Orient Insurance PJSC

اورينت للتأمين - شركة مساهمة عامة

Invitation to attend the Annual General Assembly Meeting

Of Orient Insurance (PJSC)

The Board of Directors of Orient Insurance (PJSC) has honor to invite the shareholders to the Annual General Assembly Meeting at 11:00 AM, 29 March 2023, at Orient building - 4th floor – Al Badia Business Park-Dubai Festival City, to consider the following agenda:

1. Listen and approve of the Report of the Directors for the financial year ending on 31 December 2022.
2. Listen and approve of the Report of the Auditors for the financial year ending on 31st December 2022
3. Discuss and approve of the Balance Sheet and the Profit and Loss Account of the Company for the financial year ending on 31st December 2022.
4. Review and approve Corporate Governance Report and integrated report of 2022.
5. Consider the proposals of the Company's board of directors concerning the distribution of cash dividends of 60% of share capital amounting to Dhs. 300 million.
6. Approval of a proposal regarding the remuneration of the members of the Board of Directors of AED 2 million.
7. Discharge of the Members of the Board of Directors from liability of financial year ending on 31/12/2022.
8. Discharge of the External Auditors from liability of financial year ending on 31/12/2022.
9. Appoint the Auditor for the FY 2023 and determine his fees.
10. Approve the transactions with related party till 31/12/2022, and to hold the transactions for 2023.

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. (The requirements of sections 1 and 2 of Article 40 of Chairman of Authority's Board of Directors' Decision no. (3/R . M) of 2020 concerning Approval of Joint Stock Companies Governance Guide shall be applicable), Disclosure published is available on the company's page on the DFM website regarding the procedures to approve the power of attorney

2- 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 Tuesday, 28/03/2023 shall be entitled to vote at the Company's general assembly.

4- Shareholders or their representatives may attend the General Assembly meeting in person, and attendance will be available to all shareholders through the TEAMS program to discuss all items, submit their inquiries, respond to them and vote on each decision directly

5- Shareholders registered in the Shareholders Register on Monday , 10/04/2023 shall be entitled to receive the dividends.

6- Shareholders can access and review the company's financial statements & Corporate Governance Report & ESG report (integrated report) on the website of Dubai Financial Market : www.dfm.ae , and the company website : www.insuranceuae.com

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 05/04/2023 in the same place and time.

8- Investor Rights Guide in Securities, is available on the main page of the Authority's official website, according to the following link
https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx

Board of Directors