

Invitation of the Annual General Assembly Meeting Amanat Holdings PJSC

The Board of Directors (“**Board**”) of Amanat Holdings PJSC (“**Company**”) is pleased to invite its shareholders to the annual general assembly meeting (“**General Meeting**” or “**AGM**”) of the Company to be convened in Person at Waldorf Astoria Dubai International Financial Centre and through electronic participation at 3:00 pm on Thursday 25 April 2024 to consider the following agenda:

Agenda:

Ordinary Resolutions:

1. Approve the appointment of the meeting rapporteur, and Dubai Financial Market (“**DFM**”) as Collector of the votes.
2. Consider and approve the Board of Directors’ report in respect of the Company’s activities and financial position for the fiscal year ending 31 December 2023
3. Consider and approve the auditor’s report for the fiscal year ending 31 December 2023;
4. Consider and approve the balance sheet and the profit and loss account for the fiscal year ending 31 December 2023;
5. Consider and approve the proposal of the Board of Directors to distribute cash dividends for the fiscal year ending 31 December 2023 of AED 50 Mn equivalent to 2% of the Company’s share capital (being 2 fils per share);
6. Consider and approve the proposal in respect of the Board remuneration;
7. Discharging the members of the Board of Directors of liability for the fiscal year ending 31 December 2023;
8. Discharging the auditors of liability for the fiscal year ending 31 December 2023; and
9. Appointing the auditor for the fiscal year 2024 and determining its remuneration.

Special Resolution(s):

- 1- Approving the amendment of Article 14 of the Articles of Association of the Company:

(Article 14 of the Articles of Association of the Company before amendments):

Dividends shall be paid to the shareholders in accordance with the regulations as to trading, clearing, settlement, transfer of ownership and custody of securities and the applicable regulations of the Market.

(Article 14 of the Articles of Association of the Company after amendments):

- a) Dividends shall be paid to the Shareholders in accordance with the regulations on trading, clearing, settlement, transfer of ownership, and custody of securities, and other applicable rules, of the Financial Market in which the Company’s shares are listed.
- b) The Company may distribute quarterly or semi-annual dividends to the Shareholders out of its operating profits or accumulated profits.



NOTES:

1. Pursuant to paragraph (1) and (2) of article (40) of the Securities and Commodities Authority's Board of Directors resolution No. 3 R.M of 2020; shareholders who have the right to attend the AGM may appoint any person, other than the Board of Directors, employees of the Company, any securities broker or its employees to attend the AGM on their behalf, upon special written proxy stating expressly that the attorney has the right to attend the AGM and vote on resolutions. In such capacity, no attorney may represent more than 5% of the Company's shares capital. Shareholders who are minors or legally incapacitated shall be represented through their authorized representatives. These requirements are set out in the explanatory disclosure on adopting proxies which is disclosed on the website of the Company and the DFM.
2. A corporate person may delegate one of its representatives or those in charge of its management according to a decision of its Board of Directors or its authorized deputy, to represent such corporate person in the AGM of the Company. The delegated person shall have the powers as determined under the delegation decision.
3. Electronic Registration, Attendance and eVoting:
 - SMS containing link of the Registration, Attendance, eVoting and access code will be sent to shareholders one day prior to the AGM.
 - Upon receiving the link and until the commencement of the AGM at 03:00 pm on Thursday, 25 April 2024, shareholders are able to register for attendance and vote. This vote shall continue until end of the GA.
 - Shareholders can attend online live streaming of the AGM through the link sent.
 - For any queries related to Electronic Registration, Attendance and eVoting, please contact Dubai Financial Market, Customer Services on: +971 4 305 5555
4. The shareholder, who is registered at the 'Shareholders Register' on Wednesday 24 April 2024, shall have the right to vote at the AGM.
5. Shareholders, who are registered at the 'Shareholders Register' on Monday 06 May 2024, shall be entitled to receive dividends.
6. Shareholders can access and review the financial statements and Annual Report and the Corporate Governance Report and the Sustainability Report (the Integrated Report) by visiting the website of Dubai Financial Market (www.DFM.ae) and the Company's website on the Company's website at (www.amanat.com).
7. The AGM shall not be considered valid unless attended by shareholders holding or representing by proxy at least fifty percent (50%) of the Company's share capital.
8. In case the AGM quorum is not met in the first meeting, a second AGM shall be convened on Tuesday 30 April 2024 at the same time and virtual mechanism at the Ritz Carlton Hotel, DIFC. The postponed AGM shall be deemed valid irrespective of the number of shareholders present. Shareholders registered at the 'Shareholders Register' on Monday 29 April 2024, shall be entitled to vote in this AGM. Shareholders registered in the 'Shareholders Register' on Friday 10 May 2024, shall be entitled to receive the dividends.
9. Shareholders are requested to update their contact details and dividend payment method at the Dubai Financial Market to ensure seamless delivery of dividends.
10. A special resolution is a resolution issued by the majority vote of the shareholders holding no less than three quarters of the shares attended or represented in the General Meeting of the Company.
11. Shareholders can view the Investors' Rights Guide and the guide concerning the election and appointment of women on the Board of Directors by visiting the website of the Securities and Commodities Authority at: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>
12. Pursuant to paragraph (1) and (2) of article (40) of the Securities and Commodities Authority's Board of Directors resolution No. 3 R.M of 2020; shareholders who have the right to attend the AGM may appoint any person, other than the Board of Directors, employees of the Company, any securities broker or its employees to attend the AGM on their behalf, upon special written proxy stating expressly that the attorney has the right to attend the AGM and vote on resolutions. In such capacity, no attorney may represent more than 5% of the Company's shares capital. Shareholders who are minors or legally incapacitated shall be represented through their authorized representatives.
13. Signature of the shareholder indicated in the proxy mentioned in the previous note must be approved by the Notary Public, a chamber of commerce, an economic department in the United Arab Emirates, A bank or a company licensed in the United Arab Emirates to perform attestation works provided that the shareholder has an account with, the licensed financial markets in the UAE, or any other entity licensed to perform attestation works.

