

The Results of the General Assembly Meeting

Date	26/04/2021	
Name of the Listed Company	Dar Al Takaful PJSC	
Date and day of the meeting	Monday 25/04/2022	
The starting time of the meeting	01:00PM	
The ending time of the meeting	03:00PM	
Venue of the meeting	Virtual	
Chair of the General Assembly Meeting	Mr. Matar Hamdan Sultan Al Ameri	
Quorum of the total attendance (percentage of capital)	80.75%	
Distributed as follows:		
1- Personal attendance rate (%)	12.70%	
▪ Authenticity (%)		
▪ Proxy (%)	68.04%	
2- Attendance through electronic voting (%)	80.75%	
Decisions and Resolutions of the General Assembly meeting:		
1. Hearing and approving the Board of Directors' report on the company's activity and its financial position for the financial year ended 31st December 2021.	Approved	
2. Hearing and approving the Auditor's report for the financial year ended 31 st December 2021.	Approved	
3. Hearing and approving the Internal Shariah Supervisory Committee report for the financial year ended 31st December 2021.	Approved	
4. To consider and approve the Company's consolidated Financial Statements and profit and loss account for the financial year ended 31 st December 2021.	Approved	

5. Approve a proposal for remuneration of the Board members and determine the amount thereof for the financial year ended 31st December 2021.	Approved
6. Approve the Board of Directors proposal not to pay out dividends to the shareholders for the financial year ended 31/12/2021.	Approved
7. Discharge the Board of Directors from their liabilities for the financial year ended 31st December 2021 or their removal and filing of a liability claim against them, as the case maybe.	Approved
8. Absolve the external auditors of the Company for their liabilities for the financial year ended on 31st December 2021 or their removal and filing of a liability claim against them, as the case maybe.	Approved
9. Absolve the members of the Internal Shariah Supervision Committee of the Company for their liabilities for the financial year ended on 31st December 2021 or their removal and filing of a liability claim against them, as the case maybe.	Approved
10. Appointing Grant Thornton as the external auditors for the year 2022.	Approved
11. Appointing the members of the Internal Shariah Supervisory Committee.	Approved
12. Approve the appointment of Mr. Marwan Ahmad Lutfi Harmoozi in replacement of Mrs. Metha Mohamed AlSharif Al Hashemi who resigned from the Board.	Approved
Special Decisions and Resolutions of the General Assembly meeting	6
1. The proposed merger (the Merger) of the Company and National Takaful Company (Watania) PJSC (Watania) to be effected by way of a merger pursuant to Article 285(1) of UAE Federal Decree Law No. 32 of 2021 Concerning Commercial Companies (the Law), through the issuance of 0.734375 new shares in the Company for every 1 share(s) in Watania, subject to the terms and conditions of the Merger.	Approved
2. The terms of the Merger agreement entered into between the Company and Watania in accordance with Article 285(1) and Article 287(1) of the Law and the indicative timeline for the Merger.	Approved

<p>3. The independent valuation report issued by KPMG, the appointed independent valuer, regarding the independent valuation of the assets of the Company and Watania.</p>	Approved
<p>4. The following resolutions and the consequential amendments to the Company's Articles of Association upon the Merger being effective:</p> <ul style="list-style-type: none"> a) the increase of share capital of the Company from AED 150,000,000 to AED 260,156,250, subject to the terms and conditions of the Merger and with effect from the Merger becoming effective; b) the amendment of Article 7 of the Company's Articles of Association to reflect the increase of share capital of the Company described in (a) above; c) subject to the approval of the concerned authorities, the approval of the amended Articles of Association of the Company as published on the Company's website and uploaded to the DFM portal. 	Approved
<p>5. The election of 7 members to the Board of Directors of the Company for a term of three years and with effect from the Merger becoming effective, such members being:</p> <ul style="list-style-type: none"> a) Dr. Ali Saeed Bin Harmal Al Dhaheri b) Dr. Mohamed Ali Al Barwani c) Mr. Usama Mohamed Al Barwani d) Mr. Shahab Ahmed Lutfi Ali Harmoozi e) Mr. Matar Hamdan Sultan Hamad Al Ameri f) Mr. Mohamed Nael Al Shamsi g) Mr. Abdallah Malek Osseiran 	Approved

<p>6. The authorisation of the Board of Directors of the Company, or any person so authorised by the Board of Directors, to adopt any resolution or take any action as may be necessary to implement any of the above resolutions including, without limitation, to: (a) apply for a certificate to be issued by the Securities and Commodities Authority to declare the Merger of the Company and Watania, the increase in share capital and the amendments to the Company's Articles of Association effective; and (b) apply for the listing of new ordinary shares of the Company on the DFM; and (c) correspond and negotiate with any person, entity (official or otherwise) within and outside the United Arab Emirates, adopt such resolutions and take any such action as may be necessary to obtain the necessary approvals to effect the Merger.</p>	<p>Approved</p>
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Cash Dividends		
Percentage	Amount (AED)	
None	None	
Payment Date	Shareholders' registry closing date	Last Entitlement date
None	None	None

The Name of the Authorized Signatory

Gautam Datta

Designation

Chief Executive Officer

Date

26/04/2022

Signature


