

Invitation to attend the General Assembly Meeting of Drake & Scull International PJSC (Public Joint-stock Company)

The Board of Directors of Drake & Scull International (PJSC) is honored to invite the Shareholders to attend the General Assembly Meeting of the Company, which will be conducted at Dubai- Business Bay- Gulf Court Hotel- at 3:00 PM on Wednesday, 2024/07/24 to consider the following agenda:

- 1. Authorizing the Chairman of the General Assembly Meeting to appoint the meeting's Secretary and the vote collector.
- 2. Presenting a proposal to settle the amounts due with Itenera Company in relation to the Reem Mall project and approving the Board of Directors' decision taken on 2024/2/26 regarding the approval of the settlement proposal and authorizing the Board of Directors to sign the settlement agreement.
- 3. Due to the resignation of the current board members, electing board members for the company

Notes:

- 1. As directed by the Securities and Commodities Authority, the Company's Shareholders have to register electronically to be able to attend and vote on the items of the General Assembly. Registration will open on Tuesday, 23 July 2024 at 12:00 pm and close on Wednesday, 24 July 2024 at 12:00 pm. For electronic registration, kindly visit the following link: https://www.smartagm.ae
- 2. The General Assembly Meeting shall be held in person at the date and time set in the Shareholder's invitation. The Board of Directors, Registrar, Meeting Secretary, and the Vote Collector will attend either in person or virtually, and the Shareholders will have the option to participate virtually or in person. (SMS messages will be sent to each registered Shareholder containing the username and a password to complete logging into the meeting).
- 3. 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 the proxy. In such capacity, no proxy may present 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. "Provided that the requirements set in Clauses 1 and 2 of Article No. (40) of the Chairman of the Authority's Board of Directors Decision No. (3 / RM) of 2020 regarding the approval of the Governance Guide for Public Joint Stock Companies are complied with. " (Shareholders can view explanatory disclosures regarding the approved proxy through the Company's official website).
- 4. A corporate person may delegate one of his representatives or those in charge of his management under a decision from his Board of Directors or his 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. Individual and corporate proxies can register through (https://www.smartagm.ae), fill out the proxy form and upload it with the supporting documents once the online registration is open.
- 6. The Shareholder of the share registered on Tuesday 2024/7/23 shall be entitled to vote at the General Assembly Meeting.
- 7. Shareholders can access and view the Company's financial statements and the Corporate Governance Report for the year 2023 on the company's website (www.drakescull.com) and the Dubai Financial Market website (www.dfm.ae).
- 8. The Meeting of the General Assembly shall not be valid unless attended by Shareholders who hold or represent by proxy no less than (50%) of the Company's capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on 2024/07/30 in the same manner and time at 3.00 pm. The postponed meeting shall be deemed valid irrespective of the number of Shareholders present.
- 9. You can view the Investors' Rights Guide available on the main page in the Securities & commodities official website, as per the following link: https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx

	Board of Directors
PROXY	
I/we:	
The undersigned shareholder of Drake & Scull International (PJSC) hereby app	point by virtue of this proxy
Mr. / Mrs.:	
To represent me and vote on my behalf in the General Assembly meeting which	ch will be conducted at Dubai- Business Bay- Gulf Court Hotel- at 3:00 PM
on Wednesday, 2024/07/24 or any adjourned meeting, therefore.	
Shareholder Investor Number:	
Shareholder Mobile Number:	
Proxyholder Mobile Number:	Proxyholder e-mail:
Date: / /2024	Signature:



إفصاح توضيحي بشأن اعتماد التوكيلات



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

- الوكلاء المفوضين عن المساهمين: ـ

- ا . 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 عِلى حق الوكيل في حضور اجتماعات الجمعية العُمومية والتصويتُ على قرارتها ويجب ألا يكون الوكيل - لعدد من المساهمين - حائزاً بهذه الصَّفةُ على أكثر من (%) 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/لدي 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
 - أي جهة أخرى مرخص لها القيام بأعمال التوثيق
 - ٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
 - نسخة سارية الصلاحية من بطاقة الهوية الإمارائية (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.

ـــ الوكلاء المفوضين عن الشخص الإعتباري ـــ

- ١. يجوز للشخص الاعتباري تفويض أحد ممثّليه 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 الشحص الاعتباري وتقديم المستند الداعم مثل التوكيل الرسمي والرخصة التجارية وما إلى ذلكَّ.
 - ٣.بالإضافة إلى ذلك يرجى إرفاق ما يلى:
 - نُسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نُسخة 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.