

Invitation to attend the Annual General Assembly Meeting of National General Insurance Company (Public Joint-Stock Company)

The Board of Directors of National General Insurance Company (PJSC) has the honor to invite the shareholders to attend the Annual General Assembly Meeting at 04:00 PM on Monday 14/04/2025 at Board Meeting Room – 5th Floor Head office of the Company– Deira Dubai- opposite to Deira City Centre, and electronically / by remote to consider the following agenda:

First: Authorize the chairman of the Annual General Assembly to appoint a secretary to the meeting and a vote collector.

Second: General Assembly Agenda:

1. Review and approval of the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended on 31/12/2024.
2. Review and approval of the Auditor's Report for the fiscal year ended on 31/12/2024.
3. Discussion and approval of the balance sheet and profit and loss account for the fiscal year ended on 31/12/2024.
4. Review of the Board of Directors' proposals regarding the distribution of Dividends to shareholders of 45% (45 fils per share) equivalent to AED 74,227,285 for the fiscal year ended 31/12/2024.
5. Approval of a proposal regarding the remuneration of members of the Board of Directors and determining the amount thereof.
6. Discharge of the members of the Board of Directors for the fiscal year ended on 31/12/2024, or nondischarge of them, removing them, and filing a liability lawsuit against them, as the case may be.
7. Discharge of the auditors for the fiscal year ended on 31/12/2024, or non-discharge of them, removing them, and filing a liability lawsuit against them, as the case may be.
9. Appointment of the auditors for the fiscal year 2024 and determine their fees.
10. Approve the Corporate Social Responsibility Policy.
11. Disclosure of related party transactions that took place during the year 2024.
12. Election of Members of the Board of Directors.

Third: Matters that need a special decision:

- Consider and approve the amendment of the Company's Articles of Association, to comply with Federal Decree-Law No. (48) of 2023 on the Regulation of Insurance Activities, Decision No. (2/R.M) of 2024 issued by the Chairman of the Board of Directors of the Securities and Commodities Authority, amending Decision No. (3/R.M) of 2020 regarding the adoption of the Corporate Governance Guide for Public Joint Stock Companies, and Decision of the Board of Directors of the Central Bank on the issuance of the Corporate Governance Framework for Insurance Companies and its associated standards, after obtaining Authorities approval. Amended Articles is available on the company and DFM websites before the General Assembly Meeting.
- Approval of allocating a percentage not exceeding 0.5% of the company's net annual profits of the previous financial year for voluntary contributions in 2025, in accordance with the company's corporate social responsibility policy.

Notes:

1. Each shareholder who has the right to attend the Annual General Assembly Meeting may delegate someone from other than the Board members or the staff of the company, or securities Brokerage Company, or its employees, to attend on his behalf as per written delegation stating expressly that the agent has the right to attend the Annual General Assembly Meeting and vote on its decision. The delegated person for a number of shareholders shall not have more than (5%) of the company issued Capital after gaining that delegation. Person lacking legal capacity and are incompetent must be represented by their legal representatives, subject to point 1 & 2 of Article 40 of the Authority Chairman's decision No (3/R.M) for 2020 on the adoption of the Public Shareholding Governance Manual and its amendments. (Please refer to the disclosure published on DFM's website regarding the procedures for issuance of special written power of attorney).
2. A 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 Annual General Assembly Meeting of the Company. The delegated person shall have the powers as determined under the delegation decision.
3. Electronic Registration and e-Voting:
 - An SMS containing a registration and e-voting link with access code will be sent to shareholders by DFM one day prior to the AGM.
In the event the individual investors haven't received the registration and e-voting link, they are kindly requested to send the below information to the following email address FinancialServices@dfm.ae and upon verifying the following information, the link will be sent:
(1. Investor Number (NIN) 2. Investor Name 3. Investor Mobile Number 4. A copy of Emirates ID or Passport 5. Personal Selfie photo for the investor).
 - Once the link for the registration is received, the shareholder needs to complete registration (mark as present) before the AGM starts. (i.e prior to 04:00 PM on Monday 14/04/2025). Registration to attend the AGM will close at the start of the AGM and non-registered investors will be unable to attend the meeting remotely.
 - E-voting on the resolutions will be opened from the link receipt time until the voting closure time on the resolution during the meeting. The investor has the right to change his vote during this time subject to electronic voting T&C.
 - Shareholders can watch live video streaming of the AGM meeting through the link sent and submit questions using the same link.
 - For any queries related to e-voting, please contact Dubai Financial Market Customer Services on +971 4 305 5555
 - The General Assembly Meeting shall be held on the day and hour specified in the invitation to shareholders, in the presence of the Board of Directors, the Auditor, the Registrar, the meeting reporter and the teller of the votes, the shareholders may attend the meeting remotely in accordance with the instructions set forth in the note (3) above.
4. Shareholders registered in the Shareholders Register on Friday 11/04/2025 shall be entitled to vote in the Annual General Assembly Meeting.
5. Shareholders registered in the shareholders register on Thursday 25/04/2025 shall be entitled to receive the dividends (if approved by the AGM)



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6. The shareholders can review the Financial Statements, Corporate Governance Report and Sustainability Report (The Integrated Report) of the Company on the website of DFM market www.dfm.ae and on the Company' website www.ngi.ae .
7. The meeting of the Annual General Assembly Meeting 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 Thursday 24/04/2025 at the same place and time.
8. Special Decision: It is the decision issued by a majority vote of shareholders who own at least three-quarters of the shares represented at the general assembly meeting of the public joint stock company.
9. You can review the guide on Investor Rights in securities, which is available through the following link: <https://www.sca.gov.ae/en/services/minority-investor-protection.aspx>
10. Shareholders are requested to update their contact details and addresses at the Dubai Financial Market to ensure that the dividend is delivered properly.

By order of the Board of Directors