Invitation of the General Meeting
Amanat Holdings PJSC

The Board of Directors ("**Board**") of Amanat Holdings PJSC ("**Company**") is pleased to invite you to attend the general assembly meeting ("**General Meeting**") of the Company that will be held on Sunday, 15 November 2020 at 4:00 PM at Waldorf Astoria Dubai International Financial Centre Hotel, Newyork Ballroom, Burj Daman, Al Mustaqbal street, Dubai International Financial Centre, PO Box 507251, Dubai, United Arab Emirates, to consider the following agenda:

Agenda

1. Electing the members of the new Board of Directors due to the expiry of the term of the current Board.
2. **Special Resolutions**

Amend article (4) of the Company's articles of association to add sub-clause (1-f) herein below subject to the approval of the competent authority:

Article (4)

The objects that the Company is established for shall be in compliance with the provisions of the laws and regulations in force in the State.

1. The objectives of the Company are as follows ....

f. To invest through one of its subsidiaries in debt instruments and derivatives issued by companies working in the healthcare and education field taking in to account the legislations and the decisions implementing them.

Notes

1. Any shareholder that has the right to attend the General Meeting may delegate any person elected by such shareholder, other than the Members of the Board of Directors or the employees of the Company or the Securities Brokerage Companies and its employees to attend on his behalf, under a special written proxy. A delegated person for a number of shareholders may not hold in this capacity over 5% of the share capital of the Company. Minor and/or incapacitated shareholders will be represented by their legal representatives. (Provided that the requirements set forth in Clause 1 and Clause 2 of Article No. (40) of the Chairman of Authority's Board of Directors' Decision No. (3 / R.M) of 2020 concerning approval of Joint Stock Companies Governance Guide are observed.) You can review the disclosure published on the Company's page on the Market's website regarding the procedures for approving the proxy.
2. 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 managers to represent the corporate person in the General Meeting. The delegated person shall have the authority as determined by the authority resolution.
3. The registered holder of a share on Thursday, 12 November 2020, shall have the right to attend and vote at the General Meeting.
4. The shareholders may review the financial statements of the Company and the Company's corporate governance report on DFM website (www.dfm.ae) and the Company's website (www.amanat.com)
5. The General Meeting shall not be validly held unless attended by shareholders (in person or via proxy) representing not less than 50% of the share capital of the Company. In the event that such quorum is not present at the first General Meeting, a second meeting will take place on Sunday 22 November 2020 at the same venue and time and the second meeting shall be valid irrespective of the shareholders attendance percentage. In case of the second meeting, the registered holder of a share on Thursday, 19 November 2020, shall have the right to attend and vote at the second General Meeting.
6. A special resolution is a resolution issued by the majority vote of the shareholders that hold no less than three quarters of the shares attended or represented in the general assembly meeting of the Company.

Please check the investor protection guide at the Securities and Commodities Authority's website:
https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx

Hamad Alshamsi
Chairman of Amanat Holdings PJSC

Proxy

To the Chairman of Amanat Holdings PJSC
Dear Sir,
I/We: ---, the shareholder(s) of Amanat Holdings PJSC hereby appoint by virtue of this proxy Mr. / Mrs.: --
To represent me and vote on my behalf in the Annual General Assembly Meeting to be held on Sunday 15 November 2020, or any adjourned meeting thereof.
Shareholder's number
Date: --------/----------------/2020 Signature: