

UNION INSURANCE

Article No.	stipulation before modification	stipulation after modification	Reasons for modification
	<p align="center">First Chapter Association</p> <p>UNION Company was established as a public joint stock company in the Emirate of Ajman in the United Arab Emirates pursuant to Emiri Decree No. 1 of 1997 issued by His Highness the Ruler of Ajman.</p> <p>The company's Articles of Association were concluded between the founders and in accordance with the provisions of Federal Law No. 8 of 1984 regarding commercial companies and the laws amending it.</p> <p>Whereas Federal Law No. (2) of 2015 regarding commercial companies issued on 25/3/2015 stipulated the repeal of Federal Law No. (8) of 1984 regarding commercial companies and the laws amending it and required existing public joint-stock companies to amend their Article of Association in accordance with its provisions.</p> <p>On 24/04/2016, the company's general assembly meeting was held and decided, by a special resolution, to approve amending the provisions of the company's Article of Association to comply with the provisions of Federal Law No. (2) of 2015 regarding commercial companies, as stated in the Article of Association.</p>	<p align="center">First Chapter Association</p> <p>UNION Company was established as a public joint-stock company in the Emirate of Ajman in the United Arab Emirates pursuant to Emiri Decree No. 1 of 1997 issued by His Highness the Ruler of Ajman and in accordance with the provisions of the Federal Law regarding commercial companies in force, hereinafter referred to as the "Commercial Companies Law."</p>	<p align="center">Due to the repeal of Commercial Companies Law No. 2 of 2015 pursuant to the issuance of Commercial Companies Law No. 32 of 2021 Central Bank note:</p>
Article No. (1) Definitions	<p>Companies Law: Federal Law No. (2) of 2015 regarding commercial companies and any amendment thereto.</p> <p>Insurance Law: Federal Law No. (6) of 2007 regarding the establishment of the Insurance Authority and the organization of its work, and any amendment thereto.</p> <p>Insurance Authority: The Insurance Authority of the United Arab Emirates is responsible for supervising the activity.</p> <p>Governance controls: are a set of controls and rules that achieve institutional discipline in relations and management in the company in accordance with international standards and methods by defining the responsibilities and duties of the</p>	<p>The Companies Law: Federal Decree Law No. (32) of 2021 regarding commercial companies, and any amendment thereto, and/or the applicable Companies Law.</p> <p>Insurance Law: Federal Decree Law No. (48) of 2023 regarding the organization of insurance businesses.</p> <p>Central Bank: The Central Bank of the United Arab Emirates</p> <p>Governance: A set of controls, standards, and procedures that achieve institutional discipline in</p>	<p>Issuance of a new law</p> <p>Issuance of a new law</p>

	<p>members of the Board of Directors and the senior executive management of the company and taking into account the protection of the rights of shareholders and stakeholders.</p> <p>Conflict of interest: the situation in which the impartiality of decision-making is affected by a personal, material, or moral interest, where the interests of the relevant parties overlap or appear to overlap with the interests of the company as a whole, or when a professional or official position is exploited in some way to achieve personal benefit.</p> <p>Control: Control The ability to direct the management of the company's policies, control financial and operating policies This is done by controlling the formation of the Board of Directors, electing the majority of its members, or controlling the appointments of the administrative staff. Control is through owning or controlling shares with voting rights in the company amounting to 30% or more. (The percentage is determined in accordance with the decisions and instructions of the competent authorities.).</p> <p>Related parties: The Chairman and members of the Board of Directors of the Company, members of the Company's senior executive management and its employees, and companies in which any of these contribute not less than 30% of its capital (the percentage decided by the competent authorities), as well as subsidiary, sister, or allied companies.</p>	<p>managing the company in accordance with international standards and methods by defining the responsibilities and duties of the members of the Board of Directors and the executive management of the company and taking into account the protection of the rights of shareholders and stakeholders.</p> <p>Conflict of interest: A situation in which there is an actual or potential conflict between the duties and private interests of a person that would improperly affect that person's performance of his or her duties and responsibilities.</p> <p>Controlling shareholder: A shareholder who has the ability to influence or control, directly or indirectly, the appointment of the majority of the members of the Board or the decisions issued by the Board or the General Assembly of the company or through his ownership of a percentage of shares or shares, or under an agreement or other arrangement providing for him to be granted such the influence.</p> <p>Related parties:</p> <ol style="list-style-type: none"> 1. The chairman and members of the company's board of directors and their relatives. 2. Members of senior executive management and their relatives. 3. Company employees 4. Companies in which any of those referred to in the above items contribute not less than 30% of their capital. 5. The parent company, subsidiaries, sister companies, or allied companies of the company. 6. major shareholders in the company (everyone who owns 50% or more of the company's shares or voting rights therein). 	<p>Merging the Insurance Authority with the Central Bank</p> <p>According to the definition contained in Companies Law No. 32 of 2023</p> <p>According to the definition contained in the Corporate Governance System for Insurance Companies issued by the Central Bank.</p> <p>Definition before amendment: "control" in accordance with Governance Resolution No. 3 of 2020; definition after amendment "Controlling shareholder" according to the definition contained in the Corporate Governance System for Insurance Companies issued by the Central Bank Pursuant to Resolution No. 2 of 2024 amending Resolution No. 3</p>
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Article No. (5)	The company carries out its activities in accordance with the provisions of the law establishing the Insurance Authority and the regulations, instructions, and decisions issued pursuant thereto.	The company carries out its activities in accordance with the provisions of the Insurance Business Regulatory Law, its amendments, and the regulations, instructions, and decisions issued pursuant thereto.	The paragraph has been amended with respect to the title of the law
Article No. (17)	<p style="text-align: center;"><u>Chapter Two</u> <u>The company's capital</u></p> <p>After obtaining the approval of the Authority, the Insurance Authority and the competent authority, the company's capital may be increased by issuing new shares with the same nominal value as the original shares or by adding an issue premium to the nominal value. The company's capital may also be reduced.</p>	<p style="text-align: center;"><u>Chapter Two</u> <u>The company's capital</u></p> <p>After obtaining the approval of the Central Bank, the Authority, and the competent authority, the company's capital may be increased by issuing new shares with the same nominal value as the original shares or by adding an issue premium to the nominal value. The company's capital may also be reduced.</p>	Amending the competent authority by adding the bank instead of the Insurance Authority
Chapter Three	<u>Chapter Three</u>	<u>Chapter Three</u>	
Article No. (18)	<u>Deed bonds</u>	<u>Issuing bonds or instruments</u>	Edit article title
Article No. (20)	<u>Chapter Four</u> <u>The Company Board of Directors</u>	<u>Chapter Four</u> <u>On the company's board of directors</u>	The Central Bank requirements contained in the corporate

Classification: Internal

	<p>a. The company is managed by a board of directors consisting of 7 members elected by the general assembly of shareholders by a cumulative secret vote. In all cases, the majority of the board members, including the president, must be citizens of the state.</p> <p>In forming the Board of Directors, any requirements decided by the Council of Ministers or the competent authority shall be taken into account in accordance with the text of Article (10) of the Companies Law. If the percentage of state citizens on the Board of Directors is lower than what is required to be met in the application of that article, the percentage must be completed within three months at most. Otherwise, the Board's decisions shall be After the expiration of the period, it is invalid.</p> <p>B. Taking into account the provisions of the Companies Law and relevant decisions, members of the Board of Directors may be experienced non-shareholders.</p>	<p>a. Taking into account the requirements and instructions of the Central Bank, the company will be managed by a board of directors consisting of 7 (seven) members elected by the general assembly of shareholders by a cumulative secret vote. In all cases, the majority of the board members, including the president, must be citizens of the state, taking into account the representation of women in forming the board of directors on The representation of women in the Council should not be less than 20%.</p> <p>B. When forming the Board of Directors, it is taken into account that at least a third of the members are independent and the majority are non-executives.</p> <p>C. In forming the Board of Directors, any requirements decided by the Council of Ministers or the competent authority in accordance with the provisions of the Companies Law shall be taken into account. If the percentage of UAE nationals on the Board of Directors is less than what is required to be met in application of those provisions, the percentage must be completed within a maximum of three months. Otherwise, the Board's decisions after the expiration of the period will be invalid.</p> <p>D. Taking into account the provisions of the Companies Law and relevant decisions, members of the Board of Directors may be experienced non-shareholders.</p> <p>H. In all cases, a non-objection shall be obtained from the Central Bank before appointing, nominating, or renewing the membership of any person on the Board. The company must also notify the Central Bank immediately if it becomes aware of any material information that may</p>	<p>governance system for insurance companies have been added.</p>
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Article No. (22)	The Board of Directors must notify the Insurance Authority of the decisions related to the election of the Chairman of the Board of Directors, his deputy, and the members authorized to sign on behalf of the company.	The Board of Directors must notify the Central Bank and the Authority of the decisions to elect the Chairman of the Board of Directors, his deputy, and the Managing Director.	Replace the phrase “Insurance Authority” with the phrase “Central Bank.”
Article No. (23)		.6 7. A criminal status certificate issued or certified by one of the official authorities in the United Arab Emirates or outside it if the candidate resides outside the country.	Adding the last clause in accordance with Resolution 2024/2 No. 2/R.M of 2024
Article No. (26)	The Board of Directors meets at least (4) during the fiscal year. The meeting shall be based on a written invitation by the Chairman of the Board of Directors or on a written request submitted by at least two members of the Board. The invitation shall be sent at least a week before the specified date, accompanied by the agenda.	- The Board of Directors holds at least (6) meetings during the fiscal year, unless the laws and instructions issued by the relevant authorities stipulate mandatorily more than that. The meeting shall be based on a written or electronic invitation from the Chairman of the Board of Directors or on a written request submitted by at least two members of the Board. Each member has the right to add any topic he deems necessary to be discussed at the meeting. The invitation shall be sent at least a week before the specified date, accompanied by the agenda. - Taking into account the requirements of the disclosure and transparency system, the Board may hold an urgent meeting after obtaining the approval of all members that the situation that calls for the meeting is an emergency, and this meeting is not considered one of the mandatory meetings of the Board of Directors.	Amending the first item based on the instructions of the Central Bank Amending the second item based on Resolution No. 2/R.M of 2024 issued by the Securities and Commodities Authority Article 23

<p>Article No. (27)</p>	<p style="text-align: center;"><u>Circulation Decisions</u> <u>Board of Directors decisions by circulation.</u></p> <p>The Board of Directors may issue some of its decisions by circulation in accordance with the following conditions: 1. The approval of the members of the Board of Directors by a majority that the situation that requires issuing a decision to circulate is an emergency</p>	<p style="text-align: center;"><u>Circulation Decisions</u> <u>Board of Directors decisions by circulation</u></p> <p>The Board of Directors may issue some of its decisions by circulation in accordance with the following conditions: 1. The members of the Board of Directors unanimously agree that the situation that requires issuing a decision to circulate is an emergency. 2. Immediate disclosure on the financial market website and the company’s website of the results of the circulation decision immediately upon its issuance in accordance with the requirements of the system for disclosure and transparency.</p>	<p>Amending the first item so that approval is unanimous, adding the last item in accordance with Resolution No. 2/R.M of 2024</p>
<p>Article No. (28)</p>	<p>- The Board of Directors meeting will not be valid unless the majority of its members are present in person. A member of the Board of Directors may represent another member of the Board of Directors in voting on his behalf. In this case, this member has two votes, and a member of the Board of Directors may not represent more than one member.</p>	<p>- The Board of Directors meeting will not be valid unless all its members are invited and the majority of them are present in person. A Board member may be represented at the Board meeting by another member who holds a written power of attorney to that effect. The existence of this power of attorney must be clearly proven by the chair of the meeting. The member may also authorize his proxy to vote. According to the member’s choice, in this case, this member has two votes, and a member of the Board of Directors may not represent more than one member.</p>	<p>Resolution No. 3/R.M of 2023 Article 23</p>
<p>Article No. (29)</p>		<p>C. Council members must disclose to the Council, as soon as possible, any potential conflict of interest, or a clear and actual conflict of interest.</p>	<p>Adding the item in accordance with the corporate governance system for insurance companies Article 2/6</p>
<p>Article No. (32)</p>	<p>Taking into account the provisions of Article (28) of this law, the members of the Board of Directors shall not be personally liable with regard to the company’s obligations resulting from their performance of their duties as Board members, to the extent that they do not exceed the limits of their authority.</p>	<p>Taking into account the provisions of Article (29) of this law, members of the Board of Directors shall not be personally responsible with regard to the company’s obligations resulting from the performance of their duties as members of the</p>	

		Board of Directors, to the extent that they do not exceed the limits of their authority.	
Article No. (37)	C - Practicing the business of an insurance broker.	C - Practicing the business of an insurance broker or insurance attorney.	Adding an “insurance attorney in accordance with the Corporate Governance System for Insurance Companies Article 5/5, and in accordance with Article 16/1/C of Law No. 48 of 2023 regarding the organization of insurance business.”
Article No. (40)	The company may not conclude any deal whose value does not exceed (5%) of its capital with a related party except with the approval of the Board of Directors. The approval of the company’s general assembly must also be approved for anything in excess of that percentage after evaluating this deal in accordance with the controls and conditions issued by a decision from the Authority.	The Central Bank may set limits on exposures to related parties in general or on a case-by-case basis, or deduct these exposures from the capital when assessing capital adequacy or requesting guarantees for these exposures. The company may not conclude any deal whose value does not exceed (5%) of its capital with a related party except with the approval of the Board of Directors. The approval of the company’s general assembly must also be approved for anything in excess of that percentage after evaluating this deal in accordance with the controls and conditions issued by a decision from the Authority. The relevant party in question may not participate in voting on the decision of the Board of Directors or the General Assembly issued regarding this deal, and it is also prohibited for him, if he is a member of the Board of Directors, to attend and discuss the item related to the deal at the Board of Directors meeting unless the Board decides otherwise. In all cases, the deals are disclosed concluded with relevant parties within the report presented to the General Assembly	In accordance with Article 4/4 of the Corporate Governance System for Insurance Companies Article 1/34 of Governance Resolution No. 3/R.M of 2020, and Resolution No. 2/R.M of 2024

<p>Article No. (41)</p>	<p>1- Taking into account the provisions of Article (169) of the Commercial Companies Law No. (2) of 2015, the remuneration for the Chairman and members of the Board of Directors shall consist of a percentage of the net profit, and this remuneration shall not exceed (10%) of the net profit for the financial year ending after deducting each of the depreciations and reserves.</p> <p>2- The Company shall pay additional expenses, fees, bonuses, or a monthly salary to the extent decided by the Board of Directors to any of its members if that member works on any committee or makes special efforts or performs additional work to serve the Company above and beyond his normal duties as a member of the Company's Board of Directors and in accordance with the decisions and instructions of the Authority.</p>	<p>Taking into account the controls and instructions issued by the bank and the Authority:</p> <p>1- The General Assembly determines the remuneration of the Chairman and members of the Board of Directors, provided that this remuneration does not exceed (10%) of the net profit for the ending fiscal year after deducting both depreciation and reserves.</p> <p>2- As an exception to Clause (1) of this Article, a member of the Board of Directors may be paid fees in the form of a lump sum not exceeding (AED 200,000) two hundred thousand dirhams at the end of the fiscal year after the approval of the General Assembly to disburse those fees and in the cases as follows:</p> <p>a. The company's lack of profit.</p> <p>b. If the company achieves profits and the Board member's share of those profits is less than (AED 200,000) two hundred thousand dirhams, in this case it is not permissible to combine remuneration and fees.</p> <p>3- Board members are granted remuneration in the form of specific amounts only, which include the payment of a fixed annual amount and the reimbursement of costs directly related to the performance of their responsibilities. Any grants or any incentive payments based on the company's performance shall be excluded.</p> <p>4- The Company may pay additional expenses, fees, bonuses, or a monthly salary to members of the Board of Directors in accordance with the policies proposed by the Nominations and Remuneration Committee and reviewed by the Board of Directors. It is approved by the General Assembly of the company if the member works in any committee or makes special efforts or performs additional work to</p>	<p>Article No. (29) of Governance Resolution No. 3/R.M of 2020, amended by Resolution No. 2/R.M of 2024, and the Corporate Governance System for Insurance Companies Article 8/4</p>
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		<p>serve the company beyond his regular duties as a member of the company's board of directors. It is not permissible to pay an attendance allowance to the Chairman or member of the Board of Directors for Board meetings.</p> <p>5- The fines that shall be imposed on the company due to the Board of Directors' violations of the law or the company's Article of Association during the ending fiscal year will be deducted from the Board of Directors' remuneration. The General Assembly may not deduct these fines if it becomes clear that these fines are not the result of negligence or error on the part of the Board of Directors.</p> <p>6- The company shall have a rewards system approved by the Council and approved by the General Assembly. This is in accordance with the Companies Law and the Corporate Governance System for Insurance Companies issued by the Central Bank.</p>	
Article No. (42)		<p>3. Without prejudice to the provisions of Paragraphs No. 1, 2 of this Article, the General Assembly shall appoint one or more representatives of the shareholders - nominated by the company's Board of Directors according to the company's need - to attend the General Assembly meetings and vote on its decisions on behalf of the shareholders and determine their fees. This is from law firms registered in the list of lawyers working in the state or financial analysts accredited by the Authority in accordance with the provisions issued by the Authority in this regard.</p>	<p>Article 4/40 of Governance Resolution No. 3/R.M of 2020</p>
Article No. (44)	<p>3. The Authority shall request the Chairman of the Company's Board of Directors, or their representative, to extend an invitation to hold a General Assembly meeting as follows:</p>	<p>3. The Authority shall request the Chairman of the Company's Board of Directors, or their representative, to extend an invitation to hold a General Assembly meeting as follows:</p>	<p>Pursuant to Commercial Companies Law No. 32 of 2021 Article 178.</p>

	<p>a. If thirty days have passed since the date specified in Paragraph No. (1) Of this Article without convening a meeting.</p> <p>b. If the number of members of the Board of Directors falls below the minimum for its meeting to be valid.</p> <p>c. If it becomes apparent at any time that there have been violations of the law or the company's regulations, or that there has been a defect in its management.</p> <p>d. Failure of the Board of Directors to respond to the request of the shareholder or shareholders in accordance with Clause (2) of this Article.</p>	<p>a. If thirty days have passed since the date specified in Paragraph No. (1) Of this Article without convening a meeting.</p> <p>b. If the number of members of the Board of Directors falls below the minimum for its meeting to be valid.</p> <p>c. If it becomes apparent at any time that there have been violations of the law or the company's regulations, or that there has been a defect in its management.</p> <p>d. Failure of the Board of Directors to respond to the request of the shareholder or shareholders in accordance with Clause (2) of this Article.</p>	<p>In accordance with the Corporate Governance System for Insurance Companies Article 5/13/B</p>
	<p>If the company's Board of Directors or its representative does not invite the General Assembly to convene in the previous cases within (5) days from the date of the Authority's request, the Authority shall send an invitation to the meeting at the company's expense.</p>	<p>If the company's Board of Directors or its representative does not invite the General Assembly to convene in the previous cases within (5) days from the date of the Authority's request, the Authority shall send an invitation to the meeting at the company's expense.</p> <p>4. The Central Bank may:</p> <p>a. To request a General Assembly meeting of the company to discuss any issue that the bank considers important.</p> <p>b. To request that any item he deems necessary be included on the agenda of the company's General Assembly meeting.</p> <p>c. To suspend the implementation of any decision issued by the company's General Assembly if it violates the applicable laws and regulations.</p>	
<p>Article No. (48)</p>	<p>1. A quorum is achieved at a general assembly meeting in the presence of shareholders who own or represent by power of attorney no less than (50%) of the company's capital. If a quorum is not present at the first meeting, the General Assembly shall be called to a second meeting to be held after</p>	<p>1. A quorum is achieved at a general assembly meeting in the presence of shareholders who own or represent by power of attorney no less than (50%) of the company's capital. If a quorum is not present at the first meeting, the General Assembly shall be called to a second meeting to be held after a period</p>	<p>Article No. 186 of the Commercial Companies Law No. 32 of 2021</p>

	a period of no less than (5) five days and no more than (15) fifteen days has passed from the date of the first meeting. The postponed meeting shall be considered valid, regardless of the number of attendees.	of no less than (5) five days and no more than (15) fifteen days has passed from the date of the first meeting. The postponed meeting shall be considered valid, regardless of the number of attendees. 2. If any of the shareholders or their representatives withdraw from the General Assembly meeting after a quorum has been reached, that withdrawal does not affect the validity of the General Assembly meeting, provided that the majority stipulated in the Companies Law for the remaining shares represented at the meeting is followed in issuing decisions.	
Article No. (53)	b. As an exception to Clause (A) of this Article, and in accordance with the regulations issued by the Authority in this regard, the General Assembly shall have the authority to do as follows: 1. The right to deliberate on serious facts that are discovered during the meeting. 2. If a shareholder or a number of shareholders own a percentage of no less than (5%) of the company's capital shares. This is before the date of the General Assembly meeting and after publishing the invitation requesting the inclusion of a new clause or clauses on the General Assembly agenda. The listing application shall be submitted to the Authority within five days from the date the company publishes the invitation to the General Assembly in accordance with the conditions and controls determined by the Authority.	As an exception to the provisions of Clause (A) of this Article and in accordance with the controls issued by the Authority in this regard After the approval of the Central Bank, the General Assembly has the authority to do as follows: 1. The right to deliberate on serious facts discovered during the meeting. 2. If the Authority or a shareholder or a number of shareholders owning no less than (5%) of the company's capital shares requests, Before starting to discuss the General Assembly's agenda, the inclusion of an additional item or items on the Assembly's agenda. The Chairman of the meeting must include the clause or clauses on the agenda. The Authority shall issue a decision specifying the conditions that shall be observed to include a new item on the General Assembly's agenda. 3.	Article No. 2/182 of the Commercial Companies Law, and Article No. 45 of Governance Resolution No. 3/R.M of 2020 amended by Resolution No. 2/R.M of 2024
Article No. (56)	The external auditor is prohibited, during his period of reviewing, auditing, and monitoring the company's accounts, from performing any additional technical, administrative, or consulting services or work related to his work that he	The external auditor is prohibited, during his period of reviewing, auditing, and monitoring the company's accounts, from performing any additional technical, administrative, or consulting services or work related to his work that he undertakes. Which	Replacing the 'Insurance Authority' with the 'Central Bank'

	undertakes. Which may affect its decisions and independence or any other services or work that the Authority/Insurance Authority deems impermissible to provide. In particular, services and businesses that the auditor is prohibited from practicing or directing	may affect its decisions and independence or any other services or work that the Authority/ Central Bank deems impermissible to provide. In particular, services and businesses that the auditor is prohibited from practicing or directing	
Article No. (57)	The auditor shall be obligated to notify both the regulatory Authority and the Insurance Authority of any material violations or impediments, along with their details, in the event that the Board of Directors fails to take appropriate action regarding them.	The auditor shall be obligated to notify both the regulatory Authority and the Central Bank of any material violations or impediments, along with their details, in the event that the Board of Directors fails to take appropriate action regarding them.	Replacing the 'Insurance Authority' with the 'Central Bank'
Article No. (58)	A- The Auditor has the right to review at all times all of the company's books, records, exhibits, and other documents. The Auditor has the right to request the clarifications he deems necessary to perform his mission The Auditor also has the right to verify the company's assets and liabilities. If The Auditor is unable to use these powers, it shall prove this in writing in a report submitted to the Board of Directors. If the Council does not enable the auditor to perform his mission, the auditor must send a copy of the report to the Authority, the Insurance Authority and the competent authority and present it to the General Assembly.	A- The Auditor has the right to review at all times all of the company's books, records, exhibits, and other documents. The Auditor has the right to request the clarifications he deems necessary to perform his mission The Auditor also has the right to verify the company's assets and liabilities. If The Auditor is unable to use these powers, it shall prove this in writing in a report submitted to the Board of Directors. If the Council does not enable the auditor to perform his mission, the Auditor shall send a copy of the report to the Authority, the Central Bank and the competent authority and present it to the General Assembly.	Replacing the 'Insurance Authority' with the 'Central Bank'
Article No. (65)	Payment of dividends to shareholders shall be made in accordance with the regulations, resolutions, and directives issued by the authority in this regard.	Payment of dividends to shareholders shall be in accordance with the regulations, resolutions, and circulars issued by the regulatory authority and the central bank in this regard. The company may distribute annual, semi-annual, or quarterly dividends to shareholders based on a dividend distribution policy and/or resolutions proposed by the board of directors and approved by the General Assembly.	Article No. 243 of the Commercial Companies Law

Article No. (68)	If the company's losses amount to half of its issued capital, the Board of Directors shall, within thirty (30) days from the date of disclosing the periodic or annual financial statements to the Authority, invite the General Assembly to convene to take a special decision to dissolve the company before the deadline specified for it or to continue its activity. The Chairman or CEO of the Board of Directors shall also notify the Insurance Authority of this	If the company's losses amount to half of its issued capital, the Board of Directors must, within thirty (30) days from the date of disclosing the periodic or annual financial statements to the Authority, invite the General Assembly to convene to take a special decision to dissolve the company before the deadline specified for it or to continue its activity. The Chairman or CEO of the Board of Directors shall also notify the Central Bank of this	Replacing the 'Insurance Authority' with the 'Central Bank'
Article No. (70)	The company shall, by a special decision after the expiration of two financial years from the date of its establishment and realization of profits, make voluntary contributions for the purposes of community service. It shall not exceed (2%) of the average net profits of the company during the two fiscal years preceding the year in which this voluntary contribution is made.	<ol style="list-style-type: none"> 1. After the Authority's approval, the company shall decide, by special decision, to allocate a percentage of its annual profits or accumulated profits to social responsibility. 2. The company is committed to disclosing on its website after the end of the fiscal year whether it has carried out its social responsibility or not. 3. The Auditor's report and the company's annual financial statements shall include the entity or entities benefiting from these community contributions. 	Article No. 244 of the Commercial Companies Law
Article No. (71)	<ul style="list-style-type: none"> - Incorporates the company with the governance regulations, institutional discipline standards, and implements the provisions of the Companies Law, serving as an integral part of the company's Articles of Association, complementing it. - The provisions contained in the Companies Law and the Insurance Law and any amendment thereto, as well as the provisions contained in the regulations, instructions and decisions issued pursuant to any of them, shall be applicable in matters for which no special provision is provided in the Memorandum of Association and the Articles of Association. - The provisions of the Federal Companies Law No. 2 of 2015 shall only be applied to the extent 	<ul style="list-style-type: none"> - The company shall be subject to the system and standards of corporate governance issued by the Central Bank, the resolutions of the governance guidelines and institutional discipline, the executive decisions of the provisions of the Companies Law and any amendments thereto, and shall be considered an integral part of the company's Articles of Association and complementary thereto. - The provisions contained in the Companies Law and the Insurance Law and any amendment thereto, as well as the provisions contained in the regulations, instructions and decisions issued pursuant to any of them, shall be applicable in matters for which no special provision is provided in the Memorandum of Association and the Articles of Association. 	According to the Corporate Governance of Insurance Companies Resolution "Scope of Application"

	that they do not conflict with the provisions of the law establishing the Insurance Authority and organizing its work and the regulations, instructions and resolutions issued pursuant thereto.	- The provisions of the Commercial Companies Law shall only be applied to the extent that they do not conflict with the provisions of the Insurance Business Regulatory Law and its executive regulations and the regulations, instructions and resolutions issued pursuant thereto.	
Article No. (72)	The Company's Board Of Directors, CEO, company managers, and its auditors shall facilitate the periodic inspection conducted by the regulatory authority or the Insurance Authority through the inspectors appointed by them. Providing the requested data or information to the inspectors. They shall also have access to the company's operations, books, or any papers or records at its branches and subsidiaries within and outside the country, or with its auditors.	The Company's Board Of Directors, CEO, company managers, and its auditors shall facilitate the periodic inspection conducted by the regulatory authority or the Central Bank through the inspectors appointed by them. Providing the requested data or information to the inspectors. They shall also have access to the company's operations, books, or any papers or records at its branches and subsidiaries within and outside the country, or with its auditors.	Replacing the 'Insurance Authority' with the 'Central Bank'