



**Invitation to the Shareholders of  
HAYAH Insurance Company P.J.S.C  
to Attend the Annual General Assembly Meeting of the Company**

The Board of Directors of the HAYAH Insurance Company (P.J.S.C) is pleased to invite the Company's shareholders to attend the Annual General Assembly Meeting scheduled on Friday, 26/04/2024, at 11:00 AM, to be held at Jumeirah at Saadiyat in Abu Dhabi in person, or remotely/online. The agenda of the Annual General Assembly Meeting is the following:

1. To hear and discuss the Board of Directors' report on the Company's activities and its financial position for the financial year ending 31/12/2023 and approve the same.
2. To hear and discuss the external auditor's report on the Company's financial year ending 31/12/2023 and approve the same.
3. Discuss and approve the Company's balance sheet and profit and loss account for the financial year ending 31/12/2023.
4. To discharge the members of the Company's Board of Directors for the financial year ending 31/12/2023 or to isolate and sue them for their liability.
5. To discharge the Company's external auditors for the financial year ending 31/12/2023 or to isolate and sue them for their liability.
6. Consider the Board Directors' proposal concerning no cash dividends/ bonus shares distribution for the financial year ending 31/12/2023.
7. To appoint the Company's external auditors for 2024 and determine their remuneration.
8. Election of members of the Board of Directors.

**Remarks:**

1. Whoever has the right to attend the General Assembly may delegate whomever he/she chooses from other than the members of the Board of Directors according to a special established power of attorney in writing. The proxy for several shareholders must not possess in this capacity more than (5%) of the company's capital and represents those who are incompetent and those who have lost their representatives legally. (Provided that the requirements set forth in Clauses 1 and 2 of Article No. (40) of the Chairman of the Authority's Board of Directors Decision No. (3 / R.M) of 2020 regarding the adoption of the Governance Manual for Public Joint Stock Companies are observed.
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 meeting of the Company. The delegated person shall have the powers as determined under the delegation decision.
3. Shareholders of the Abu Dhabi Securities Exchange can register and vote online using the integrated digital platform for the <http://www.smartagm.ae> . To inquire about registration and voting procedures, please visit <https://www.smartagm.ae/instructions/> or contact the Company's investor relations on a phone +971 56 995 3908 or through email [investors@hayah.com](mailto:investors@hayah.com)
4. The owner of the share registered on Thursday 25/04/2024 shall be deemed to be the holder of the right to vote in the General Assembly meeting.
5. Shareholders can find the Financial Statements, Corporate Governance Report, and Sustainability Report (Integrated Report) on the website of the Abu Dhabi Securities Exchange, [www.adx.ae](http://www.adx.ae), and on the Company website: [www.hayah.com](http://www.hayah.com).
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 30/04/2024 in the same place and time. (The second meeting shall be held after a period of not less than five (5) days and not more than fifteen (15) days from the date of the first meeting. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.
7. The shareholders can access the Investors Rights Guide on the Securities and Commodities Authority's website: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>