

Agenda of the Annual General Meeting of Ras Al Khaimah National Insurance Company (P.S.C.)

The Board of Directors of Ras Al Khaimah National Insurance Company (P.S.C.) is pleased to invite you to attend the Annual General Meeting of the Company to be held on Wednesday 14th April 2021 at 11:00 am, via participating through the use of remote presence technology/ virtual meetings with visual communication, video participation and electronic voting during the meeting on each decision directly (the link to the AGM shall be sent by email and text messages,) to consider the following Agenda:

1. To authorize the Chairman of the General Assembly to appoint the meeting Secretary and Vote Collector
2. To review and approve the report of the Board of Directors on the Company's activities and its financial position for the fiscal year ended 31st December 2020.
3. To review and approve the Company's Auditor report for the fiscal year ended 31st December 2020.
4. To discuss and approve the balance sheet and profit and loss statements for the fiscal year ended 31st December 2020.
5. To determine and approve the proposal of the Company's Board of Directors to distribute cash dividends equivalent to 8% of the capital, or 8 fils per share, amounting of AED9,702,000 for the fiscal year ended 31 December 2020.
6. To determine and approve the Board of Directors' remuneration.
7. To discharge the Company's Board Members from their liability for the fiscal year ended 31st December 2020.
8. To discharge the Auditors from their liability for the fiscal year ended 31st December 2020.
9. To appoint the Auditors for the fiscal year 2021 and determine their fees.
10. To review and approve the related party transactions that exceed 5% of the capital, and which falls within the company's activities and does not constitute any conflict of interest.
11. To review and approve the appointment of representatives to attend the Annual General Meetings on behalf of the shareholders and determine their fees, in accordance with the requirements of the Securities and Commodities Authority in this regard.

Special Resolutions:

1. Approve the Board of Directors' proposal to amend the articles (preamble, 7, 15, 19, 20, 22, 23, 24, 26, 27, 31, 33, 37, 38, 40, 41, 48, 50, 51, 52, 59, new article added No.21 and replace article No. 32) of the Company's Article of Association subject to the approval of the competent authorities.
2. Review the Board of Directors' approval on the sale of RAK Insurance asset amounting of AED6,200,000# equivalent to 1% of the total assets as of 31 December 2021 and represented by a Building located in Nakheel area, Ras Al Khaimah, noted that the property has not been sold to any related party to the Company.

Notes:

1. As per the Securities and Commodities Authority instructions, the Company's shareholders who will attend the Annual General Meeting by virtual meetings should register their attendance electronically to be able to vote on the items of the Annual General Meeting by visiting the following website: www.smartagm.com. Registration will open from 10:00am on Tuesday 13/04/2021 and close at 10:00am on Wednesday 14/04/2021. Holders of proxies must send a copy of their proxies to the following email address investorrelations@rakinsurance.com along with their names and mobile numbers in order to receive text messages for the registration.
2. The Shareholder who is entitled to attend the Annual General Meeting may authorize another person (other than members of the Company's Board of Directors) to attend the above-mentioned Annual General Meeting

provided that the proxy may not hold in such capacity more than 5% of the Company's share capital. The persons of incomplete capacity or incapable shall be represented by their legal representatives. (provided to take in consideration the requirements set forth in clauses 1 and 2 of Article No. (40) of the Chairman of Authority's Board of Directors Decision No. (3/R.M) of 2020 concerning the approval of the Joint Stock Companies Governance Guide)

3. The corporate person may delegate one of its representatives or these in charge of its management under a decision passed by its Board of Directors or any similar entity to represent such corporate person in any Annual General Meeting of the company. The delegated person shall have the powers as determined under the delegation decision.
4. The Shareholder's signature on the Power of Attorney referred to in item (No.1) above shall be attested 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 principle shall have an account with any of them.
 - d) Any other entity licensed to perform attestation works.
5. The Shareholders that are registered on Tuesday 13th April 2021 are entitled to vote and attend the Company's Annual General Meeting.
6. The Shareholders that are registered on Sunday 25th April 2021 are entitled to receive dividends.
7. The Annual General Meeting shall only be valid if attended by shareholders owning or represented by proxy not less than 50% of the capital of the company. If this quorum is not achieved at the first meeting, a second meeting shall be convened on Wednesday 21th April 2021 at the same time and venue.
8. Special Resolution: such resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the General Assembly meeting of the Company.
9. Shareholders may access and review the Company's Financial Statements for the fiscal year ended on 31st December 2020, the Company's Governance Report and the suggested amendments to the Article of Association on the website of the Abu Dhabi Securities Exchange www.adx.ae and on the website of the Company www.rakinsurance.com, and by visiting the following website: www.smartagm.com.
10. The shareholders shall update their personal contact details and addresses at Abu Dhabi Securities Exchange to assure receiving their dividends properly as the dividend distribution will be done through Abu Dhabi Securities Exchange.
11. Shareholders may review 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> , and may review and download the Guide to Investors Rights issued by SCA through the website of the Company, Investor Relations Page, <https://www.rakinsurance.com/investor-relations/>