الاتحاد للتأمين
UNIONINSURANCE

التاريخ : 2026/02/20

Date: 20/02/2026

السادة / سوق أبوظبي للأوراق المالية المحترمون

M/S Abu Dhabi Securities Exchange

الموضوع : إجتماع الجمعية العمومية

تحية طيبة وبعد ،،،

نحيط سيادتكم علماً بموافقة السادة / هيئة الأوراق المالية والسلع و مصرف الامارات العربية المتحدة المركزي على موعد اجتماع الجمعية العمومية السنوية لشركة الاتحاد للتأمين والذي سيعقد يوم الأربعاء الموافق 18 **مارس**2026 في تمام الساعة **العاشرة صباحا.** وعليه، نرفق طيه ما يلي:

1. دعوة وجدول اعمال اجتماع الجمعية العمومية.
2. الافصاح التوضيحي بشأن اعتماد التوكيلات.
3. التعديلات على مواد النظام الأساسي للشركة .

وتفضلوا بقبول الإحترام

رامز أبو زيد

الرئيس التنفيذي

Subject: General Assembly Meeting

Dear Sirs,

Kindly be informed that Securities and Commodities Authority "SCA" & Central Bank of the United Arab Emirates have approved Union Insurance company Annual General Assembly meeting which will be held at 10:00 am on Wednesday,18 March 2026. Therefore, kindly find enclosed the following:

1. AGM invitation & agenda.
2. Disclosure regarding AGM proxies.
3. Amendments to the Articles of Association of the Company.

Best Regards,

Ramez Abouzaid

Chief Executive Officer

الاتحاد للتأمين
UNIONINSURANCE

Invitation to attend the General Assembly Meeting
Of
UNION INSURANCE COMPANY (Public Joint-stock Company)

The Board of Directors of Union Insurance Company PJSC has the honor to invite the Shareholders to attend the Annual General Assembly Meeting at 10:00 a.m. on Wednesday, 18/03/2026, at the Company's Head Office located in the Emirate of Dubai – Sheikh Zayed Road – Single Business Tower – 13th Floor, or by using remote/electronic attendance technology through a link that will be sent to the Shareholders via SMS or email after registering their attendance, in order to enable them to attend the Meeting virtually, discuss the Agenda and vote electronically on each resolution directly during the Meeting, to consider the following Agenda:

1. To hear and approve the Report of the Board of Directors on the Company's activity and its financial position for the Fiscal Year ended on 31/12/2025.
2. To hear and approve the Auditor's Report for the Fiscal Year ended on 31/12/2025.
3. To discuss and approve the Company's Balance Sheet and Profit and Loss Account for the Fiscal Year ended on 31/12/2025.
4. To consider the Board of Directors' proposal regarding the distribution of dividends to shareholders by way of distributing bonus shares with a total value of AED 20,000,000, in addition to cash dividends at 4% of the nominal value per share (AED 0.04 per share), for the Fiscal Year ended on 31/12/2025, subject to obtaining the approval of the competent regulatory authorities.
5. To approve the proposal regarding the remuneration of the Board Members and determine the same.
6. To discharge the Board Members from liability for the Fiscal Year ended on 31/12/2025, or dismiss them and file a liability claim against them, as the case may be.
7. To discharge the Auditors from liability for the Fiscal Year ended on 31/12/2025, or dismiss them and file a liability claim against them, as the case may be.
8. To appoint the Auditors and determine their fees.
9. To approve both the Dividend Distribution Policy and the Corporate Social Responsibility Policy of Union Insurance Company PJSC.
10. Topics requiring a Special Resolution:
    1-Approval of the amendment to Article (6) of the Company's Articles of Association related to the amendment of the Company's capital, in accordance with the amended version available on the Company's website and the Abu Dhabi Securities Exchange website, subject to the approval of the competent authorities..

.

Remarks:

1. Any person who has the right to attend the Assembly may delegate whomever he chooses, other than the Board Members, by virtue of a Special Power of Attorney in writing. The proxy for a number of shareholders shall not hold in such capacity more than (5%) five percent of the Company's Capital, while the incompetent and incapacitated shall be legally represented by their representatives. (Provided that the requirements set out in Clauses 1 and 2 of Article No. (40) of Resolution No. (3/RM) of 2020 issued by the SCA Chairman regarding the Approval of the Governance Guide for Public Joint-stock Companies shall be observed.). You can view the disclosure published on the company's page on the electronic market website regarding the procedures required to approve the power of attorney.
2. A legal person may authorize one of its representatives or those in charge of its management by virtue of a resolution of its board of directors or a representative thereof, to represent the legal person in the Company's General Assembly, the authorized person shall have the powers determined by the authorization resolution.

3. Based on the directives of the Securities and Commodities Authority, the Company's Shareholders, who will attend the Meeting remotely, shall register attendance to be able to vote on the items of the General Assembly electronically. Registration opens on Tuesday at 10:00 am on 17/03/2026 and closes at 9:00 am on Wednesday 18/03/2026. For electronic registration, please visit www.smartagm.ae. Power of Attorney holders must send a copy of the POA to the email address: registration@smartagm.ae with the name and mobile number to receive registration text messages.
4. Owner of a share registered on 17/03/2026 shall hold the right to vote in the General Assembly.
5. Holder of the right to the profits shall be the owner of the share registered on 30/03/2026
6. Signature of Shareholder on the Power of Attorney referred to in Clause No. (1) shall be the signature approved by/with one of the following authorities, the Company may take the necessary actions to verify the same:
    a. Notary Public
    b. Chamber of Commerce or an Economic Department in the UAE.
    c. A bank or a company licensed in the UAE, the principal shall have an account with either of them.
    d. Any entity that is authorized to authenticate documents
7. In the event of a lack of a quorum at the first meeting, the powers of attorney issued by the first meeting shall be considered valid and enforceable for any subsequent meetings, unless expressly revoked by the concerned shareholder by serving a notice to the email address: registration@smartagm.ae, at least two (2) days prior to the date of the next meeting.
8. Shareholders can view the Company's Financial Statements and the Comprehensive Report through the Company Website: https://www.unioninsurance.ae and the Abu Dhabi Securities Exchange Website: https://www.adx.ae.
9. General Assembly Meeting shall not be valid unless attended by Shareholders who own, or represent by proxy, at least (50%) of the Company's Capital. If such quorum is not met in the first meeting, the second meeting will be held on 25/03/2026 at the same place and time. (The second meeting shall be held after the lapse of a period of not less than (5) five days and not exceeding (15) fifteen days from the date of the first meeting, the postponed meeting shall be considered valid regardless of the number of attendees).
10. The shareholder has the right to discuss the topics included in the agenda of the General Assembly and to direct questions to the members of the Board of Directors and the auditor.
11. Special Resolution: It is the resolution issued by the majority vote of the Shareholders who own at least three quarters of the shares represented in the General Assembly Meeting of the joint-stock company.
12. You can view the Guide to Investors' Rights in Securities, which is available on the main page on the SCA Official Website, according to the following
    https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx

الاتحاد للتأمين
UNIONINSURANCE

Clarifying disclosure regarding the approval of agencies

According to Clauses 1 & 2 of Article 40 of the Corporate Governance Manual, we would like to inform the shareholders with the following:

1. each shareholder who has the right to attend the general assembly 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 a written delegation stating expressly that the agent has the right to attend the general assembly and vote on its decision. A delegated person for a number of shareholders shall not have more than (5%) of the Company issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives
2. . The shareholder signature on the power of attorney referred in clause No. (1) shall be the signature approved by any of the following entities:
    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.
3. The Proxy form shall include the name & contact number(s) of the shareholder and the brokerage firm who approved the proxy. This form / power of attorney / delegation / Proxy is a guiding form whereby the client has the power to issue the Proxy in accordance with the limits and powers he deems appropriate, all of this is with the obligation that the signature of the shareholder mentioned in the proxy be the signature approved by / with one of the above-mentioned authorities. For further inquiries or clarification please contact us at: 80084248 or email us at info@unioninsurance.ae

Amendments to the Articles of Association

Proposed Text (showing the proposed amendment)	Original Text	Article No.
Proposed Text (showing the proposed amendment): The issued share capital of the Company is AED 250,000,000 (Two Hundred Fifty Million UAE Dirhams), divided into shares with a nominal value of AED 1 (One Dirham) each, fully paid, all of which are cash shares and equal in all rights.	The issued share capital of the Company is AED 230,000,000 (Two Hundred Thirty Million UAE Dirhams), divided into shares with a nominal value of AED 1 (One Dirham) each, fully paid, all of which are cash shares and equal in all rights.	Article No. (6)