

FORM (E-1-1)

An Invitation to Attend the Annual General Assembly Meeting of Al Buhaira National Insurance Company (Public Joint Stock Company)

The Board of Directors of Al Buhaira National Insurance Company (P.J.S.C.) has the honor to invite the shareholders to attend the annual general assembly meeting in person at Al Buhaira Insurance Tower located in Al Majaz 1, Khalid Lagoon, Sharjah, and electronically/remotely at www.smartagm.ae, on Wednesday, 23/04/2025 at 11:00 AM to review the following agenda:

General Assembly Agenda:

- 1- Review and approval of the report of the Board of Directors on the Company's activities and financial position for the fiscal year ending on 31/12/2024.
- 2- Review and approval of the report of the auditor for the fiscal year ending on 31/12/2024.
- 3- Discussion and approval of the balance sheet and profit and loss account for the fiscal year ending on 31/12/2024.
- 4- Discharge of the members of the Board of Directors for the fiscal year ending on 31/12/2024 or non-discharge of them, removing them, and filing a liability lawsuit against them, as the case may be.
- 5- Approve the Board of Directors proposal to pay each director AED 200,000; AED 1,800,000 in total.
- 6- Approve the Board of Directors proposal to pay the chairman of each Board Committee AED 10,000 per meeting and AED 7,000 per meeting for each member of the Board Committees subject to his personal attendance; AED 242,000 in total.
- 7- Discharge of the auditors for the fiscal year ending on 31/12/2024 for the fiscal year ending on 31/12/2024, or non-discharge of them, removing them, and filing a liability lawsuit against them, as the case may be.
- 8- Appointment of auditors and determining their fees for the year ending on 31/12/2025.
- 9- Election of a new Board of Directors for the years 2025-2027, subject to CBUAE and SCA approval.

Notes:

- 1- At the guidance of the Securities and Commodities Authority, the company's shareholders who will attend the General Assembly by virtual meetings should register their attendance electronically to be able to vote on the items of the General Assembly. Registration will be open from 11:00 am on Tuesday 22/04/2025 and will close at 11:00 am on Wednesday 23/04/2025. For electronic registration, please visit the following website: www.smartagm.ae. Holders of proxies must send a copy of their proxies to the email address: shareholders@albuhaire.com with their names and mobile numbers to receive text messages for registration.
- 2- Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors by a special written proxy. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company – for a number of shareholders. Shareholders who are 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.) of 2020 concerning the

adoption of the Public Shareholding Governance Manual shall be considered.) The disclosure published on the Company's page on the market's website regarding the necessary procedures for approving the proxy may be viewed."

- 3- Pursuant to the article (40/4) of the Securities and Commodities Chairman Decision no (3/R.M.) of 2020 concerning the joint stock companies Governance Guidelines, any shareholder who wishes to appoint a representative to attend and vote on his / her behalf can communicate with the following persons from, that the company shall bear the fees for their attendance and voting:

Mr. Mohammad Abdul Moniem Mohammad (Abdulla Al Owais Law Office) Tel. 050-9095612 and 04 – 8740333

Email: moniem@alowaislaw.com

Mr. Hasan Al Marzouki (Hasan Ali Al Marzouki Office) Tel 050-6271570 and 06 – 7489661

Email: mg2000advocates@gmail.com

- 4- A corporate person may delegate one of its representatives or those in charge of 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 decision.
- 5- Shareholders registered in the Shareholders Register on Tuesday, 22/04/2025 shall be entitled to vote in the General Assembly meeting.
- 6- Shareholders can review the company's financial statements, governance report, and sustainability report (integrated report) through the Abu Dhabi Securities Market, www.adx.ae and Company website www.albuhaira.com
- 7- 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 Monday, 28/04/2025 at the same time, location and mechanism."
- 8- Special Decision: It is the decision issued by a majority vote of shareholders who own at least three-quarters of the shares represented at the general assembly meeting of the joint-stock Company.
- 9- You can review the guide of investors' rights in securities, which is available on the home page of the Authority's official website according to the following link: <https://www.sca.gov.ae/en/regulations/minority-investor-protection.aspx>

Clarifying disclosure regarding the approval of agencies

According to Clauses 1 & 2 of Article 40 of the Corporate Governance Manual, we would like to inform the shareholders with the following:

1. Each shareholder who has the right to attend the general assembly may delegate someone from other than the Board members or the staff of the company, or securities brokerage company, or its employees, to attend on his behalf as per a written delegation stating expressly that the agent has the right to attend the general assembly and vote on its decision. A delegated person for a number of shareholders shall not have more than (5%) of the Company issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives.
2. The shareholder signature on the power of attorney referred to in clause No. (1) shall be the signature approved by any of the following entities:
 - A. Notary Public.
 - B. Commercial chamber of economic department in the state.
 - C. Bank or company licensed in the state, provided that the agent shall have an account with any of them.
 - D. Any other entity licensed to perform attestation works.
3. The Proxy form shall include the name & contact number(s) of the shareholder and the brokerage firm who approved the proxy. This form / power of attorney / delegation / Proxy is a guiding form whereby the client has the power to issue the Proxy in accordance with the limits and powers he deems appropriate, all of this is with the obligation that the signature of the shareholder mentioned in the proxy be the signature approved by / with one of the above-mentioned authorities. For further inquiries or clarification please contact us at 065174472 or email us at shareholders@albuhaira.com

