Invitation to attend the General Assembly Meeting
Of National General Insurance Company (Public Joint-Stock Company)

The Board of Directors of National General Insurance Company (PJSC) has the honor to invite the shareholders to attend the General Assembly Meeting at 11:00 AM on Tuesday 29/10/2019 at NGI House Building – 5th Floor – Deira Dubai- Opposite to Deira City Centre, to consider the following agenda:

1. Consideration of topics requiring a Special Resolution: Amendment of the Article of Association.

Special Resolution: Amending Article No. (07) Of the Articles of Association of the National General Insurance Company regarding the ownership percentage.

Article (7) Ownership Ratio: (Text before Amendment)

All shares of the company shall be nominal and the percentage of the contribution of UAE nationals at any time during the period of the company's stay shall not be less than (75%) of the capital.

To read the text as follows:

All shares of the company shall be nominal and the percentage of the contribution of the UAE nationals and GCC nationals of natural persons or legal persons wholly owned by GCC nationals at any time during the period of stay of the company shall not be less than 51% of the capital, and the percentage of Non UAE and Non GCC should not exceed 49%.

2. The Resolution will be activated on the Dubai Financial Market on 28/11/2019.

Notes:

1. 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.
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 of the Company. The delegated person shall have the powers as determined under the delegation decision.
3. Shareholders registered in the Shareholders Register on 28th October 2019 shall be entitled to vote in the General Assembly meeting.
4. The shareholders can access and review the Investor Rights index can also be accessed through the following link: https://www.sca.gov.ae/Arabic/Pages/Home.aspx
5. 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 4th November 2019 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.
6. **Special Resolution:** The resolution passed by a majority vote of shareholders who own at least three quarters of the shares represented at the general assembly meeting of the public joint stock company.