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

Minutes of Meeting of the General Assembly
Insurance House PJSC

The General Assembly of Shareholders of the Insurance House PJSC was held at 10:00 AM on Tuesday, 27 January 2026, in person at the headquarters of Finance House PJSC located on Hazza Bin Zayed the First Street, Abu Dhabi, Finance House Building (FH Cube), Board of Directors meeting room located on the fourth floor, and electronically via video conference. The meeting was chaired by Mr. Mohamed Abdullah Juma Alqubaisi and attended by the Board of Directors as follows:

Directors	Method
Ms. Alia Abdulla Almazrouei	Electronically
Mr. Raman Tirunelveli Kuppuswamy	In person
Mr. Abdulmajeed Ismail Ali Al Fahim	Electronically
Mr. Murtadha Mohamed Alhashmi	Electronically
Mr. Khaled Abdulla Alqubaisi	Electronically
Mr. Jassem Mubarak Masoud Aldhaheri	Electronically

The Meeting was attended by Ms. **Hamda Almenhali** representing the Insurance Supervision of the Central Bank of the UAE, and Mr. **Ossama Hamdy**, and Mr. **Abdulla Ketait** as the representatives of Capital Market Authority.

The Company has provided the service of online attendance and voting to the shareholders, and the online attendance to the IS-CBUAE and SCA representatives.

The quorum for the meeting reached 88.21% representing 1.33% in person and 86.9% by proxy, and since this is the second (adjourned) meeting, the quorum is considered met with whomever of the shareholders in attendance.

دار التأمين ش.م.ع: ص.ب ١٢٩٩٢١، أبوظبي، الإمارات العربية المتحدة. هاتف: ٤٤٤ ٤٩٣٤ (٢) ٩٧١+؛ فاكس: ٤٠٠ ٤٩٣٤ (٢) ٩٧١+
Insurance House P.J.S.C: P.O. Box 129921, Abu Dhabi, U.A.E; Tel: +971 (2) 4934 444; Fax: +971 (2) 4934 400
Public Joint Stock Company and the share capital is AED 118, 780,500 شركة مساهمة عامة برأس مال وقدره ١١٨,٧٨٠,٥٠٠ درهم إماراتي

Ms. Fatima Ayad Jamaluddin was appointed as the meeting's secretary, and Mr. Mohannad Nader Mousa Basha as the votes collector.

Mr. Mohamed Abdulla Jumaa Alqubaisi reviewed the agenda as follows:

1. **First:** Reviewing the Board of Directors' report relating to the reduction of capital and the increase of capital, including the justifications and the legal and accounting bases for such actions, including an explanation of the reasons for reducing the capital through the cancellation of treasury shares in accordance with Article (221) of Federal Decree-Law No. (32) of 2021 concerning Commercial Companies, as well as outlining the plan to increase the capital through the issuance of pre-emptive rights to shareholders and the intended uses of the proceeds of the capital increase, in preparation for adopting whatever the shareholders deem appropriate in respect of these actions.

The Shareholders took note of this matter in preparation to take the necessary action with respect to the upcoming resolutions -100%-.

2. **Second:** Ratify the capital reduction in accordance with the Federal Decree Law No. 32/2021 on Commercial Companies through the writing off of the treasury shares amounting to 5,344,285 (Five Million Three Hundred Forty Four Thousand Two Hundred Eighty Five) shares from the treasury shares for which the permitted holding period has expired without being disposed of, resulting in the reduction of the Company's current share capital from AED 118,780,500 One Hundred Eighteen Million Seven Hundred Eighty Thousand Five Hundred) to AED 113,436,215 (One Hundred Thirteen Million Four Hundred Thirty Six Thousand Two Hundred Fifteen) UAE Dirhams, since the period of selling the purchased treasury shares expired in 18/08/2024, and consequently the purchased treasury shares shall be written off , and the capital is to be reduced in accordance with the Article 221 of the Commercial Companies Law.

The General Assembly noted the Board's report as well as the External Auditor's report with respect to the capital reduction, and the capital reduction was approved as a statutory obligation, and the needful shall be undertaken in accordance with the applicable laws and regulations. - Approved (100%).

3. **Third: Matters requiring a Special Resolution:**

Item 1. Company's Capital Increase post completion of all relevant capital reduction proceedings mentioned above:

To consider and approve the increase of the Company's share capital by an amount of AED 25,000,000 (Twenty Five Million) UAE Dirhams, post completion of all relevant capital reduction proceedings mentioned above. The Company's capital increase shall be through rights issue, based on the Revised Recovery Plan in accordance with the directives and instructions of the

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Central Bank of the UAE (Insurance Supervision Sector) as approved by the General Assembly on 22 April 2025. The proposed capital increase is from AED 113,436,215 (One Hundred Thirteen Million Four Hundred Thirty-Six Thousand Two Hundred Fifteen) to AED 163,436,215 (One Hundred Sixty Three Million Four Hundred Thirty Six Thousand Two Hundred Fifteen). Such increase is AED 25,000,000 (Twenty Five Million) UAE Dirhams through the issuance of a number of 50,000,000 (Fifty Million) new shares, and such issuance of the new shares shall be at an issue price of AED 0.50 (Fifty Fils) with an issuance discount of AED 0.50 (Fifty Fils) and with a nominal value of (1.00) One UAE Dirhams per new share. The new shares will be offered for subscription to all existing shareholders of the Company on a pro rata basis in proportion to their respective shareholdings. The difference between the issue price and the nominal value of the share will be recorded as a negative reserve, which will be covered from the Company's future profits. The Company shall not distribute any dividends until this reserve has been fully covered.

Not approved based on the development with respect to the letter of intent received by Insurance House PJSC regarding the takeover - presented by the Chairman. Not approved by 100%.

Item 2. Approve the amendment to Article 6 of the Articles of Association of the Company:

a. **Amendment at the time of capital reduction through write off of treasury shares:**

i. **The Article before Amendment:**
"The Capital of the Company has been fixed in the amount of AED 118,780,500 (One hundred Eighteen Million Seven Hundred Eighty Thousand Five Hundred UAE Dirhams) distributed in 118,780,500 shares (One hundred Eighteen Million Seven Hundred Eighty Thousand Five Hundred shares) with a nominal value of AED 1 (One Emirati Dirhams) for each share, all of which are fully paid up cash shares."

ii. **The Article Post Amendment:**
"The Capital of the Company has been fixed in the amount of AED 113,436,215 (One Hundred Thirteen Million Four Hundred Thirty-Six Thousand Two Hundred Fifteen UAE Dirhams) distributed in 113,436,215 shares (One Hundred Thirteen Million Four Hundred Thirty-Six Thousand Two Hundred Fifteen shares) with a nominal value of AED 1 (One Emirati Dirhams) for each share, all of which are fully paid up cash shares."

Approved (100%)

b. **Amendment at the time of capital increase by way of Rights Issue:**

i. **The Article before Amendment:**
ii. "The Capital of the Company has been fixed in the amount of AED 113,436,215 (One Hundred Thirteen Million Four Hundred Thirty-Six Thousand Two Hundred Fifteen UAE Dirhams) distributed in 113,436,215 shares (One Hundred Thirteen Million Four Hundred Thirty-Six Thousand Two Hundred Fifteen shares) with a

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nominal value of AED 1 (One Emirati Dirhams) for each share, all of which are fully paid up cash shares."

iii. **The Article Post Amendment:**

"The Capital of the Company has been fixed in the amount of AED 163,436,215 (One Hundred Sixty Three Million Four Hundred Thirty Six Thousand Two Hundred Fifteen UAE Dirhams) distributed in 163,436,215 shares (One Hundred Sixty Three Million Four Hundred Thirty Six Thousand Two Hundred Fifteen shares) with a nominal value of AED 1 (One Emirati Dirhams) for each share, all of which are fully paid up cash shares."

Not approved based on the development with respect to the letter of intent received by Insurance House PJSC regarding the takeover - presented by the Chairman. Not approved by 100%.

c. Approve the issuance of required authorities:

To authorize and grant the Chairman of the Board of Directors, Mr. Mohamed Abdulla Jumaa Alqubaisi, or any person delegated by him, full powers to take all necessary actions and measures required to implement the capital reduction through the write off of treasury shares, as well as take all necessary actions and measures required to implement the capital increase through rights issue, provided such capital increase is executed after the completion of the capital reduction proceedings, including but not limited to determining the terms of the issuance, subscription period and mechanism; amending the Company's Articles of Association to reflect the changes resulting from both the capital reduction and the capital increase; determining the final number of issued shares and the new share capital of the Company upon completion of the subscription process; representing the Company and signing before the Central Bank of the UAE, the Securities and Commodities Authority, and the Abu Dhabi Securities Exchange, and any other relevant authority; signing all documents, forms, and applications and submitting them to the relevant authorities and obtaining the necessary approvals. All the foregoing shall be implemented in accordance with the provisions of Federal Decree-Law No. (32) of 2021 on Commercial Companies and its amendments, as well as the applicable regulations and instructions issued by the Securities and Commodities Authority and the Abu Dhabi Securities Exchange, and any other relevant regulatory authority.

Approved (100%) only with respect to the parts pertaining to the capital reduction only, without approving the powers pertaining to the capital increase, since the capital increase item was not approved.

4. Fourth: Approval of Related Parties Transactions:

Approval to invest in the Commercial Papers program of Finance House Securities Company LLC in an amount not exceeding AED 20 million, being a transaction with a related party as per the applicable regulations.

The Chair of the Meeting appraised the shareholders that based on the related parties disclosure, the shareholders' approval is sought to invest in the Commercial Papers program of Finance House Securities Company LLC up to AED 20 million for short-term liquidity management and given the better yield than other similar deposits, subject to General Assembly approval.

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Finance House Securities Company LLC is considered to be a sister company of Insurance House PJSC via mutual ownership of Finance House PJSC in both companies.
Accordingly, the Chairman requested the shareholders to vote on this item and approve the same, and to authorize the Chairman of the Board of Directors to proceed with the execution of this item, and grant him all the required powers to implement this resolution with the right to sub-delegate some or all of such powers.

100% of the eligible votes that are not a related party. The related parties abstained from voting on this item, and by that the total eligible votes on this item was 45.157%, representing 100% of the eligible votes.

The meeting was concluded at 10:30 AM.

Chairman
Mr. Mohamed Abdullah Jumaa Alqubaisi
EID No.
784-1964-1309527-2

Secretary of the Meeting
Ms. Fatima Ayad Jamaluddin
EID No.
784-1988-8415918-1

External Auditors
Mr. Umesh Alalagatta Narayanappa Narayanappa Ganganna
Crowe Mak
EID No.
784-1984-5151395-0

Votes Collector
Mr. Mohannad Nader Mousa Basha
EID No.
784-1975-4036392-2

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