

Invitation to attend the General Assembly Meeting

The Board of Directors of Watania International Holding (PJSC) is pleased to invite its valued shareholders to attend the Annual General Assembly Meeting of the Company which will take place per the following:

Date: Wednesday, 23 April 2025

Time: 2:00 pm

Location: 13th Floor, Building 2, The Galleries, Jebel Ali Downtown, Dubai, UAE.

Format: hybrid including in person and/or electronically via video conferencing with the facility for electronic voting. which will be facilitated concurrently during the meeting through [www.smartagm.ae].

Agenda for the General Assembly Meeting:

1. Listen and approve the Board of Directors' report on the company's activity and its financial position for the fiscal year ended 31st December 2024.
2. Listen and approve the Auditor's report for the fiscal year ended 31st December 2024.
3. Discuss and approve the Company's balance sheet and profit and loss account for the financial year ended 31st December 2024.
4. To Consider and approve of the Board of Directors' recommendation to refrain from distributing dividends to shareholders, for the financial year ended 31st December 2024 based on the rationale presented in the Board's report to shareholders.
5. Approve a proposal for remuneration of the Board members and the amount thereof for the fiscal year ended 31st December 2024.
6. Discharge the members of the Board of Directors for the fiscal year ended 31st December 2024 or dismiss them and file a liability action against them, as the case may be applicable.
7. Discharge the external auditors for the fiscal year ended 31st December 2023 or dismiss them and file a liability action against them, as the case may be applicable.
8. Appoint the external Auditors of the Company for the financial year 2025 and determine their fees.
9. Election of Board of Directors for the Term 2025-2028.

General Notes:

Shareholder attendance and registration:

1. As directed by the Securities and Commodities Authority, the Company's shareholders who will attend the General Assembly Meeting can register as follows:
 - a) **Physical registration** at the 13th Floor, Building 2, The Galleries, Jebel Ali Downtown, Dubai, UAE. Registration will open at 1:00pm and will close at 1.55pm.
 - b) **Electronic registration** will open on Tuesday 22 April 2025 at 01:00 pm and will close on Wednesday 24 April 2025 at 01:30pm, For electronic registration please visit the website (www.smartagm.ae) and following the registration steps online. The meeting link will be then sent to shareholders via SMS or email (as available).
 - c) Holders of proxies must send a copy of their proxies to the email address ir@watania.ae with their names and mobile numbers to receive a text message of registration.
2. Each shareholder who has the right to attend the General Assembly Meeting may delegate any person other than a member of the Board of Directors of the Company, employee of the Company, a brokerage company or its staff, under a special written power of attorney. In such a capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who are minors or interdicted shall be represented by their legal representatives. (Subject to the provision of 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 Public Joint Stock Companies Governance Guide). Please refer to the disclosure published on DFM's website regarding the procedure for issuance of a special written power of attorney.
3. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity to represent such corporate person in the General Assembly Meeting. The delegated person shall have the powers as determined under the delegation resolution.
4. Shareholders registered in the Company's share book on Tuesday 22 April 2025 shall be entitled to vote during the General Assembly meeting.
5. The Company's financial statements and the Integrated Report for the year ended on 31 December 2024 will be available on the Dubai Financial Market website (www.dfm.ae) and the Company's website (www.watania.ae).
6. The Annual General Assembly Meeting shall not be valid unless attended electronically by Shareholders who hold or represent by proxy at least (50%) of the Company's share capital. In the event of failure to attain a quorum, a second meeting shall be convened on Wednesday 30 April 2025 at the same place and time. The postponed meeting shall be deemed valid irrespective of the number of the shareholders registered and present.

7. For a special resolution, a decision is required to be passed by the majority of the votes of the shareholders who own at least 75% of the shares represented at the General Assembly Meeting.
8. Please visit the official website of the Securities and Commodities Authority (<https://www.sca.gov.ae/en/services/minority-investorprotection.aspx>) to view the Authority's Guide on Investors' Rights in the Capital Market.