

Invitation to attend the Annual General Assembly Meeting of Dubai National Insurance and Reinsurance Company (Public Joint-Stock Company)

The Board of Directors of Dubai National Insurance & Reinsurance Company (PJSC) has the honour to invite the shareholders to attend the Annual General Assembly meeting which will be held on Tuesday 18/04/2023 at 10:00AM at Al Habtoor Group Headquarters, in Dubai, Al Wasel Road, Bldg. no. 727, as well as via remote online attendance, to consider the following Agenda:

1. Listen to and approve the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended on 31/12/2022.
2. Listen to and approve the Auditor's Report for the fiscal year ended on 31/12/2022.
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2022.
4. Consider the Board of Directors' proposals concerning the distribution of cash dividends of 10% of capital (10 fills per share) equivalent to AED 11,550,000 for the fiscal year ended on 31/12/2022.
5. Approve a proposal concerning the remuneration of the members of the Board of Directors and determine the amount thereof.
6. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2022, or remove them and file a liability action against them, as the case may be.
7. Discharge the auditors for the fiscal year ended on 31/12/2022, or remove them and file a liability action against them, as the case may be.
8. Appoint the auditors and determine their fees.

Notes:

1. A person who has the right to attend the general assembly may delegate someone from other than the board members or the staff of the company of securities brokerage company to attend on his behalf as per a written delegation and 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. (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.)
2. 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.
3. Shareholders registered in the Shareholders Register on Monday 17/04/2023 shall be entitled to vote in the General Assembly meeting.
4. Shareholders registered in the shareholders register on Friday, 28/04/2023 shall be entitled to receive the dividends.
5. The shareholders can access and review the financial statements of the Company on the website of Dubai Financial Market www.dfm.ae.
6. 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 27/04/2023 in the same place and time.
7. You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>
8. **Special Resolution**: is a resolution passed by majority vote of the shareholders who hold at least $\frac{3}{4}$ of the shares represented in the General Assembly meeting of a joint-stock company. (This item shall be added in case there are any matters that require a special resolution).
9. Electronic Registration & Attendance:
 - SMS containing the link of registration, attendance, E-voting and the access code will be sent to shareholders one day prior to the AGM date.
 - Shareholders will be able to register (registration for attendance) upon receiving the link and until the commencement of the AGM at 10:00AM on Tuesday 18/04/2023.
 - E-voting will only be available for registered shareholder who have registered before the AGM commencement on Tuesday 18/04/2023 at 10:00 AM and until the end of the meeting.

دبي الوطنية للتأمين و إعادة التأمين ش.م.ع. Dubai National Insurance & Reinsurance P.S.C.

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سجلت في سجل شركات التأمين طبقاً للقانون الاتحادي رقم (6) لسنة 2007 وتعديلاته. شهادة قيد رقم 64 بتاريخ 6 يناير 1992
Registered in the Insurance Companies Register Under Federal Law No. (6) of 2007 (As Amended), Certificate No. 64 Dated 6th January 1992

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 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 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 [045969211](tel:045969211) or email us at investor@dni.ae