

Sharjah Insurance PSC

Governance Report Form for Year 2024

1- A Statement of the Actions that have been Taken for the Completion of the Corporate Governance System in Year 2024, and the Manner of Implementation Thereof:

Sharjah Insurance Co is committed to the implementation of all the provisions stated in the resolution of the Securities & Commodities Authority (SCA), and has set forth the vision thereof, taking in consideration the importance of the implementation of the governance regulations of public shareholding companies, in accordance with the Ministerial Resolution No. 3/R.M of 2020, concerning the standards of enterprise discipline and the governance of public shareholding companies, in what would enable the attainment of the results desired therefrom, especially as in relation to the enhancement of the standard of regulation, compliance, and control.

Full compliance with governance rules and standards in the formation and structuring of the Board of Directors, in accordance with governance rules, has been observed to include independent and non-executive Directors, along with adherence to the creation of control and follow-up committees and ensuring the independence of internal control officers in the performance of their job tasks, as the internal control department enjoys the necessary independence for performing the tasks thereof and receiving immediate information, a thing which has contributed to the rigorous implementation of control procedures, the accurate review of financial statements, tracing the management of the internal control department by the Board of Directors, and the forwarding of reports directly to the audit committee being formed out of the Board of Directors, according to an operation mechanism that aims for a total

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Head Office Dubai Branch P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE

Tel.: (06) 5195666 Fax: (06) 5195667 Tel.: (04) 3979796 Fax: (04) 3979704 المركز الرئيسي . ص.ب: ٧٩٢.الشارفة. إعم. المائف ١٩٦٥٥١١ (١-) قاكس: ١٩٢٥٥١٥ (١-) عاتف ۲۹۷۹۷۳۱ (۱۰) فاکس ۲۹۷۹۷۳۱ (۱۰) ص من ۱۳۵۸ درد اخم

















evaluation and audit of the various risks that are facing the company and the implementation of the committee's recommendations and the directives of the company's Board of Directors, and the forwarding of reports to the Board of Directors for following-up the progress of work and the discussion of any remarks, if any. Through developing the information systems regulations and programs, it becomes possible for accurate information and comprehensive immediate reports to flow, moment by moment, in regard of all technical, financial and administrative activities, which contributed accurately in the evaluation of operational procedures and risk

We, at Sharjah Insurance Co, declare the proper implementation of governance rules and the attainment of actual control to ensure the compliance of all the company's workers with the technical and financial systems, procedures, and provisions that regulate the operation thereof.

2- A Statement of the Ownership and Dealings of Directors and Their Spouses and Children in the Securities of the Company in Year 2024, According to the Following Table:

There are no (sale/purchase) transactions in the securities of Sharjah Insurance Co PSC in year 2024 by the Directors and their spouses and children. The following statement shows the balance shareholding of the Directors and their spouses and children in the securities of the company.

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P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE

Tel. (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979795 Fax: (04) 3979704 الركز الرئيس: ص.ب ١٩٩٢ الشارقة (ج.م. هانف ١٩٥١٥١١١) فاكس: ١٩٥١٥٢١٥ (١٠) ماتف ۲۹۷۹۷۹۱ (۱۰) فاكس ۲۷۷۹۷۹۱ (۱۰)

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SN	Name	Position / Consanguinity	Owned Shares as on 31/12/2023	Total Sale	Total Purchase
1	Ahmed Mohamed Hamad Al- Midfa	The Chairman of the Board of Directors	None	None	None
2	Ahmed Salem Abdullah Al-Hosani	Vice Chairman	7,005,311 shares	None	None
3	Obaid Mohammed Al-Zaabi	A member of the Board of Directors	None	None	None
4	Arwa Mohamed Al-Owais	A member of the Board of Directors	None	None	None
5	Ali Salim Abdelrahman Hamad Al-Midfa	A member of the Board of Directors	None	None	None
6	Salim Mohamed Abdalla Ahmed Al-Khayyal	A member of the Board of Directors	398,730 Shares	None	None
7	Ahmed Obaid Yousuf Al Qaseer BuAli	A member of the Board of Directors from 28/11/2023	None	None	None
8	Mohammed Salem Abdullah Al- Hosani	A brother of a member of the Board of Directors	7,005,311 shares	None	None
9	Abdullah Salem Abdullah Al- Hosani	A brother of a member of the Board of Directors	7,748,268 shares	None	None

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لقركز الرئسي عن ب ١٠٩٢ الشارف. (ع ج حالف ٢٠١١ه ١٠١١ واكبر ١٠٢٥٥١١٥ (١٠١ غرع دي: حرب: ١٥٦٨.دي.[غ.م. هاتف: ٢٩٧١٧٦ (٤٠) فاكس ١٩٧٢٠ (٤٠)

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10	Salem Abdullah Salem Abdullah Al-Hosani	A Father of a member of the Board of Directors	44,681,818 shares	None	None
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القرائر الرئسي من ب ١٩٦٠ التارقة (ع مانف ١١١٥١٥١١١ (١٠) فاكبر ١٩٥١١٥١١ (١٠) ص به ۱۳۵۲، دی ایج مانف ۱۳۲۲/۱۳۱۱ واکس ۱-۱۳۲۲/۱۳۱۱ و

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3-The Formation of the Board of Directors:

a) A statement of the formation of the Board of Directors (with the addition of the names of resigning and appointed Directors), according to the following table:

The formation of the Board of Directors as of 31/12/2024

SN	Name	Category (Executive, Non-Executive, & Independent)	Expertise & Qualificatio ns	The Duration of Service as a Member of the Company's Board of Directors from the Date of His First Election	Their Members hips and Positions in any Other Sharehol ding Compani	Control, governmental or commercial positions
1	Mr. Ahmed Mohamed Al- Midfa	The Chairman of the Board of Directors, Non-Executive	Businessman - University Graduate	Since 1998	-	-
2	Mr. Ahmed Salem Abdullah Salem Al- Hosani	Vice Chairman, Non-Executive	Businessman - University Graduate	Since 2017	- A member of the Board of Directors	

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P.O. Box 792, Sharjah, UAE Tel: (06) 5195666 Fax: (06) 5195667 Tel.: (04) 3979796 Fax: (04) 3979704 المركز الرئيسي الماسات ١٩٩١ الشارقة، إج م الماله ١٠١١ ١١٥١٥ ماكس ١٩٦١٥ ١٠٠١ (١٠٠) مانف: ۲۲۷۲۷۲۱ و کس: ۱-۱۲۲۲۲۲۲۱ او د عرب ١٢٥٨ دي. إغم











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					of Sharjah Cement & Industrial Developm ent Company A member	
					of the Board of Directors of Umm Al Quwain General Investmen ts Company.	
3	Mr. Obaid Mohammed Obaid Al-Zaabi	Board Member , Independent	Government Positions – Diploma Degree	Since 2021	A member of the Board of Directors of Union Insurance Company (formerly)	-
4	Mrs. Arwa	Board Member,	Government	Since 2021		The Director of

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اللركز الرئيسي ص: ١٩٠١ الشارفة إع.م. هاتف: ١٩٥١ ١٥ (١٠) هاكس ١٩٥١٥ (١٠) هرع دي: ص.ب: ١٣٥٨ دي. لعج عالف ١٩٧١٧١١ (١٠) فاكس: ١٠١٧٩٧١ (١٠)

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SHARJAH INSURANCE الشارقة للتأمين

	Mohamed Sultan Mohamed Al- Owais	Independent	Positions — Diploma Degree		the Accounts Department of the Central Finance Department of the Emirate of Sharjah.
5	Ahmed Obaid Yousuf Al Qaseer BuAli	Board Member, Independent	Businessman - University Graduate	Since 2023	Sharjah. Board Member at Sharjah Research Technol ogy and Innovati on Park. Board Member at Sharjah Internati onal Marine Sports Club
					Chairma n at SHARJA H

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الذكر الرئيس ، ص. - ١٠/١/الشارقة (ع.م. المالف ١٩٦١٥ (١-) فاكس ١٩٥١٥٥ (١-) ماتف ۲۲۷۲۷۲۱ (۱-) فاکس ۱۰۷۲۷۲۲ (۱-) nely2,4704 . wo



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					SUSTAI NABLE CITY LLC Board Member at Eagle Hills Sharjah Develop ment LLC Chairma n at Shurooq Al Emarat Services LLC
6	Mr. Ali Slaim Abdelrahman Hamad Al Midfa	Board Member , Independent	Businessman – University Graduate	Since 2023	- Chairman of the Sharjah Airport Authority. Member of the Sharjah Executive Council.

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P.O. Bax 792, Sharjah, UAE Tel.: (06) 5195666 Fax: (06) 5195667 Tel. (04) 3979796 Fax: (04) 3979704 القرقر الرئيسي حيب ١٩٦٠ الشارفة. إن عالف ١٩١١ ١١٥١١ (١٤) و الكس ١٩٥١١٥١١ (١٠) فرح دي ص.ب ۲۵۱۸.دي. إجم هاتف ۲۹۷۹۷۹۱ (۱۰) عاكس ۲۰۲۱۲۱۷۱۰۱

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الشارقة للتأمين SHARJAH INSURANCE

Chairma	in of
Board	of
Director	
Sharjah	
Aviation	
Services	
Compan	
(SAS).	,
• Chairma	n of
	of
Directors	
	-01
Sharjah	
Airport	
Agency	
(SATA).	
Chairman	
Board	of
Directors	of
DUFRY	
Sharjah.	
Chairman	
Board	of
Directors	of
Sharjah	
Sports Cl	ub.
Board	
Member	of
Sharjah	

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Head Office : P.O. Box 792, Sharjah, UAE Tel.: (06) 5195666 Faix. (06) 5195667 Dubai Branch : P.O. Box 7258, Dubai, UAE Tel.: (04) 3979796 Faix (04) 3979704 Tel.: (04) 3979796 Fax (04) 3979704 للركز الرئيسي حرب، ١٩٧٠ الشارقة، (ع معالف ١١٥٥١١٥ (١٠) فاكثر ١٩١٥٥١١٥ (١٠) فرع دي: فرب ۱۸۵۸، ديه اعم ماتف ۱۹۷۹۲۱ (٤٠) فاكس: ١٠٧٩٧١ (٤٠)

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الشارقة للتأمين SHARJAH INSURANCE

Insurance Company. Member of the Board of Trustees of Skyline University College. Member of
the Supreme Committee for Human Resources in the Emirate of Sharjah. Member of Sharjah Volunteering Committee.

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الركز الرئيسي - صراب - ١٩٠٤ لشارقة (ع م - مالف - ١٩١١ ١١٥ ١١) عاكس - ١٩٠١ ١١٥ ١١٥ (١٠٠) ص ب ۱۰۱۱ دریاعم های ۱۰۱۱ ۱۳۱۹ (۱۰۱ ماکس ۱۰۲۷۲۷۱۰۱

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Salim Mohamed Abdalla Ahmed Al Khayyal Al Khayyal Al Khayyal	Businessman - University Graduate	Since 2023	-Member of the Board of Directors of the Arabian Gulf Trading Company Member of the Board of Directors of Al- Khayal Group for Trade and Investment Member of the Board of Directors of Al- Khayal Investment Company Sharjah Charity House Foundation -
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لقركر الرئيسي عرب ١٩٦ التارفة. إع م على: ١٢١٥١٢٥ (١-) الأكس ١٩١٥١١٥ (١٠) فرع دي سي ١٥٧٠ دي اعج متف ١٠٤١ ١٩١٦ ١١ الكن ١٠٤٢٢١٢ (١٠)

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Sharjah Insurance Company



- b) A statement of the percentage of women representation in the Board of Directors in year 2024.
 - 14% is the percentage of women representation in the present formation of the Board of Directors.
- c) A statement of the following:
 - 1. The total paid remunerations of Directors for the financial year 2023. The total paid remunerations of Directors for the financial year ending on 31 December 2023 amounted AED 750,000 (Seven Hundred Fifty Thousand Dirhams).
- 2. The total proposed remunerations of Directors for year 2024, which will be presented in the annual general assembly for the certification thereof. In accordance with the Corporate Governance Regulation for Insurance Companies issued by

the Central Bank of the United Arab Emirates, which requires the conclusion of fixed fee/compensation contracts with members of the Board of Directors . the company, after the approval of the General Assembly of the company in its meeting held on 29/4/2024, concluded fixed fee contracts for each member of the Board of Directors totaling AED 750,000 for all members of the Board of Directors (not including allowances for attending Board committee meetings). These fees are an alternative to the remuneration of members of the Board of Directors.

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3. Statement of the details of allowances for attending the sessions of the committees formed out of the Board, which have been received by the Directors for the financial year 2024, according to the following table:

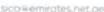
		Allowances for attending Board of Directors	nmittees of the	
No.	Name	Committee Name	Allowance Value for each meeting	
1	Ms. Arwa Al Owais	Audit Committee-	10,000 AED	4
2	Mr. Ali Al Midfa	Audit Committee- Member	5,000 AED	4
3	Mr. Ahmed Mansour	Audit Committee- Member	5,000 AED	4
4	Ahmed Obaid Yousuf Al Qaseer BuAli	Nominations & Bonus Committee - Chairman	5,000 AED	1
5	Ms. Arwa Al Owais	Nominations & Bonus Committee - Member	5,000 AED	1
6	Mr. Obaid Mohammed Obaid Al-Zaabi	Nominations & Bonus Committee-Member	5,000 AED	1

 The details of the extra fees, salaries, or allowances received by a director, other than the allowances for attending committees, and the reasons thereof.
 None.

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d) The number of Board of Directors' meetings that were held during the financial year 2024 with stating the holding dates thereof, and the number of personal attendances of all Directors, with stating the Directors attending by proxy.

Board of Directors' meetings from 1/1/2024 until 31/12/2024

No	Meeting Date	Number of Attendees	Number of Attendees by Proxy	The Names of Absent Member
1	19/2/2024	5	0	- Mr. Ahmed Mohamed Al-Midfa - Ahmed Obaid Yousuf Al Qaseer BuAli
2	19/3/2024	7	0	
3	29/4/2024	7	0	0
4	30/9/2024	7	0	
5	25/11/2024	7	0	0
6	24/12/2024	7	0	0

e) The number of Board of Directors' resolutions that were passed by circulation during the financial year 2024, with stating the passing dates thereof.

None.

f) A statement of the tasks and competencies of the Board of Directors as undertaken by a director or a member of the Executive Management in year 2024

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PO Box 792, Sharjah, UAE PO. Box 7258, Dubai, UAE Tel.: (06) 5195666 Fax: (06) 5195667 Tel.: (04) 3979796 Fax: (04) 3979704 لركز الرئيسي مرب ۱۹۹۲ الشارفة إن م علاق (۱۹۱۱ تا ۱۹۱۱ تا ۱۹۱۷ تا ۱۹۱۲ تا ۱۹۱۲ تا ۱۹۲۲ تا ۱۲۲ تا ۱۲۲ تا ۱۲۲ تا ۲۲ تا ۲ تا ۲۲ تا ۲۲ تا ۲ تا ۲۲ تا ۲۲ تا ۲۲ تا ۲ تا ۲۲ تا ۲ تا















based on a delegation by the Board, with stating the duration and authority of the delegation, as per the following table:

SN	Name of Delegated Person	Delegation Authority	Delegation Duration
1	Mr. Ahmed Mohamed Hamad Al Midfa	To sign any transaction of the company.	Valid until the end of the current term of the Board of Directors or when the powers are modified by the Board of Directors
2	Mr. Ahmed Salem Abdullah Salem Al- Hosani	To sign any transaction of the company.	Valid until the end of the current term of the Board of Directors or when the powers are modified by the Board of Directors

g) A statement of the details of related party (stakeholder) transactions in year 2024, provided that this shall include the following:

AED
7,511,424
25,296
3,687,892
664,372
7,298,431
779,625

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P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE

Tel: (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979796 Fax: (04) 3979704 المركز الرئيسي: ص ب ١٩٦٠ الشارقة إع م المالت ١٠٦١ ١٩٥١ (١٠١) عاكس ١٩٦٠ ١٩٦١ (١٠١) فرع دل المال ١٠٤٠ دل ١٠٤٠ مالك : ١٩٧١٧١٦ عاكس ١٠٤١٧١٧١٠ (١٠٤













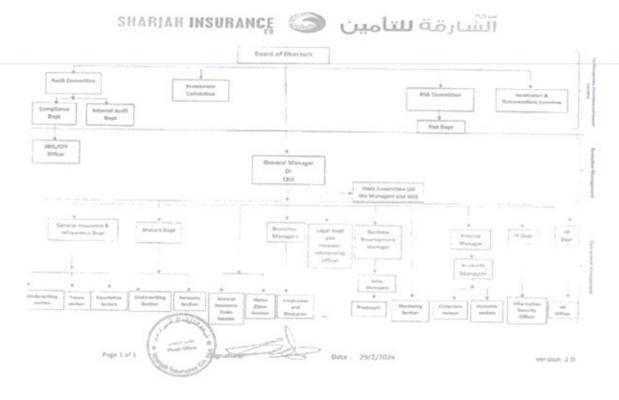
* Evaluation of the Board of Directors, its Committees, and Executive Management:

The Nominations and Remuneration Committee met on 10/3/2025 and evaluated the

performance of the Board, its committees, and the Executive Management for 2024 according to

the approved Evaluation forms in the Company.

h) The complete organizational structure of the company.



 i) A detailed statement of the first line and second line Senior Executive employees as mentioned in the organizational structure of the Company (as per 3-h) and

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their jobs and dates of appointment, with stating the total salaries and remunerations paid to them, as per the following table:

SN	Job Title	Date of Appointment	Total Salaries & Allowances Paid in 2024 (AED)	Total Bonuses (Bonus) Paid in 2024 for the Performance of 2023	Any Other Cash Bonuses or In-Kind for 2024 or that will Become Due in the Future
1	General Manager	31/3/2020	580,000	70,000	None
2	Internal Audit Manager (taking into consideration the changes in the Department).	19/12/2024	71,510	•	None
3	Compliance Officer	29/11/2019	166,000	6,000	None
4	Information Systems Manager	1/11/2015	129,000	4,038	None
5	Financial Department Manager	11/8/2022	219,000	6,375	None
6	Business Development Manager	13/03/2024	70,554	-	None

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P.O. Box 792, Sharjah, UAE Tel. (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979796 Fox: (04) 3979704 المركز الرئيس من من ١٩٠١/الشارقة (ع هاتف ١٠١١٥١١٥١١) عاكس ١٩٢٥١٥١١ ١١٠١ فرغ دي عرب ١٩٦٨ دي. (٢٥ هات ١٠١١ ١٢١١ ١١ تاكس: ١٠١١ ١٩١٢ (١٠)











7	Legal Department Manager	16/11/2022	161,000	3,250	None
8	Vehicle Department Manager	27/7/1985	204,000	6,800	None
10	General Insurance Manager	23/06/2016	250,000	8,500	None

4- The External Auditor:

- a. To give an overview of the Company's Auditor to the shareholders:
 Grant Thornton Company is one of the pioneering companies in the field of auditing, as it is ranking between the 5th and the 6th on the level of auditing companies in the world, with 800 offices existing in more than 130 throughout the world and more than 50,000 employees. Grant Thornton has three offices in the UAE, particularly, in Abu Dhabi, Dubai, and Sharjah, having around 450 employees who are allocated to several
- b. A statement of fees and costs of auditing or the services that were provided by the External Auditor, as per the following table:

activities, including auditing, taxation, and various financial consultancies.

The Name of the Auditing Firm / Grant Thornton	The Name of the Audit Partner/ Osama Al-Bakri
The number of years of service as an external auditor of the company	Six years
The number of years of the managing auditor's service in auditing the accounts of the company	3 years

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Head Office Dubai Branch P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE Tel.: (06) 5195666 Fax: (06) 5195667 Tel.: (04) 3979796 Fax: (04) 3979704 يْرَكُ الرئيس من ١٩٦٢. الشَارَفَة إِنْ مَا مَالِفَ ١٩٦١. (١-) فاكس ١٩٦٢. (١-) مَاكس ١٩٢٠. (١-) مُرَّع دي مَالف ١٩٤١. ١٠٤١ ١٩٧٩. (١-) فاكس: ١٩٤١. ١٩٧٩.



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Total auditing fees for year 2023 (AED)	360,000 AED
The details and nature of the other services provided by the company's auditor (if any). In case there are no other services, this shall be expressly mentioned.	None
The fees and costs (AED) of the special services, other than auditing the financial statements of 2023: review the balance sheet.	None
The details and nature of the other provided services	There are no other services
(if any). In case there are no other services, this shall be expressly mentioned.	
A statement of the other services performed by the external auditor, other than the company's auditor, in 2024 (if any). In case there are no services provided by another external auditor, this shall be expressly mentioned.	There are no other services

c. A statement of the reservations expressed by the company's auditor in the interim and annual financial statements of year 2024. In case there are no reservations, this shall be expressly mentioned.

There are no reservations that have been included by the external auditor in the interim or annual financial statements of year 2024.

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5- The Audit Committee

a. A declaration by the chairman of the audit committee of his/her responsibility for the committee's system in the company and for his/her review of the operation mechanism thereof and ensuring the effectiveness thereof.

Mrs. Arwa Al-Owais, the chairman of the Audit Committee, declares her responsibility for the committee's system in the company and for her review of the operation mechanism thereof and ensuring the effectiveness thereof.

b. The names of the members of the audit committee and a statement of the competencies thereof and the tasks assigned thereto.

The names of the members of the audit committee from 1/1/2024 until 9/3/2024

SN	Name	Status
1	Mrs. Arwa Al-Owais	Committee's Chairman
2	Mr. Ali Salim Al Midfa	Member
3	Mr. Ahmed Mohammed Mansour	Member out of BOD

The competencies and tasks assigned thereto:

- To review the activities, resources, and organizational structure of the internal control department, and to review the operational framework of the internal control department, and to review and approve the annual audit plan.
- To consider the process for the selection and appointment of the director of the internal control and internal audit department.
- To review the reports submitted to the committee by the director of the internal control department, and the replies received from the company to the same, and to ensure that

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the findings and recommendations given by the internal auditor and the suggestions and replies given by the executive management have been received and discussed and that the necessary actions have been taken regarding the same, and to discuss with the director of the internal control department whether are there any difficulties that are facing him in performing the audit tasks, such as the restrictions imposed on his scope of work, or the difficulty in getting the necessary information.

- To ensure that the internal audit department has the adequate number of staff, besides having the appropriate power and position within the company.
- To meet with the director of the internal audit department at least once annually, to ensure that there are no pending matters.
- To prepare the Board of Directors' reports regarding all the matters that are being considered by the committee.
- c. The number of meetings held by the audit committee in year 2024 and the dates thereof for the discussion of the matters related to the financial statements and any other matters, and to state the number of the personal attendances of members in the held meetings.

The Meetings of the Audit Committee

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1- The meetings of the Audit Committee from 1/1/2024 until 31/12/2024:

Members	Meeting No. 1 dated 5-3-2024	Meeting No. 2 dated 13/5/2024	Meeting No.3 dated 31/7/2024	Meeting No.4 dated 11/11/2024
Mrs. Arwa Al- Owais	Present	Present	Present	Present
Mr. Ali Al Midfa	Present	Present	Present	Present
Mr. Ahmed	Present	Present	Present	Present
Mohammed Mansour				

Annual Audit Committee Report for 2024

Based on the periodic meetings held by the Audit Committee during the year 2024, the Audit Committee emphasized in those meetings the important role of the Audit Committee, especially the Internal Audit Department in the company, through the exercise of the tasks and duties of internal audit. Therefore, the Audit Committee clarified the following in the summary of the 2024 report:

- During 2024, the Audit Committee reviewed vital financial statement issues, including assessing the company's liquidity position and reviewing the situation of the past debts for more than five years.
- The Audit Committee reviews and evaluates the external auditor's performance annually,
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and makes the recommendations to the Board of Directors.

3- The committee relies on the following assessment tools:

A - Auditor independence: By submitting a quarterly declaration to the Audit Committee and the Board of Directors, he affirms his full independence and also verifies that he does not provide any other services to the company that might conflict with his independence as an auditor.

B - Professional competence.

C - the performance in Auditing in other companies operating in the same field.

3 - The company, through the Audit Committee, shall annually reappoint, dismiss, or appoint the external auditor, or another auditor, after submitting the necessary recommendations to the Board of Directors and duly approving them at the General Assembly.

4-The Audit Committee meets with the internal auditor on a quarterly basis, reviews his work, evaluates his performance, and also creates and provides an appropriate environment for him to perform his duties, ensuring that his decisions are impartial and not influenced by any internal or external factors, and has the right to access any of the members and the head of the committee or the board if necessary.

5 -The Audit Committee continuously follows up on the points mentioned in the internal audit report, especially the high and medium risks (if any), and verifies their causes if any information becomes clear to it, and reviews the executive management's responses to these reports.

However, to date, there is nothing in the company that indicates high or medium risks.

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6 - The company has directly established an internal audit charter and a risk management policy based on monitoring the company's risks and correcting any deficiencies, if any.

Reviewing these policies and procedures remains an important task that must be followed up periodically by the relevant departments and under the supervision of the Audit Committee.

The committee also discusses the internal control system with the executive management to ensure that the latter fulfills its duties towards developing an effective internal control system.

8 - The Audit Committee reviews all contracts and agreements that may be concluded with the company by related parties and determines the extent of their impact on the company and their feasibility.

The Audit Committee emphasizes on the importance of its oversight role in monitoring the company's activities.

6- The Nominations & Remuneration Committee:

a. A declaration by the chairman of the nominations & remunerations committee of his/her responsibility for the committee's system in the company and for his/her review of the operation mechanism thereof and ensuring the effectiveness thereof.

Mr. Ahmed Obaid Yousuf Al Qaseer BuAli, the Chairman of the Nominations & Remuneration Committee, declares his responsibility for the committee's system in the Company and for his review of the operation mechanism thereof and ensuring the effectiveness thereof.

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- b. The names of the members of the Nominations & Bonus Committee, and a statement of the competencies thereof and the tasks assigned thereto.
- 1- The names of the members of the Nominations & Bonus Committee from 1/1/2024 until 31/12/2024:

SN	Name	Status
1	Mr. Ahmed Obaid Yousuf Al Qaseer BuAli	Committee's Chairman
2	Mr. Obaid Al-Zaabi	Member
3	Ms. Arwa Al Owais	Member

The competencies thereof and the tasks assigned thereto:

- · To ensure the ongoing independence of independent members.
- To regulate and follow-up the procedures of nomination for Directorship in consistency with the laws and regulations in force and the provisions of this resolution.
- To prepare the policy for granting bonuses, benefits, and incentives to the company's
 Directors and workers, and to review the same on an annual basis. The committee shall
 ensure that the bonuses and benefits granted to the senior executive management of
 the company are reasonable and consistent with the performance of the company.
- To ensure the ongoing independence of independent members.
- To identify the company's needs of competent personnel on the level of the senior executive management and the employees and the criteria for their selection.
- To prepare the human resources & training policy of the company and to monitor the implementation thereof, and to review the same on an annual basis.
- To follow-up and oversee the dealings of the insiders.

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c. A statement of the number of meetings held by the Committee in year 2024 and the holding dates thereof, with stating the number of personal attendances of all the committee's members.

The Nominations & Remunerations Committee held (1) meeting in year 2024 with the presence of all the members thereof (3).

1- The meetings of the Nominations & Remunerations Committee from 1/1/2024 until 31/12/2024:

Members	Meeting No 1 dated 26/6/2024
Mr. Ahmed Obaid Yousuf Al Qaseer BuAli	Present
Mr. Obaid Al-Zaabi	Present
Ms. Arwa Al Owais	Present

7- The Committee for the Follow-up & Supervision of Insider Dealings:

Such committee has not been formed, as there has been no sale or purchase movement of the Securities of the Company by insiders for several prior years.

8- Any Other Committee(s) Approved by the Board of Directors:

None.

- 9- The Internal Control System:
- a. A declaration by the Board of its responsibility for the internal control system of the company and its review of the operational mechanism thereof and ensuring the effectiveness thereof.

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The Board declares its responsibility for the internal control system of the company and its review of the operational mechanism thereof and ensuring the effectiveness thereof.

- b. The name of the Department's Manager and his qualifications and the date of his appointment:
- Maitha Abdalla Ahmed Qassim Ahmed- Bachelor in Finance- appointed on 19/12/2024.
- Alya Al Swuaidi Bachelor of economic appointed on 21/2/2024 till 16/7/2024.
- Amna Mohamed Bachelor's Degree in Accounting appointed on 4/9/2023 till 10/2/2024.
- c. The name of the compliance officer and his qualifications and the date of his appointment:

Abdul-Salam Al-Hammadi - Bachelor's Degree in Law & Economics.

Appointed on: 06 November 2019 till 5/8/2024.

Madhu Mishra - Bachelor in Law - appointed on: 29/11/2024.

d. The manner of the internal control department's handling of any major problems in the company or those that have been disclosed om the annual accounts and reports (in case there are no major problems, it shall be stated that the company did not face any problems).

The internal control department submits the reports thereof to the audit committee and it reports to such committee, a thing which enables it to operate independently and objectively, and which also enables it to interact with the CEO and the executive management team in an outstanding manner that ensures the facile identification of 7 of 35

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P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubar UAE Tel: (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979796 Fax: (04) 3979704 برتر الرئيسي عرب ۱۹۹۰ الشارفة (ج.م. هاتف ، ۱۹۹۳ ۱۹۰۱ ماکس ۱۹۹۳ ۱۹۰۱ (۱۰) الرج دل : حرب ۱۹۲۷ (به (ج.م. هاتف : ۱۳۷۷۷۱۱) فاکس ۱۳۷۷۷۹ (۲۰)













performance improvement and business development initiatives. In addition to the availability of the guarantees that ensure the attainment of the objectives of the company in an effective manner and that ensure a high level of independence in the internal control department's implementation of the activities and tasks thereof, the internal audit manager has a direct communication with the Directors and is functionally accountable before the audit committee and is administratively accountable before the CEO.

When the company faces some matters that are disclosed in the annual financial statements, or any other means of disclosure, the role of the internal control department in this regard is as follows:

- . To enlist such matters and issues within the planning stages of audit operations.
- To provide advice and consultancy services (as necessary) to contribute to stating such matters and developments and to finding solutions.
- To ensure the regular follow-up of the steps and actions taken for the resolution of such matters and issues.
- To forward periodic reports to the Board of Directors and the audit committee as in relation to the status of such matters and issues.
- e. The number of reports issued by the internal control department to the company's Board of Directors:

The internal control department performs the jobs and tasks assigned thereto under the direct supervision of the audit committee in an

effective and constructive manner, a thing which contributes to the creation of an ideal work environment of transparency, effectiveness, compliance, discipline, and

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Head Office

PO Box 792, Sharjah, UAE PO Box 7258, Dubo: UAE Tel. (06) 5195666 Fax: (06) 5195667 Tel. (04) 3979796 Fax: (04) 3979704 يُركِر الرئيسي من بـ ١٩٩٧ الشارقة إ ع مانف ١٩٥١ (١٠٠) فاكس: ١٩١٥ (١٠) (١٠) ترع دي من بـ ١٨٥٨ دي: إ ع م مانف (١٩٧٧ (١٠) فاكس: ١٩٧٤ (١٠)



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الشارقة للتأميني 🍪 SHARJAH INSURANCE

competency in performance and productivity. The internal control department prepares the reports thereof according to the best practices applicable in this regard and in consistency with the regulations and laws in force. The department performs the tasks thereof integrally and neutrally with no interventions or influences on the quality and competency of the reports thereof, and it forwards the reports thereof to the audit committee on a regular basis (and whenever needed) for the presentation and discussion thereof and to forward a recommendation regarding the same to the Board of Directors for taking the appropriate decisions regarding the same.

Three reports have been issued to the audit committee and the Board of Directors in year 2023, including all the auditable departments of the company, and the necessary decisions regarding the same have been issued.

10- The Details of the Violations Committed in Year 2024 and a Statement of the Reasons Thereof, the Resolution Manner Thereof, and How to Avoid Them in the Future:

None

11- A Statement of the Cash & In-Kind Contributions Given by the Company in Year 2024 for the Development of the Local Community and the Preservation of the Environment (in case there are no contributions, it shall be stated that the company has given no contributions):

None.

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12- General Information:

a. A statement of the stock price of the company in the market (closing price, highest price, lowest price) at the end of every month of the financial year 2024.

Year	Month	Closing Price	Highest Price	Lowest Price
2024	January	1.5	1.95	0.96
2024	February	1.5	1.95	0.96
2024	March	1.5	1.95	0.96
2024	April	1.5	1.6	0.96
2024	May	1.49	1.5	0.96
2024	June	1.364	1.5	0.96
2024	July	1.364	1.5	0.96
2024	August	1.364	1.5	0.96
2024	September	1.5	1.5	1.5
2024	October	1.5	1.5	0.96
2024	November	1.35	1.35	1.35
2024	December	1.35	1.35	1.35

b. A statement of the comparative performance of the company's stock with the public market index and the index of the sector to which the company belongs in year 2024.

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Head Office Dubai Branch P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE Tel: (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979796 Fax: (04) 3979704 الرُكِرُ قَرَلْبِسِ " ص ب ۱۹۷۱ الشارقة (ع م عاتف ۱۹۲۱ ت (۲۰) طاكس ۱۹۲۲ ت (۲۰) هرغ دني ... ص ب ۱۹۲۲ دني (ع م عاتف : ۱۹۷۷ (۱۹) طاكس ، ۱۳۲۲۹ ت (۲۰)











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Month - Year	The Closing Price of Sharjah	The Closing of the Public
	Insurance Company	Market Index
01 – 2024	1.35	9,330.920
02 - 2024	1.72	9,118.520
03 - 2024	1.5	9,087.53
04 - 2024	1.5	8,838.520
05 – 2024	1.364	8,502.430
06 - 2024	1.364	8,761.380
07 - 2024	1.65	9,162.790
08 - 2024	1.364	9,222.470
09 – 2024	1.5	9,341.150
10 – 2024	1.5	9,262.650
11 – 2024	1.5	9,179.290
12 - 2024	1.5	9,376.970

c. A statement of the distribution of the equity of shareholders as on 31/12/2024 (individuals, companies, governments), classified as follows: Local, Gulf, Arab, and Foreign.

SN	Shareholder Classification		Percentage of	Owned Shares	
		Individuals	Companies	Government	Total
	Local	82%	18%	-	100%
	Arab		-	-	

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Head Office Duba: Branch PO Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE Tel.: (06) 5195666 Fax. (06) 5195667 Tel.: (04) 3979796 Fax. (04) 3979704 نبرگر الرئسي مرب ۱۹۲۲ الشارفة (ع مانف ۱۹۹۳ ۱۹ (۱۰) فاكس ۱۹۳۹ ۱۹۹۳ (۱۰) (۱۰) (۱۰) (۲۹۳۳ ۱۹۰۳ (۱۰) (۱۰) (۱۰) (۱۰) (۱۰) (۱۰)











Foreign	0.02%		-	0.02%
Total	82%	18%	-	100%

d. A statement of the shareholders who own 5% or more of the company's capital as on 31/12/2024, as per the following table:

SN	Name	Number of Owned Shares	Percentage of Owned Shares out of the Capital
1	Salem Abdullah Salem Al-Hosani	44,681,818 shares	30%
2	Al Salem Company Limited	26,809,550 shares	18 %
3	Mohammad Bin Ahmad Bin Saeed Al-Qassimi	7,628,395 shares	5,085 %
4	Ahmed Essa Ahmed Al-Naeem	7,802,000 shares	5.1%

e. A statement of the distribution manner of shareholders according to the size of their equity as on 31/12/2024, as per the following table:

SN	Ownership of Shares	Number of Shareholders	Number of Owned Shares	Percentage of Owned Shares out of the Capital
1	Less than 50,000	97	778,364	1%
2	From 50,000 to less than 500,000	57	12,124,801	8%
3	From 500,000 to less than 5,000,000	17	28,415,955	18,943%
4	More than 5,000,000	8	108,680,653	72%

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Head Office Dubai Branch P.O. Box 7258, Dubai, UAE

P.O. Box 792, Sharjah, UAE Tel.: (06) 5195666 Fax: (06) 5195667 Tel. (04) 3979796 Fax (04) 3979704 الركز الرئيسي حياب ١٩٦٢ الشارقة (ع م عانف ١٩٦١٥ ١٦٠) فاكس ١٩٦٥٥١٥ (١٠) هاتف : ۲۹۷۹۷۳ (٤٠) فاكس : ۲۹۷۹۷۳ (٤٠) ص، ١٩٢٨ دي اعم













- f. A statement of the actions that have been taken regarding the regulations of investor relations, with the statement of the following:
- The name of the investment relations officer:
- Contact details of investor relations (e-mail phone mobile fax)

The name of the investor relations officer:

Name of Investor Relations Officer	Mr. Mustafa Mohammed Ali Abu-Ali
E-mail	Legal@shjins.ae
Phone	06-5695657
Mobile	050-4286261
Fax	06-5695667

The link of the investor relations webpage on the company's website:

https://www.shjins.com/investor-relation

- g. A statement of the special resolutions that were presented in the General Assembly convened in 2024 and the actions taken regarding the same. None
- h. The name and date of appointment of the rapporteur of the meetings of the Board of Directors:

Mrs. Zeina Youssef - 22 April 2019.

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Head Office P.O. Box 792, Sharjah, UAE Tel.: (06) 5195666 Fax: (06) 5195667 Dubai Branch P.O. Box 7258, Dubai, UAE Tel.: (04) 3979796 Fax: (04) 3979704

لتركز الرئيسي . ص.ت ١٩٦٢ لشارقة (إ ج.م. خالف ٢٢١٥٥١٥ (٦٠) فاكس ١٩٢٥٥١٥ (١٠) ماتف ۲۲۷۲۹۳۱ (۱۰) داکس . ۱-۲۲۷۲۱ (۱۰) فرع دو ا الله ١٥٥ دو ١٥٥ دو ١٥٥













 A detailed statement of the material events and the significant disclosures encountered by the company in year 2024.

None.

 A statement of the deals closed by the company with related parties in year 2024, equaling 5% or more of the company's capital.

There are no deals that are equal to 5% or more of the company's capital.

k. A statement of the percentage of Emiratization in the Company by the end of years 2022, 2023,2024.

Year	Percentage of Emiratization	
2024	21.57 %	
2023	21.56%	
2022	14%	

 A statement of the innovative initiatives and projects undertaken by the company or that are under development in year 2023.

None.

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Head Office Dubai Branch P.O. Box 792, Sharjah, UAE P.O. Box 7258, Dubai, UAE

Tel: (06) 5195666 Fax: (06) 5195667 Tel: (04) 3979796 Fax: (04) 3979704 لرکز ارتینی میاب ۱۹۹۱ کشارشد و چار مانف ۱۳۵۲ تا ۱۳۵۰ داری (۱۳۱۰ ۱۹۵۰) فرو دی امیاب ۱۳۵۷ دی از چار مانف ۱۳۷۷۷۹۱ (۱۰) ماکس ۱۳۱۳۱۷۹۰۱













SHARJAH INSURANCE

Chairman of the Board of Head of the Head of the Head the

Directors Signature

Audit

Nomination

And Internal Control

Committee

Remuneration

Department

Signature

Committee

Signature

Date/

Date/ Date/ Date/



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Head Office Dubai Branch

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التركز الرئيسي عراب ٧٩٢. الشارفة إجام عائم عائد (١١٥٥١٥) فاكس ١٩٥١٥١١ (١٠) عرب ١٠٥١/١١١١ع - عاف ١١١١١١١١١١) فاكس ١٠١١١١١١١١

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