of the Committee shall be as follows: (1) Lead the nomination and evaluation of the Company's directors and senior executives; (2) Ensure the effectiveness and integrity of the structure of the Board of Directors and executive management and related internal policies and procedures; (3) Assist the Board of Directors in reviewing and determining the remuneration of the members of the Board of Directors, members of the committees of the Board of Directors and senior executives of the Company.</p>	<p><u>Article I: Purpose</u></p> <p>This regulation aims to determine the controls of the work of the committee, its procedures, the scope of its work and responsibilities, the mechanism for taking its decisions, and the tasks and duties of its members, in a way that helps the board of directors of the company to enhance its performance.</p> <p>This regulation also aims to assist the Board of Directors in performing the tasks entrusted to it with high efficiency, in particular the nomination of members of the Board of Directors and competent executive managers, in order to enable the company to adopt a policy of well-paying nominations and retain the owners of excellence from the members of the Board of Directors and managers, in order to enable the company to achieve its objectives and interests.</p>
<p>2. Organization and Membership</p> <p>2.1 The Committee shall be composed of at least three members and not more than five members (each individually referred to as a "Member", and collectively as "Members") appointed by the Board of Directors for a period not exceeding three years. The term of membership of a member of the committee if he is a member of the Board of Directors shall not exceed the term of his membership in the Board of Directors. Members may always be reappointed for subsequent periods.</p>	<p><u>Article II: Forming the committee and choosing the chairman</u></p> <ol style="list-style-type: none"> 1. Formation of the Nomination and Remuneration Committee by a decision of the Board of Directors, The number of its members shall not be less than three and not more than five. The members of the committee shall be non-executive members of the board of directors, and the members of the committee may be shareholders of the company or others. 2. At least one independent member of the Board shall be a member of the Committee. 3. The committee shall choose from among its members the chairman of the committee at its first meeting. The chairman of the committee

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<p>2.2 Any of the executive members of the Board of Directors may not be appointed as members of the Committee, provided that at least one member is appointed from among the independent members of the Board of Directors.</p>	<p>shall be an independent member of the board of directors, and the committee shall appoint from among its members or others the secretary of the committee.</p>
<p>2.3 The Board of Directors shall appoint from among the members of the Committee a Chairman (the "Chairman"), provided that Chairman shall be an independent member of the Board of Directors. In the event that the Chairman of the Board of Directors is a member of the Committee, he may not be appointed as its Chairman. The Chairman shall preside over the meetings of the Committee and shall attend, or be represented by, all meetings of the General Assembly to answer the questions of the shareholders of the Company. The term of appointment of the Chairman corresponds to the term of his membership in the Committee, and the Board of Directors may dismiss the Chairman at any time.</p>	<p><u>Article III: Criteria and Principles for Selecting the Committee</u></p> <ol style="list-style-type: none">1. The member shall have the legal and legitimate capacity2. To be characterized by honesty and integrity and has never been convicted of a crime related to honor and honesty.3. Not to be doing technical or administrative work in the company, even as a consultation.4. To have sufficient time to participate actively in the work of the committee and to have the ability to make wise decisions in line with the values and ethics of the profession.5. To be impartial and objective.6. To have a reasonable understanding of the policies and nature of the work of the Committee and a reasonable knowledge of the relevant rules and regulations, preferably those with an appropriate scientific qualification in this field.
<p>2.4 The Committee shall appoint from among its members or others a secretary ("Secretary"). The secretary to attend all the meetings of the committee, prepares the minutes of its meetings and documents its decisions. The committee shall determine the term of appointment of the secretary, and in the event that the secretary is a member of the committee, his term of appointment shall not exceed the term of his membership in the committee, and the committee may remove him at any time.</p>	<p><u>Article IV: Term of Committee Membership</u></p> <p>The committee to begin with the beginning of the Board's membership and ends with the end of the Board's session.</p> <p>The membership of the committee member shall also terminate due to resignation or in accordance with any system or instructions in force in the Kingdom or if an opponent of the provisions of Article III of this regulation is verified. In the event that the membership of the committee becomes vacant for any reason, the Board of Directors shall be entitled to appoint a member to the vacant place and the new member shall complete the term of his predecessor. The Board of Directors may at any time dismiss all or some of the members of the committee.</p>
<p>2.5 The Board of Directors may remove all or some of the members at any time. In the event that the membership of any member is terminated for any reason before the end of his term of membership, the Board of Directors may appoint a replacement member to replace him, and the new member shall complete the term of his predecessor.</p>	
<p>2.6 The Company shall notify the Capital Market Authority of the name, position and status of independence of each member within five working days from the date of his appointment or removal, and any changes thereto within five working days from the date of the changes.</p>	

4 Duties and Responsibilities

4.1 The Committee shall perform its main role set out in Section (1) above by carrying out at least the following terms of reference, tasks and responsibilities:

a) Nominations:

(1) Prepare policies and standards with respect to the nomination and appointment of directors and members of the executive management of the Company (the "**Nomination Policy**"), propose them to the Board of Directors and supervise their implementation.

(2) Ensure that the necessary and appropriate inquiries are made regarding the candidates of the Board of Directors and their qualifications before making a recommendation regarding their nomination to the Board of Directors.

(3) Recommending to the Board of Directors the nomination and re-nomination of members of the Board of Directors in accordance with the applicable laws, regulations, rules and approved policies and standards (including these Regulations).

(4) Review, evaluate and submit recommendations to the Board of Directors regarding the capabilities, qualifications and experience necessary for membership of the Board of Directors and the executive management functions of the Company at least annually. The same to include determine the time to be allocated to that membership and preparing a job description for the executive, non-executive and independent directors and executive management of the company.

(5) Verify annually the independence of the independent directors in accordance with the applicable laws, regulations and rules, and the

Article V: The Committee's tasks

1. Prepare a clear policy for the remuneration of members of the Board of Directors and committees emanating from the Board and Executive Management, and submit it to the Board of Directors for consideration in preparation for its approval by the General Assembly, provided that this policy takes into account following standards related to performance, disclosing them, and verifying their implementation.
2. Explain the relationship between the remuneration awarded and the applicable remuneration policy, and Indicate any material deviation from this policy.
3. Periodically, reviewing of the remuneration policy and evaluating its effectiveness in achieving its objectives set.
4. Recommending to the Board of Directors the remunerations to be granted to the members of the Board of Directors, its committees and the senior executives of the Company in the light of the approved policy.
5. Proposing clear policies and standards for membership of the Board of Directors and Executive Management.
6. Recommend to the Board of Directors the nomination and re-nomination of its members in accordance with the approved policies and standards, taking into account that no person previously convicted of a crime against trust shall be nominated.
7. Preparing a description of the capabilities and qualifications required for membership of the Board of Directors and holding executive management positions.
8. Determining the time to be allocated by the member to the activities of the Board of Directors.
9. Annual review of the necessary skills or experience requirements appropriate to the membership of the Board of Directors and the positions of the Executive Management.
10. Reviewing the structure of the Board of Directors and the Executive Management while recommending changes that can be made.

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<p>absence of any conflict of interest if the member is a member of the board of directors of another company.</p> <p>(6) Periodically review the succession plans of senior executives and make recommendations thereon to the Board of Directors, taking into account the challenges and opportunities facing the company along with the necessary future needs of skills and experience.</p> <p>(7) Evaluate potential candidates for the company's executive management positions and make recommendations on them to the Board of Directors, including the position of Chief Executive Officer.</p> <p>(8) Develop special procedures in the event of a vacancy in the position of a member of the Board of Directors or the Executive Management and review them periodically, and recommend to the Board of Directors regarding the selection and approval of candidates to fill those positions.</p> <p>b) Review and Evaluation:</p> <p>(1) Periodically review the structure, size, composition, strengths and weaknesses of the Board of Directors and Executive Management of the Company (including skills, knowledge and experience) and make appropriate recommendations to the Board of Directors consistent with the interest of the Company.</p> <p>(2) Develop and oversee an induction program for new board members.</p> <p>(3) Establish and oversee an annual self-assessment process for the members of the Board of Directors and some of the senior executives of the Company and make recommendations thereon to the Board of Directors.</p> <p>c) Remunerations:</p>	<p>11. Annual verification of the independence of independent members, and the absence of any conflict of interest if the member is a board member of another company.</p> <p>12. Develop job descriptions for executive members, non-executive members, independent members and senior executives.</p> <p>13. Establishing special procedures in the event of a vacancy in the position of a Board member or senior executives.</p> <p>Renew the weaknesses and strengths of the Board of Directors, and proposing solutions to address them in line with the interest of the company.</p> <p><u>Article VI: Duties and responsibilities of the committee member</u></p> <ol style="list-style-type: none"> 1. Regular attendance at the meetings of the committee and active participation in its work, and in the event of an event that necessitates the absence of a member of the committee from one of its meetings, It is effective to notify the Chairman of the Committee of any available means of notification. 2. Good and appropriate preparation for the meeting and review before the meeting the subjects on the agenda of each meeting and the discussion and read all documents related thereto. 3. Maintaining the secrets of the work of the Committee and the Company, and not broadcasting to others in other than the General Assembly the information that is considered confidential because of his work. 4. Review the draft facts and minutes of the Committee's meetings, understanding them well, making observations thereon within a reasonable period from the date of receipt of the draft, and requesting explanations of any unclear decision or text in those minutes. 5. The member shall develop the necessary skills to carry out the work entrusted thereto. 6. Review and understand the company's mission, goals and objectives well and be aware of its programs and operational plans and keep abreast of recent developments related to the company's business.
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<p>(1) Prepare a policy for remuneration of the members of the Board of Directors and the committees emanating from the Board of Directors and the Executive Management of the Company (the "Remuneration Policy"), and submit the same to the Board of Directors in preparation for approval by the General Assembly, and supervising its implementation and disclosure.</p> <p>(2) Prepare an annual report on the remuneration and other payments (in cash or in kind) granted to the members of the Board of Directors and the committees emanating from the Board of Directors and the Executive Management, clarifying the relationship between the remuneration granted and the remuneration policy (including a statement of any material deviation from this policy) (the "Annual Report on Remuneration"), for submission to the Board of Directors for consideration.</p> <p>(3) Periodically review the remuneration policy, assess its appropriateness and effectiveness and recommend to the Board of Directors in relation thereto.</p> <p>(4) Recommending to the Board of Directors the remuneration of the members of the Board of Directors, the committees emanating from the Board of Directors and the Executive Management (including the nature and amount of remuneration) in accordance with the approved remuneration policy.</p> <p>(5) Review the Company's plans for compensation, benefits and incentives for the Company's directors and employees and recommend the same to the Board of Directors, including with regard to the approval, amendment and termination of such plans.</p> <p>(6) Prepare disclosures of remuneration required by the Company's policies or any laws, regulations or rules to which the Company is subject, including disclosures relating to the remuneration policy and the annual report on remuneration.</p>	<p>7. To have integrity, honesty, honesty and objectivity, and to be stripped of personal interests, and not to knowingly disclose misleading information.</p> <p>8. Not to accept anything of significant value from an employee, a business, a supplier, or who has a business relationship with the company that may lead to influencing its decisions in the committee.</p> <p>9. Obligation to disclose immediately to the board the cases that may lead to a conflict of interest or when this conflict occurs and the obligation to abstain from voting and participate in decision-making when there is a conflict of interest.</p>
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<p>d) Other Provisions:</p> <p>(1) Carry out other related works at the request of the Board of Directors.</p> <p>4.2 In performing its role, the Committee shall take into account the division of responsibilities and competences between it and the Board of Directors and the management of the Company.</p> <p>4.3 The Committee shall submit a report to the Council on its work, findings and decisions following each of its sessions.</p>	
<p>Powers</p> <p>5.1. The committee shall have the powers necessary for the performance of its competences and tasks, and in particular the following:</p> <p>(1) The right to access the company's records and documents necessary for the committee to perform its tasks and responsibilities without restriction.</p> <p>(2) Unrestricted access to the Company's management and employees (including directors and executives), who shall fully cooperate with the Committee and respond as soon as possible and adequately to any questions raised by the Committee.</p> <p>(3) The right to form sub-committees consisting of one or more members to carry out the tasks delegated by the committee in accordance with this regulation.</p> <p>(4) The right to appoint and seek the assistance of external consultants, or other specialists and experts as it deems appropriate to advise or assist the committee as appropriate (provided that the minutes of the meeting of the relevant committee shall include such appointment, mentioning the name of the appointed person and any relationship with</p>	<p><u>Article VII: Powers of the committee</u></p> <ol style="list-style-type: none"> 1. The Committee shall be entitled to form a working group emanating from it for any purpose it deems appropriate and achieves its objectives. It shall also have the right to grant the working group emanating from it some of its powers and authorities whenever it deems appropriate. 2. Review any activity under its powers or any subject requested by the Board of Directors or the Shareholders' Assembly. 3. The committee shall be entitled to take the following actions in order to perform its tasks: <ol style="list-style-type: none"> A. Review the Company's records and documents. B. To request any clarification or statement from members of the Board of Directors or Executive Management. C. Any costs necessary for the Committee to carry out its work shall be borne by the Company.

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<p>the company or the executive management).</p> <p>(5) The right to take any other actions that the Committee reasonably deems necessary for the proper performance of its functions and responsibilities under this Regulation.</p>	
<p style="text-align: center;">New article</p>	<p><u>Article VIII: Confidentiality of the work of the Committee</u></p> <p>The members of the committee shall maintain the confidentiality of the information obtained through their membership in the committee and use the same for the purpose of performing their membership tasks only and not to announce or declare any of that information to any other party, disclose or exploit it in any way or use it for any purpose whatsoever, deal with the media, or speak on behalf of the company. The obligation also includes maintaining the confidentiality of that information after the end of membership in the committee.</p>
<p>3 Meetings and Procedures</p> <p>3.1 The committee shall meet at least twice each fiscal year. Additional meetings may be held from time to time at the request of the Board of Directors or any of the Members.</p> <p>3.2 The committee shall meet at the invitation of its chairman by written notice sent by the secretary to each member, and invited, as the case may be, at the request of the chairman, at least five working days before the date specified for the meeting, except in urgent cases where a meeting may be held with the approval of a majority of members based on a notice sent less than a period in advance. The notice shall include the date, time and place of the meeting, as well as the agenda of the meeting and appropriate accompanying documents. The Committee shall meet at such times and places as it deems appropriate to carry out its responsibilities.</p> <p>3.3 Meetings of the Committee may be held in person, by telephone, through the use of visual and audio means, or in any other manner approved by the Committee that allows members to listen to each other.</p>	<p><u>Article IX: Meetings of the Committee</u></p> <ol style="list-style-type: none"> 1. The Committee shall meet periodically at least every six months and may hold additional meetings whenever the need arises. The Committee shall also meet at the request of the Chairman of the Committee or one of its members, indicating the reasons for the invitation to the meeting and the approval of the majority of the members. The validity of its meetings is subject to the presence of at least two members, and a member of the Committee may not delegate others to attend the meetings of the Committee. 2. In the event that the Chairman of the Committee failed to attend, Chairman may delegate one of its members to chair the meeting. In the event that one of its members is not delegated to chair the meeting, the members shall be entitled to choose a chairman for the meeting. 3. The decisions of the committee shall be issued by a majority of the votes of present members. In case of a tie, the opinion of the chairman of the meeting shall prevail. 4. Any member of the Committee may make a reservation to any decision taken by the Committee, provided that he indicates the

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3.4 Meetings of the Committee may only be attended by members and the Secretary. However, others may attend such meetings if requested by the Committee at its invitation.

3.5 The validity of the meetings of the committee shall require the presence of a majority of its members (more than 50%), and its decisions shall be issued and its actions shall be approved by a majority of the votes of those present (more than 50%). In the event of a tie vote, the side with which the Chairman voted shall prevail. A member shall not participate in voting on any matter in which he has a direct or indirect interest.

3.6 In the event of the absence of the chairman, and the absence or absence of a deputy appointed by chairman from among the members, the remaining members present shall choose from among themselves a member to chair the meeting from among those qualified to hold this position in accordance with this Regulation.

3.7 A member may delegate other members at any meeting of the committee, provided that the delegation of the delegated member is fixed in writing. A notice of such delegation shall be sent to the secretary before the relevant meeting.

3-8 The Committee may adopt decisions by passing the proposed decisions in writing or in electronic form to all members for adoption and signature (noting that the scanned copy of the decision signed by the member is considered an acceptable form for that purpose). Written decisions shall be issued with the approval of a majority of the members, and in the event of a tie, the side with which the Chairman voted shall prevail.

3.9 The secretary shall, as soon as possible after the end of each meeting or the adoption of a written decision, send a copy of the

reasons for that reservation and records it in the minutes of the meeting of the Committee.

No member shall be relieved of his responsibility for the decisions taken at the meeting in the event of his absence from the meeting unless he expresses a reservation thereon.

5. A member of the committee shall be deemed to have resigned if an acceptable excuse fails to attend the meetings of the committee for more than two sessions per year.
6. The committee may hold its meetings using the means of technology by means of video or audio communication, and the attendees shall be considered authentic.
7. The approval of the majority of the members may postpone or cancel any meeting as the Committee deems appropriate.
8. The Committee shall have the right to invite any of the Company's directors, executive management, or others to attend its meetings and provide relevant information as needed.
9. The Committee may seek the assistance of such experts and specialists as it deems necessary from within or outside the company within the limits of its powers, provided that this is included in the minutes of the meeting of the Committee with the name of the expert and his relationship with the company and the executive administration.
10. The agenda of the meeting shall be adhered to taking into account any topics proposed to be added by the members at a previous meeting. Any member shall have the right to add a new item or items either before the meeting or when the meeting agenda is adopted. The item shall be included among the items of the meeting for discussion.
11. In the event of any inquiry or request for explanations from any member about any of the agenda items or documents before the date of the meeting, they shall be answered in a timely manner by the Chairman of the Committee or whoever authorized by Chairman .

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<p>minutes or the decision to each member of the committee. Minutes of meetings shall be signed by the secretary and all members present at the meeting.</p>	<p>12. A member of the committee or the secretary of the committee may not leave the meeting or leave for some time except with the permission of the chairman of the committee.</p> <p>13. The committee shall take its decisions on the matters discussed by passing, unanimously. Otherwise, the committee shall take its decisions by a majority of votes. The equality of votes shall prevail over the side of the Chairman.</p>
<p>New article</p>	<p>Article X: Functions and responsibilities of the Secretary of the Committee</p> <p>1. The secretary of the committee shall convene its meetings at the request of the chairman of the committee. Notices of meetings shall be sent to each member of the committee and any other person whose attendance is deemed necessary by the committee. The notice shall include specifying the place, date, and start time of the meeting, the agenda, and the annexes to the items of the meeting, sufficiently in advance of the date of its convening. The secretary of the committee shall also:</p> <ul style="list-style-type: none"> A. Coordinate the meetings of the Committee, and develop a proposal for its agenda in coordination with the Chairman of the Committee. B. Approval of the minutes of meetings by the members of the Committee after the approval of the Chairman of the Committee. C. Notify the Secretariat of the dates of the meetings and provide them with their agenda and the necessary documents to study the items of the meeting. D. Attend and document the meetings of the committee, preparing the minutes and keeping them in a special register. E. Disseminate the committee's decisions to concerned parties. F. Provide assistance and advice to the Committee, in matters falling within its competences. <p>2. The meetings of the committee and its decisions shall be established in minutes signed by all members present, and any of the technical means may be used to sign and prove the deliberations, minutes and decisions of the committee, provided</p>

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	<p>that all members present and not present at the meeting are provided with the draft minutes of the meeting within the specified period, and if there are any observations or amendments to the draft, the members shall provide the chairman of the committee and the secretary of the committee with them within a period not exceeding (seven) days from the date of sending the minutes, otherwise the draft shall be considered final and its signature shall be completed unless it is an emergency reason subject to its discretion by the chairman of the committee. The minutes shall include the following:</p> <ul style="list-style-type: none">A. The place, date and time of the meeting.B. Deliberations and discussions with a statement of the results of decisions and recommendations.C. Names of attendees from the committee and outside. <p>3. The members shall be provided with the means available, whether by e-mail or otherwise, with the agenda, the topics proposed for discussion and the decisions required to be taken, accompanied by the endorsements, before the date of the meeting, which shall be extended by not less than one week for the scheduled meetings. With regard to emergency meetings, the members shall be provided with a reasonable and sufficient period before the meeting so as to enable the member to study the items and documents presented for each clause.</p> <p>4. In the event of any update or change, whether about the agenda, documents or time of the meeting, the members shall be provided with the change in its time.</p> <p>5. The agenda shall specify the estimated time of the meeting, and the estimated time for each topic included therein.</p>
<p>6 Remuneration</p> <p>6.1 Any remuneration granted to members shall be in the form and to the extent determined by the general assembly upon the recommendation of the board of directors, in accordance with the relevant laws, regulations, decisions, and instructions.</p>	<p><u>Article (XI): Remuneration of the Committee and the Secretary of the Committee</u></p> <p>1. The member of the Committee and the Secretary of the Committee shall be entitled to an annual remuneration and an allowance to attend meetings in accordance with the remuneration policy approved by the General Assembly, or as recommended by the Board of Directors.</p>

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	<ol style="list-style-type: none"> 2. Whoever ends his membership of the committee for any reason whatsoever before the expiry of the period specified for the committee shall be paid the annual remuneration he shall be entitled to and the allowance for attending the sessions for the period preceding the expiry of his membership. 3. The remuneration of the members of the Committee shall be disclosed within the contents of the annual report of the Board of Directors.
<p>New article</p>	<p><u>Article XII: Conflict of interest</u></p> <ol style="list-style-type: none"> 1. If the member has any conflict of interest in a subject on the agenda, member shall disclose this before discussing the subject, provided that this is recorded in the minutes of the meeting. In this case, he may not participate or vote thereon. 2. If the member doubts whether he is in a state of conflict of interest, he may request opinion and advice from the Chairman of the Committee. 3. Any conflicts of interest of any member shall be presented and discussed at the meeting of the Committee, a summary of which shall be presented after the completion of the statutory procedures and the Board of Directors shall take what it deems appropriate. 4. A member of the committee may not be entitled to have a direct or indirect interest in the works and contracts that are carried out for the company's account, and if any, the disclosure is made and the approval of the board of directors is taken and member shall not be entitled to vote on the clause. 5. Disclosure of any relationship between external consultants, members of the committee or the work team, if any.
<p>New article</p>	<p><u>Article XIII: Application and Interpretation of the Regulations</u></p> <p>The provisions of these Regulations shall be applied and interpreted in a manner that does not conflict with the Articles of Association of the Company and any other regulations approved by the Board of Directors and in accordance with the Saudi Companies Law and the Capital Market Authority's regulations and their executive regulations.</p>

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7 Effectiveness and Audit

7.1 This Regulation shall be adopted by a decision of the general assembly based on a proposal by the board of directors, and Regulation shall be effective from the date of its adoption by the general assembly.

7.2 The Committee shall review the provisions of these Regulations periodically and submit its recommendations for any amendments thereto to the Board of Directors.

7.2 Any amendments to this regulation shall be adopted in the same manner as this Regulation.

Article (XIV): Validity of Regulation

1. This Regulation shall be subject to review as part of the review of the effectiveness of the Committee's governance.
2. No article, clause or paragraph of this regulation shall be amended, deleted or added until the necessary approvals have been taken from the competent persons.
3. This Regulation shall be adopted by the General Assembly and shall enter into force in accordance with the Assembly's decision, and any other previously applicable regulations shall be repealed.