

RAS AL KHAIMAH NATIONAL INSURANCE COMPANY (P.S.C) INVITATION TO ATTEND THE ANNUAL GENERAL ASSEMBLY MEETING

The Board of Directors of the Ras Al Khaimah National Insurance Company (P.S.C) (the "Company") is pleased to invite the Company's shareholders to attend the Annual General Assembly meeting scheduled on Thursday, 20th March 2025 at 10:00 am, to be held at the Company's Head office in Ras Al Khaimah for in person attendance, or virtually (remotely/online) by means of virtual meeting through an electronic link for the meeting which will be sent to the shareholders via SMS or email following attendance registration, to attend, discuss and vote on the proposed resolutions with visual communication and electronic voting, to consider the following agenda:

Ordinary Resolutions:

1. To authorize the Chairman of the Annual General Assembly meeting to appoint the meeting's Secretary and Vote Collector.
2. To consider and approve the Board of Directors' Report on the Company's activities and financial position for the financial year ended 31st December 2024.
3. To consider and approve the External Auditors' Report on the Company's balance sheet and financial position for the financial year ended 31st December 2024.
4. To discuss and approve the Company's balance sheet and profit and loss statements for the financial year ended 31st December 2024.
5. To discuss and approve the Board of Directors' proposal as to not distribute profit for the financial year ending 31st December 2024 in order not to increase the accumulated losses.
6. To approve the remuneration of the Board of Directors for the financial year ended 31st December 2024.
7. To discharge the Members of the Board of Directors from any liability for the financial year ended 31st December 2024 or to dismiss the Directors and to file the liability claim against them, as the case maybe.
8. To discharge the External Auditors from liability for the financial year ended 31st December 2024 or to dismiss the External Auditors and to file the liability claim against them, as the case may be.
9. To appoint the External Auditors for the financial year 2025 and determine their remuneration.
10. To approve the Policy Relation to Auditor Appointment, Audit and Non-Audit Services.

Special Resolutions:

11. To approve the release of Voluntary Reserve to offset accumulated losses following legal opinion and notification from the Central Bank of the UAE.

Note

1. Any shareholder that has the right to attend the Annual General Assembly meeting may delegate someone from other than the Company's Board of Directors or its staff or the staff of the securities brokerage firm to attend on his/her behalf as per a written delegation stating expressly that the agent has the right to attend the Annual General Assembly meeting and vote on its decisions. A delegated person for a number of shareholders shall not have more than (5%) of the Company's issued capital after gaining that delegation. Persons lacking legal capacity and who are incompetent must be represented by their legal representatives. (Subject to 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).
2. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity to represent such corporate person in any Annual General Assembly meeting of the Company. The delegated person shall have the powers as determined under the delegation resolution.
3. Shareholders can register to attend the meeting and vote on the items of the Annual General Assembly meeting through www.smartagm.ae.
4. Pursuant to Article No. (40) of the Authority's Chairman of the Board of Directors' Decision No.(3/R.M) for the year 2020 regarding the adoption of the Governance Guide for Public Shareholding Companies, any shareholder who wishes to appoint a representative to attend and vote on her/his behalf should communicate with IN'P-Ibrahim and Partners LTD on +97142505099 email info@inp.legal in line with approval of the General Assembly on 14th April, 2021.
5. The Annual General Assembly meeting online registration will open from Wednesday 19th March 2025 at 10:00 am to Thursday 20th March 2025 at 10:00 am through www.smartagm.ae.
6. Each shareholder registered in the share register on Wednesday 19th March 2025 shall be entitled to vote in the General Assembly meeting.
7. Shareholders entitled for cash dividend are those recorded in the share register on Monday 31st March 2025 and the last day to participate is Friday 28th March, 2025.
8. The Company's Audited Financial Statements and Directors' Report are available at the Company's website: www.rakinsurance.com and ADX website: www.adx.ae.
9. Quorum at the Annual General Assembly meeting shall be present if shareholders holding or representing by proxy at least 50% of the share capital of the Company are present at the meeting. If the quorum is not present at the first meeting, the General Assembly meeting shall be adjourned to another meeting to be held on Thursday 27th March 2025 at the same place and time. Quorum at the adjourned meeting shall be present irrespective of the number of the present shareholders.
10. Investors are requested to update their contact details and addresses in ADX records to ensure receiving their dividend appropriately. If approved, dividends shall be distributed through ADX.
11. Special Resolution: a resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the Annual General Assembly meeting of the Company.
12. Proxy and any supporting documents will be sent to the following e-mail: CEOoffice@rakinsurance.com stating the name, email and mobile number to receive SMS for registration.
13. A written proxy form should be lodged with the Company's Head Office, Sheikh Mohamed Bin Zayed Road, Exit No. 129, Ras Al Khaimah, to the attention of corporate secretariat and governance team, Tel: +97142913263, before close of business day on Wednesday 19th March 2025.
14. Link to the SCA Investors Rights Guide is accessible on: <https://www.sca.gov.ae/ar/awareness/publications/guidelines.aspx>

Board of Directors

Proxy

I / we:

the undersigned shareholder(s) of Ras Al Khaimah National Insurance Company PSC, hereby appoint by virtue of this proxy;

Mr. / Mrs.:

To represent me and vote on my behalf in the General Assembly Meeting which will be held via physical attendance or e-participation on Thursday, 20th March 2025 at 10:00 am or any adjourned meeting, therefore.

Shareholder Mobile No:

Proxyholder Mobile No:

Proxyholder email address:

Investor ID

Number of Shares:

Date:

Signature:



إفصاح توضيحي بشأن اعتماد التوكيلات



بناءً على متطلبات البندين ١ و ٢ من المادة رقم ٤٠ من دليل حوكمة الشركات المساهمة العامة الصادر من هيئة الأوراق المالية والسلع، نود أن نلفت السادة المساهمين إلى ما يلي:

الوكلاء المفوضين عن المساهمين:

١. يجوز لمن له حق حضور الجمعية العمومية أن ينيب 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 قراراتها ويجب ألا يكون الوكيل - لعدد من المساهمين - حائزاً بهذه الصفة على أكثر من (٥%) من رأس مال الشركة المصدر. ويمثل ناقص الأهلية وفاقديها النائبون عنهم قانوناً.
٢. يتعين أن يكون توقيع المساهم الوارد في الوكالة المشار إليها في البند (١) هو التوقيع المعتمد من/لدى أحد الجهات التالية، وعلى الشركة اتخاذ الإجراءات اللازمة للتحقق من ذلك.
 - أ . الكاتب العدل
 - ب . غرفة تجارة أو دائرة اقتصادية بالدولة
 - ج . بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما
 - د . أي جهة أخرى مرخص لها القيام بأعمال التوثيق
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر للمساهم.
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

الوكلاء المفوضين عن الشخص الاعتباري

١. يجوز للشخص الاعتباري تفويض أحد ممثليه أو المسؤولين عن إدارته بموجب قرار صادر عن مجلس إدارته أو أي كيان مماثل.
٢. يجب أن يتم توقيع خطاب التفويض أو النموذج من قبل المفوض بالتوقيع عن الشخص الاعتباري وتقديم المستند الداعم مثل التوكيل الرسمي والرخصة التجارية وما إلى ذلك.
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

CLARIFYING DISCLOSURE REGARDING THE APPROVAL OF AGENCIES

According to Clauses (1) & (2) of Article (40) of the Governance Guide for Public Shareholding Companies issued by the Securities and Commodities Authority, we would like to inform the shareholders of the following:

Individual Proxyholder:

1. Any 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 or 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. In addition to the above please, provide the following:
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the shareholder
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.

Corporate Proxyholder

1. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity.
2. The delegation letter or form should be signed by an authorized signatory and provide the supporting document such as POA, Trade License etc.
3. In addition to the above please, provide the following:
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.