

## Invitation to attend the Annual General Assembly Meeting of Sukoon Insurance PJSC

The Board of Directors of Sukoon Insurance PJSC (the "Company") has the honor to invite the shareholders to attend the Annual General Assembly Meeting which will be held at the Company's Head Office located at Omar Bin Al Khattab Street, next to Al Ghurair Mall, Deira, Dubai, and virtually via [www.smartagm.ae](http://www.smartagm.ae) (instant visual and direct electronic voting) on Thursday 29/02/2024 at 11:00 am 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 31/12/2023.
2. Listen to and approve the Auditor's Report for the fiscal year ended on 31/12/2023.
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2023.
4. Consider the Board of Directors' proposal regarding distribution of cash dividends of 20% of the share capital amounting AED 92,374,425 (AED 20 fils per share) for the fiscal year 2023.
5. Approve a proposal concerning the remuneration of the members of the Board for the year ended 31/12/2023.
6. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2023 or dismiss them and file a liability action against them, as the case may be.
7. Discharge the auditors for the fiscal year ended on 31/12/2023 or dismiss them and file a liability action against them, as the case may be.
8. Appoint the auditors for the year 2024 and determine their fees.
9. Elect a Board Member amongst the female nominees to fill in the vacancy on the Board.

**Special Resolution:** To amend the articles of the Association of the Company in line with applicable laws and Regulations issued by the Regulatory and relevant authorities.

### Notes:

1. As directed by the Securities and Commodities Authority, the Company's shareholders who will attend the General Assembly Meeting virtually should register their attendance electronically to be able to vote on the items of the General Assembly. Registration will be open from 12:00 pm on Thursday 22/02/2024 and will close at 11:00 am on Thursday 29/02/2024. For electronic registration, please visit the website [www.smartagm.com](http://www.smartagm.com).
2. or 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.
3. 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 competency shall be represented by their legal representatives. (subject to the provision of clauses (1) and (2) of Article (40) of the Chairman of Authority's Board of Directors' decision no. (3/Chairman) of 2020 concerning Approval of Joint Stock Companies Governance Guide and its amendments. (You can consult the disclosure regarding the procedure of attestation of Proxy below).
4. 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.
5. Shareholders registered in the Shareholders Register on Wednesday 28/02/2024 shall be entitled to vote in the General Assembly Meeting.
6. Shareholders registered in the Shareholders Register on Monday 11/03/2024 shall be deemed to be entitled to receive the dividends (if approved by the General Assembly). In such case, the distribution of the dividend will be within (30) thirty days following the date of the Annual General Assembly.
7. 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 07/03/2024 in the same venue and on the same electronic platform and at the same 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.
8. Special Resolution: is a resolution passed by majority vote of the shareholders who hold at least 3/4 of the shares represented in the General Assembly meeting of a joint-stock company.
9. 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>

## Proxy

I / we: .....

The undersigned shareholder of Sukoon Insurance PJSC (the "Company") 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 at the Company's head office and via e-participation" on Thursday 29/02/2024 at 11:00 am or any adjourned meeting, therefore.

Shareholder Investor Number: .....

Shareholder Mobile Number: .....

Proxyholder Mobile Number: .....

Date:        /        /2024

Signature: .....