



AL DHAFRA INSURANCE COMPANY P.S.C.

National Company with a Paid - Up Capital of AED. 100,000,000 (AED. One Hundred Million) Established by Law No. 8 of 1979 and subject to Federal Commercial Companies Law No. 8 of 1984 and The U.A.E. Insurance Law (Federal Law No. 6 of 2007)
TAX REG. No: 100014650400003

Invitation to attend the Annual General Assembly Meeting of Al Dhafra Insurance Company (P.S.C)

The Board of Directors of Al Dhafra Insurance Company (P.S.C) has the honor to invite the shareholders to attend the annual General Assembly meeting at 11:00 a.m. on Tuesday 26/03/2024 in our head office located in Al Dhafra Insurance Company (P.S.C) Building, Zayed First Street (Abu Dhabi) shareholders can attend and participate through the use of remote presence technology / virtual meeting with visual communication and electronic voting during the meeting, the link to the meeting will be sent by email and SMS to the Shareholders and through the website of Abu Dhabi Securities Exchange, to consider the following agenda:

1. Listen to and approve the Board of Director's Report on the Company's activity and its financial position for the fiscal year ended 31/12/2023.
2. Listen to and approve the Auditor's Report for the fiscal year ended on 31/12/2023.
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2023.
4. Consider the Board of Director's proposals concerning the distribution of profits by 35 % of the nominal value of the share as cash dividend of AED 35 million. at 35 fills per share.
5. Approve a proposal concerning the remuneration of the members of the Board of Directors.
6. Approving the disbursement of bonuses to the company's employees for the year 2023, with a total amount of 3,521,957 dirhams.
7. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2023, or remove them and file a liability action against them, as the case may be.
8. Discharge the auditors for the fiscal year ended 31/12/2023, or remove them and file a liability action against them, as the case may be.
9. Appoint the auditors for the year 2024 and determine their fees.

Abu Dhabi (Head Office)

Company Bldg.
Zayed the 2nd Street
P. O. Box : 319
Tel. : 02-6949444
Fax : 02-6729833
United Arab Emirates

Dubai Branch

P. O. Box : 14006
Tel. : 04-2103777
United Arab Emirates

Al Ain Branch

P. O. Box : 15159
Tel. : 03-7512000
United Arab Emirates

Bida Zayed Branch

P. O. Box : 50094
Tel. : 02-8846048
United Arab Emirates

Sharjah Branch

P. O. Box : 28892
Tel. : 06-5536060
United Arab Emirates



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Notes:

1. At the direction of the Securities and Commodities Authority, the company's shareholders who will attend the General Assembly virtually should register their attendance electronically to be able to vote on the items of the General Assembly. Registration is open from 11:00 a.m. on Monday 25 March 2024 and closes at 11:00 a.m. on Tuesday 26 March 2024. For electronic registration, please visit the following website: www.aldhafrainsurance.ae. Holders of proxies must send a copy of their proxies to the email address raed.anabtawi@aldhafrainsurance.ae with their mobile numbers to receive text messages for registration.
2. Any shareholder who has the right to attend the General Assembly Meeting May delegate any person other than a member of the Board of Directors under a special written proxy. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who lack capacity or competency shall be represented by their legal representatives. (The requirements of sections 1 and 2 of Article (40) of the Chairman's Decision (3/R.M) for 2020 on the adoption of the Public Shareholding Governance Manual shall be taken into account).
3. The shareholder's signature on the Power of Attorney referred to in Clause No. (1) above shall be the signature approved by any of the following entities:
 - a. Notary Public.
 - b. Commercial Chamber or Economic Department in the state.
 - c. Bank or Company licensed in the state, provided that the agent shall have account with any of them.
 - d. Any other entity licensed to perform attestation works.
4. A corporate person may delegate one of its representative or those in charge if its management under a decision of its Board of Directors or its authorized deputy to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decisions.
5. Shareholders registered in the shareholders Register on Monday 25/03/2024 shall be entitled to attend and vote in the General Assembly Meeting.
6. Shareholders registered in the shareholders register on Friday 05/04/2024 shall be entitled to receive the dividends.
7. The shareholders can access and review the financial statements of the Company and the Governance Report on the website of the Abu Dhabi Securities Exchange (www.adx.ae) and the company's website (www.aldhafrainsurance.ae).
8. The meeting of the General Assembly shall not be valid unless attended by shareholders who hold or represent by proxy at least (50%) of the company's share capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on Tuesday Date 02/04/2024 in the same place and time. (The second meeting shall be held after a period of not less than five (5) days and not more than fifteen (15) days from the date of the first meeting. The postponed meeting shall be deemed valid irrespective of the number of the number of the shareholders present.
9. Special Resolution: It is the resolution issued by the shareholders who own at least three quarters of the share represented in the general assembly meeting of the joint stock company.
10. The Investor Rights Index, available on the home page, can be found on the official website of the Authority (<https://www.sca.gov.ae/Arabic/Pages/Home.aspx>).

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