INVITATION TO ATTEND ANNUAL GENERAL MEETING
OF Takaful Emarat- Insurance (PJSC)

The Board of Directors of **Takaful Emarat Insurance (PJSC)** is pleased to invite you to attend the Annual General Assembly Meeting of the Company to be convened at 03:00 P.M on Thursday 21/04/2016 in **THE WESTIN DUBAI MINA SEYAHI BEACH RESORT & MARINA – Dubai Meeting Room, Al Sufouh Road- Dubai Marina- Dubai UAE** to look into the following agenda:

1. Review the Company's Board of Directors' report on the Company's activities and its financial position for the Financial Year ended on 31/12/2015 and ratification thereof.
2. Review the Auditor's report for the Financial Year ended on 31/12/2015 and ratification thereof.
3. Review the Shariah Committee Report and ratification thereof.
4. Discuss the Company's Balance Sheet and its Profit and Loss Statement for the Year ended on 31/12/2015 and ratification thereof.
5. Appointment of the Shariah Board.
6. Review and approval of the Board of Directors' recommendation in relation to cash dividend distribution of 5.33% representing an amount of AED 8,000,000
7. Discharge the Company's Board Members of the liability for the Financial Year ended on 31/12/2015
8. Discharge the Company's Auditors of the liability for the Financial Year ended on 31/12/2015
9. Appoint the External Auditors of the company and determine their fees.

10. Consider passing a special resolution to approve: The Board of Directors' recommendation to amend the memorandum of association of the company in accordance with the Federal Law number 2 for the year 2015 on commercial companies subject to authorities' approval.
11. Consider passing a special resolution to approve: The Board of Directors' recommendation to approve the Company buying its own shares.
12. Consider passing a special resolution to approve: to authorize the board of directors to pay Zakat.
13. Consider passing a special resolution to approve: The Board of Directors' recommendation to allocate an amount towards Corporate Social Responsibility and to authorize the board of directors to determine the beneficiary of the contributions, provided that the contributions shall not exceed 2% of the average net profit.

14. Review and approval of the Board Recommendation on the remuneration of the Board of Directors.

Notes:

1. A shareholder is entitled to authorize another person (other than members of the Company's Board of Directors) to attend the above mentioned general

meeting provided that the proxy may not hold in such a capacity more than 5% of the Company's share capital.

2. A corporate person may delegate one of his 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 general meeting of the company. The delegated person shall have the powers as determined under the delegation resolution.
3. The owner of the shares registered on **Wednesday 20/04/2016** shall be deemed to be the holder of the right to vote at the Company's General Assembly Meeting.
4. The owner of the shares registered on **Sunday 01/05/2016** shall be deemed to be the holder of the right to profits.
5. Shareholders may access and review the Company's Financial Statements, corporate governance report and the recommended amendments of the MOA through the Company's official website www.takafulemarat.com and through the website of Dubai Financial Market.
6. The Annual General Assembly meeting shall not be valid unless attended by shareholders holding minimum 50% of the Company's capital. In the event that the required quorum for the First Meeting was not met, the Second Meeting shall be held on **Thursday, 28 April 2016**, at the same time and place. The second Meeting will be valid in all cases.
7. The Shareholders are requested to update their addresses and communication information with Dubai Financial Market (DFM) in order to ensure appropriate receiving of the dividends as in case of dividends distribution, the distribution will be done by Dubai Financial Market (DFM).
8. Special Resolution is the resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the General Assembly.