

Invitation to attend the Annual General Assembly Meeting of Orient Takaful (PJSC)

The Board of Directors of Orient Takaful Company (PJSC) is pleased to invite shareholders to attend the Annual General Meeting of the Company which will be held on 28/04/2025 at 11 am to consider the following agenda by Personal presence at Al Futtaim Building, Al Riqqa Road Ground Floor - Dubai as well as remotely via MS Teams by virtual / online attendance and direct E-Voting to consider the following agenda:

Annual General Assembly

1. Review and approve the Report of the Directors for the financial year ending on 31 December 2024.
2. Review and approve the Report of the Auditors for the financial year ending on 31st December 2024
3. Discuss and approve the company's Balance Sheet and Profit and Loss account for the financial year ended 31 December 2024.
4. Consider and approve the Board of Directors' recommendation of the non-distribution of dividends for the financial year ended 31 December 2024
5. Review and approve the report of the Internal Sharia'ah Supervisory Committee.
6. Appointment of the Internal Sharia'ah Supervisory Committee, consisting of the following members, for the Year 2025
 - a. Dr. Salim Ali Al Ali
 - b. Mr. Abd El Nasser Ahmed Ibrahim Al Mannae
 - c. Dr. Mohammad Omar Sheikh Alnajjarin
7. Review and approve Corporate Governance Report and integrated report of 2024.
8. Discharge of the Members of the Board of Directors from liability of financial year ending on 31/12/2024.
9. Discharge of the External Auditors from liability of financial year ending on 31/12/2024.
10. Appoint the Auditor for the FY 2025 and determine their fees.
11. Approve the transactions with related parties till 31/12/2024, and conduct similar transactions for 2025
12. Nominate and approve a member of the Board of Directors- Mr. Fadi Sabah Ghaleb El Masri to complete the formation of the Board subject to CBUAE approval of the same

Notes:

- 1- Any shareholder who has the right to attend the General Assembly 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 competence shall be represented by their legal representatives. (The requirements of sections 1 and 2 of Article 40 of Chairman of Authority's Board of Directors' Decision no. (3/R. M) of 2020 concerning Approval of Joint Stock Companies Governance Guide and its amendments shall be applicable), Disclosure published is available on the company's page on the DFM website regarding the procedures to approve the power of attorney
- 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 or their representatives may attend the General Assembly meeting in person, and attendance will be available to all shareholders through the TEAMS program to discuss all items, submit their inquiries, respond to them and vote on each decision directly, (the requirements of Article No 40 R , of Chairman of Authority's Board of Directors' Decision no. (3/R . M) of 2020 concerning Approval of Joint Stock Companies Governance Guide and it's amendments shall be applicable
- 4- Shareholders registered in the Shareholders Register on 25/04/2025 shall be entitled to vote at the Company's general assembly.

- 5- Shareholders can access and review the company's financial statements & Corporate Governance Report & ESG report (integrated report) on the website of Dubai Financial Market : www.dfm.ae , and the company website : www.orienttakaful.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 05/05/2025 in the same place and time.
- 7- Special Resolution: the resolution issued by a majority vote of the shareholders who own at least three quarters of the shares represented at the general assembly meeting of the joint stock company.
- 8- Investor Rights Guide in Securities is available on the main page of the Authority's official website, according to the following link.
<https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>

Board of Directors

Clarifying disclosure regarding the approval of Proxies

According to Clauses 1 & 2 of Article 40 of Chairman of Authority's Board of Directors' Decision no. (3/R.M) of 2020 concerning Approval of Joint Stock Companies Governance Guide and its amendments, 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:

- Notary Public.
- Commercial chamber of economic department in the state.
- Bank or company licensed in the state, provided that the agent shall have an account with any of them.
- Financial Markets Licensed in the State
- Any other entity licensed to perform attestation works.

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 058-2162212 or email us at sundaram.rajaraman@orienttakaful.ae

إفصاح توضيحي بشأن اعتماد التوكيلات

بناء على متطلبات البندين 1 و 2 من المادة رقم 40 قرار رئيس مجلس إدارة الهيئة رقم (03 /ر.م) لسنة 2020 م بشأن اعتماد دليل حوكمة الشركات المساهمة العامة وتعديلاته ، نود أن نلفت انتباه السادة المساهمين إلى ما يلي :

1- يجوز لمن له حق حضور الجمعية العمومية أن ينوب عنه من يختاره من غير أعضاء مجلس الإدارة أو العاملين بالشركة أو شركة وساطة في الأوراق المالية أو العاملين بها بمقتضى توكيل خاص ثابت بالكتابة ينص صراحة على حق الوكيل في حضور اجتماعات الجمعية العمومية والتصويت على قراراته ، ويجب أن لا يكون الوكيل - لعدد من المساهمين- حائزاً بهذه الصفة على أكثر من (5%) من رأس مال الشركة المصدر ، ويمثل ناقصي الاهلية وفاقديها النائبون عنهم قانوناً.

2- يتعين أن يكون توقيع المساهم الوارد في الوكالة المشار إليها في البند (1) هو التوقيع المعتمد من /لدى أحد الجهات التالية :-

- الكاتب العدل
- غرفة تجارة أو دائرة اقتصادية بالدولة
- بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما
- الأسواق المالية المرخصة بالدولة
- أي جهة أخرى مرخص لها للقيام بأعمال التوثيق.

يتضمن نموذج التوكيل أرقام التواصل بالمساهم واسم وأرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل . إن هذا النموذج/التوكيل/ التفويض هو نموذج استرشادي حيث يكون للموكل إصدار التوكيل وفقاً للحدود والصلاحيات الذي يراها مناسبة ، وذلك جميعه مع ضرورة التزام بأن يكون توقيع المساهم الوارد في الوكالة هو التوقيع المعتمد من/لدى أحد الجهات المذكورة أعلاه ، للمزيد من المعلومات أو الإيضاحات يرجى التواصل على الرقم 058-2162212 أو البريد الإلكتروني sundaram.rajaraman@orienttakaful.ae