

Invitation to attend the Annual General Assembly Meeting of Al Ramz Corporation Investment and Development (PJSC)

Dated: 15 April 2025

Dear Shareholders,

The Board of Directors of Al Ramz Corporation Investment and Development PJSC (the "Company") cordially invites all shareholders to attend the Annual General Assembly Meeting (AGM), scheduled to take place on Tuesday, 15 April 2025, at 2:00 PM at the Company's headquarters, located on the 35th floor of Sky Tower, Al Reem Island, Abu Dhabi, or virtually (electronically) as detailed in page 4. The meeting will convene to discuss and deliberate on the following agenda items:

DECISIONS

1. Approve the appointment of the meeting secretary and collectors of votes.
2. Review and approve of the Board of Directors' report on the Company's activity and its financial position for the fiscal year ended on 31 December 2024.
3. Review and approve the Auditor's report for the fiscal year ended 31 December 2024.
4. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31 December 2024.
5. Discuss the approval of the Board of Directors' proposal to not distribute cash dividends to shareholders based on the justifications presented by the Board in its report to shareholders for the fiscal year ended 31 December 2024.
6. Review and approve the remuneration of the Company Board of Directors.
7. Discharge the members of the Board of Directors for the fiscal year ended on 31 December 2024 or remove them and file a liability action against them, as the case may be.
8. Discharge the auditors for the fiscal year ended on 31 December 2024 or remove them and file a liability action against them, as the case may be.
9. Reappoint the External Auditors of the Company for the financial year 2025 and determine their remuneration.

NOTES:

- a) Each shareholder is entitled to attend in person or to delegate to a proxy, who is not a Board Member, employees of the Company, or brokerage company or its employees to attend the AGM on their behalf by virtue of a written special written authorization/proxy made pursuant to the delegation form attached with the invitation dispatched by mail. Proxy holder may not represent a number of shareholders in excess of 5% of the Company's capital. Minors and those who have no legal capacity shall be represented by their legal representatives. In case the quorum was not achieved in the first meeting, the proxies issued for the first meeting shall be considered valid for any later AGM meeting unless expressly cancelled by the shareholder through a notification to the Company at least two days prior to the second meeting. The requirements under Clauses No. 1 and 2 of Article 40 of Securities and Commodities Chairman Decision No. (3/Chairman) of 2020 and its amendments on the Approval of Public Joint Stock Companies Governance Guide ("Governance Guide") on adopting proxies shall be met. For individual and corporate proxies, Registration can be done through the link (www.smartagm.ae) by filling out the proxy form and uploading it along with the supporting documents once online registration is opened.
- b) 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 any similar entity to represent such corporate person in any General Meeting of the Company. The delegated person shall have the powers as determined under the delegation resolution.
- c) An invitation will be sent to shareholders via registered SMS and email addresses which contain the registration link on Tuesday, 25 March 2025, at 2:00pm.
- d) The owner of the shares registered on Monday, 14 April 2025 shall be deemed to be the holder of the right to attend and vote at the general meeting. In case of the second meeting, the registered holder of a share on Monday, 21 April 2025 shall have the right to attend and vote at the second General Meeting.
- e) Shareholders registered in the shareholders register on Friday, 25 April 2025 shall be entitled to receive the dividends. In case of convening a second AGM meeting as a result of lack of quorum at the first AGM, then the shareholders register on Friday, 2 May 2025 shall be entitled to receive the dividends.
- f) The General Assembly Meeting will not be valid if not attended by the quorum (50% of the Company's capital), and if the quorum is not met in the first meeting, a second meeting shall take place on 22 April 2025 at the same time and the second meeting shall be valid irrespective of the shareholders attendance percentage.
- g) A Special Resolution is a resolution passed by majority vote of the shareholders who hold at least 75% of the shares represented in the General Assembly meeting of the Company.
- h) Pursuant to the Article (40/4) of the Securities and Commodities Chairman Decision no. (3/R.M.) of 2020 and its amendments concerning the Joint Stock Companies Governance Guidelines, shareholders who wish to appoint a representative to attend and vote on their behalf are requested to contact the individuals listed below. The Company will cover the associated fees:

• Al Tamimi & Co.

- Mr. Alex Ghazi - alex.ghazi@tamimi.com - Tel: +971 55 500-7046
- Mr. Amin Sidahmed - A.sidahmed@tamimi.com - Tel: 04 318-9945

- i) 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.alramz.ae).
- j) The shareholders may check the guide on investor rights in securities, which is available on the main page of the Securities and Commodities Authority official website, according to the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>

Sincerely yours,

Al Ramz Corporation Investment and Development PJSC.

PROXY

To/ Al Ramz Corporation for Investment and Development PJSC
Dubai, United Arab Emirates.

Shareholder name:
Shareholder Mobile number:
Number of Shares:

We / I a shareholder of Al Ramz Corporation for Investment and Development PJSC. (the "Company"), by virtue of this proxy appoint and authorize Mr. to attend and vote in my name and on my behalf on all agenda items in the upcoming general assembly meeting that will be held on Tuesday 15 April 2025 at 2:00pm and any adjournment meeting thereof.

Signature:
Date:

SPECIAL CONDITIONS:

The shareholder signature on the proxy shall be the signature approved by any of the below parties and the Company will take the necessary measures to comply with Securities and Commodities Authority requirements:

- a. Notary Public.
- b. Commercial chamber of economic department in the state.
- c. Bank or company licensed in the state, provided that the agent shall have account with any of them.
- d. Any other entity licensed to perform attestation works.

ELECTRONIC REGISTRATION, ATTENDANCE, AND E-VOTING

1. As directed by the Securities and Commodities Authority, the Company's Shareholders have to register electronically to be able to attend and vote on the items of the General Assembly. Registration will open on Tuesday 8th April 2025 at 2:00 PM and close on Tuesday 15th April 2025 at 2:00 PM. For electronic registration, kindly visit the following link: <https://www.smartagm.ae>
2. Individual and corporate proxies can register through (<https://www.smartagm.ae>), fill out the proxy form and upload it with the supporting documents once the online registration is open.
3. An invitation will be sent to shareholders via registered SMS and Email addresses which contain the registration link on Tuesday 25th March 2025.
4. After verifying the registration details, the login credentials including the meeting link, username, and password will be sent to the approved shareholders/proxyholders via SMS and Email provided in the registration form a day before the AGM.
5. For any queries related to the electronic registration, attendance and eVoting, please read the instructions available on SmartAGM Portal (<https://www.smartagm.ae>) or via the support channels on SmartAGM Portal or contact the company at anas.s@alramz.ae