



دار التأمين  
INSURANCE HOUSE  
ش.م.ع - P.S.C

Date: 20 March 2023  
Ref: 01/ AGMNotice / IH/ 23

M/s. Listed Companies Affairs  
Abu Dhabi Securities Exchange  
P.O.Box 54500 - Abu Dhabi  
United Arab Emirates

Greetings,

**Subject: Annual General Assembly Meeting of Insurance House PJSC**

Reference to above subject and Securities & Commodities Authority approval through email dated 15/03/2023, please be advised that Annual General Assembly Meeting (AGM) of Insurance House PJSC is scheduled to be held at 10:00 am on Friday 14 April 2023 at Board Room - Finance House Head Building, Orjowan Tower, Zayed 1st Street, Khalidiyya, Abu Dhabi to discuss enclosed Agenda.

In case of lack of quorum for the AGM, the second meeting will be held on Friday 21 April 2023 at the same time and premises.

Sincerely,

Mohammed Othman  
Chief Executive Officer and Associate Director

التاريخ: 20 مارس 2023

الإشارة: 01 / إ ج ع / ت / 23

السادة/ إدارة شؤون الشركات المدرجة  
سوق أبوظبي للأوراق المالية  
ص.ب. 54500، أبوظبي  
دولة الإمارات العربية المتحدة

تحية طيبة وبعد،

**الموضوع: اجتماع الجمعية العمومية السنوية لدار التأمين ش.م.ع.**

بالإشارة إلى الموضوع أعلاه وموافقة هيئة الأوراق المالية والسلع في البريد الإلكتروني المؤرخ في 15/03/2023 نفيديكم علماً بأنه تقرّر عقد اجتماع الجمعية العمومية السنوية لدار التأمين ش.م.ع، وذلك يوم الجمعة الموافق 14 أبريل 2023 في تمام الساعة العاشرة صباحاً، في مقر الشركة في مقر دار التمويل ش.م.ع، الكائن في برج الأرجوان، شارع زايد الأول، الخالدية، أبوظبي، والكثرونياً عن بعد، وذلك للنظر في البنود المدرجة في جدول الأعمال المرفق.

وفي حال عدم اكتمال النصاب القانوني لانعقاد الجمعية العمومية سوف يعقد الاجتماع الثاني يوم الجمعة بتاريخ 21 أبريل 2023 في نفس المكان والزمان.

وتفضلوا بقبول فائق الاحترام والتقدير ،،،

محمد عثمان

الرئيس التنفيذي والعضو المشارك

## **Invitation to attend the Annual General Assembly Meeting Of Insurance House (PJSC)**

The Board of Directors of Insurance House (PJSC) has the honor to invite the shareholders to attend the Annual General Assembly meeting at 10:00 AM on Friday, 14/04/2023 at Finance House building located at Orjowan Tower, Zayed the 1<sup>st</sup> St. (Khalidiya), Abu Dhabi, and virtually by Video Conference to consider and take appropriate resolutions regarding the following agenda:

1. Approve the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended on 31/12/2022.
2. Approve the Auditor's Report for the fiscal year ended on 31/12/2022.
3. Approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2022.
4. Board's recommendation on non-distribution of dividends to shareholders, based on the justifications presented by the Board in its report to shareholders.
5. The proposal concerning the remuneration of the members of the Board of Directors for the fiscal year ended on 31/12/2022 and determine the amount thereof.
6. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2022.
7. Discharge the auditors for the fiscal year ended on 31/12/2022.
8. Appoint the auditors for the fiscal year 2023 and determine their fees.

**Notes:**

1. Shareholders can vote on resolutions through the following online link:  
[www.insurancehouse.ae/AGM2023/Attendance.htm](http://www.insurancehouse.ae/AGM2023/Attendance.htm)
2. The meetings of the General Assembly are to be held at the Company's headquarters on the day and hour specified in the Invitation to shareholders, in the presence of the Board of Directors, the Auditor, the Registrar, the secretary of the meeting and the collector of votes. The presence of the shareholders shall be through electronic participation and without personal presence.
3. To inquire about registration and voting procedures, please visit the Market's website at [www.adx.ae](http://www.adx.ae) or contact the Company's Investor Relations at 02-4934809 and/or email: [nada.elgindi@insurancehouse.ae](mailto:nada.elgindi@insurancehouse.ae)
4. Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors or the staff of the Company, or securities brokerage company, or its employees, to attend on his behalf as per a written proxy stating expressly that the proxy has the right to attend the General Assembly and vote on its decisions. 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.
5. The shareholder signature on the proxy referred to hereinabove shall be the signature attested by any of the following entities in line with articles 1 and 2 of article 40 of the Corporate Governance Guidelines:
  - A. Notary Public;
  - B. Chamber of Commerce or Department of Economic Development;
  - C. Bank or licensed company in the UAE, provided that the shareholder holds an account with any of them; or
  - D. Any other entity licensed to perform attestation works.
6. 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 General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.
7. The shareholder shall grant proxy to the appointed representative by filling out the form of proxy attached to this Invitation and sending it to the Company at least 5 days before the scheduled General Assembly Meeting.
8. 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 Friday 21/04/2023 in the same time and virtually by video conference. The second meeting shall be held after a period of not less than five (5) days and not more than fifteen (15) days from the date of the first meeting. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.

9. Shareholders registered in the Shareholders Register on Thursday 13/04/2023 shall be entitled to vote in the General Assembly meeting and to register on the electronic system. In the event that the quorum is not achieved, the right to vote during the second General Assembly meeting shall be for registered shareholders as on Thursday 20/04/2023.
10. Shareholders registered in the shareholders Register on Monday 24/04/2023 shall be entitled to receive the dividends. In the event that no quorum was achieved, the shareholders registered in the shareholders register on Monday 01/05/2023 shall be entitled to receive the dividends in case the second General Assembly meeting was convened on the aforementioned date.
11. The shareholders can access and review the financial statements of the Company and the Corporate Governance Report 2022 on the company's website at [www.insurancehouse.ae](http://www.insurancehouse.ae) or on the website of Abu Dhabi Securities Exchange at [www.adx.ae](http://www.adx.ae)
12. You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link:  
<https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>
13. Shareholders should update their contact details and addresses at the financial market on which the Company's shares are listed to ensure that dividends are received in the most appropriate manner, since if dividends are distributed, the same will be done through the financial market.

### Special Power of Attorney

To: Chairman of Insurance House PJSC

After greetings,

I/We \_\_\_\_\_, In my/our capacity as shareholder/(s) of Insurance House PJSC, do hereby declare that I/we have appointed and nominated:

Mr./Mrs.: \_\_\_\_\_, Emirates ID No. \_\_\_\_\_, as my/our attorney to attend and vote on my/our behalf in Insurance House's shareholders' General Meeting intended to be held at 10:00 AM on Friday 14/04/2023 or any other date to which such meeting is postponed and vote on my behalf/on behalf of me/on behalf of us on all items on the Agenda of the General Assembly and a vote on any new item that may be on its agenda during the meeting in line with article (182/2) of Decree No. (32) of 2021 on Commercial Companies.

Investor Number: \_\_\_\_\_ Signature: \_\_\_\_\_

Attestation: \_\_\_\_\_ Date: \_\_\_\_\_