The Board of Directors of National General Insurance Company (PJSC) has the honor to invite the shareholders to attend the annual General Assembly meeting at 4:30 PM on Tuesday 26/03/2019 at Auditorium Room – Head office of Commercial Bank of Dubai – Deira Dubai- Near to Deira City Centre, to consider the following agenda:

1. Listen to and approve the Board of Directors’ Report on the Company’s activity and its financial position for the fiscal year ended on 31/12/2018.

2. Listen to and approve the Auditor’s Report for the fiscal year ended on 31/12/2018.

3. Discuss and approve the Company’s balance sheet and profit and loss account for the fiscal year ended on 31/12/2018.

4. Consider the Board of Directors’ proposals on the distribution of cash dividends to shareholders at a rate of 15% of the capital, i.e. 0.15 fils per share, equivalent to AED 22,493,117 for the fiscal year ended 31/12/2018.

5. Approve a proposal concerning the remuneration of the members of the Board of Directors and determine the amount thereof.

6. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2018, or remove them and file a liability action against them, as the case may be.

7. Discharge the auditors for the fiscal year ended on 31/12/2018, or remove them and file a liability action against them, as the case may be.

8. Appoint the auditors and determine their fees.

9. Elect the members of the Board of Directors.

Notes:

1. Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors under a special written proxy. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who lack capacity or competency shall be represented by their legal representatives.

2. A corporate person may delegate one of its representatives or those in charge of its management under a decision of its Board of Directors or its authorized deputy to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.

3. Shareholders registered in the Shareholders Register on 25th March 2019 shall be entitled to vote in the General Assembly meeting.
4. Shareholders registered in the shareholders register on 7th April 2019 shall be entitled to receive the dividends.

5. The shareholders can access and review the financial statements of the Company on the website of the company [www.ngi.ae](http://www.ngi.ae) & in DFM market, the Investor Rights index can also be accessed through the following link:

https://www.sca.gov.ae/Arabic/Pages/Home.aspx

6. The meeting of the General Assembly shall not be valid unless attended by shareholders who hold or represent by proxy at least (50%) of the Company’s share capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on 2nd April 2019 in the same place and time. (The second meeting shall be held after a period of not less than five (5) days and not more than fifteen (15) days from the date of the first meeting. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.