

Invitation to the Shareholders of AXA Green Crescent Insurance Company (P.J.S.C.) to Attend the Annual General Meeting of the Company

AXA Green Crescent Insurance Company (P.J.S.C.) Announce the Nomination for the Membership of the Board of Directors

The Board of Directors of AXA Green Crescent Insurance Company (P.J.S.C) is honoured to invite the shareholders of the company to attend the Assembly General Meeting that will be held on Sunday 15th April 2018 at 5:30pm at the Intercontinental Hotel – Abu Dhabi. The agenda of the Assembly General Meeting is the following:

- 1. To hear and discuss the Board of Directors' report on the company's activities and its financial position for the financial year ending 31/12/2017 and approve the same.
- 2. To hear and discuss the report of the external auditors on the company's financial year ending 31/12/2017 and approve the same.
- 3. Discuss and approve the balance sheet and profit and loss account of the company for the financial year ending 31/12/2017.
- 4. To discharge the members of the Board of Directors of the company for the financial year ending 31/12/2017 or to isolate and sue them for their liability.
- 5. To discharge the external auditors of the company for the financial year ending 31/12/2017 or to isolate and sue them for their liability.
- 6. To appoint the external auditors of the company for the year 2018 and determine their remuneration.
- 7. To elect the board members of the company.

Remarks:

- 1. Any shareholder who has the right to attend the General Assembly may delegate any person elected by such shareholder, other than a Member of the Board, under a special written proxy. A proxy of a number of shareholders shall not hold in this capacity over 5% of the capital of the company. Shareholders who are minors or interdicted shall be represented by their legal representatives.
- A corporate person may delegate to one of its representatives or those 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 General Assembly of the company. The delegated person shall have the powers as determined under the delegation decision.
- 3. The shareholders who is registered in the company's share book on Thursday 12/04/2018 has the right to vote in the General Assembly.
- 4. Shareholders can find the Financial Statements and the Corporate Governance reports of the company on the website of the Abu Dhabi Securities Exchange, and on the website of the company: www.axa-greencrescent.com
- 5. Quorum at a meeting of the General Assembly shall be attained if shareholders holding or representing by proxy at least 50% of the capital of the company are present at the meeting. Should the quorum not be attained at the first meeting, the General Assembly shall be adjourned to 22/04/2018, at the same venue and time.

The Board of Directors of AXA Green Crescent Insurance Company P.J.S.C (the Company) is honoured to notify its shareholders that the nomination for membership for its Board of Directors is opened during the period from Sunday, 25th March 2018 to Tuesday 03rd April 2018. Any candidate meeting the nomination criteria for membership of the Board of Directors may stand for election for the membership of the Board by virtue of an application submitted to the Company's management at its headquarters at Abu Dhabi, Corniche, RAK Bank Building, 16th floor.

The candidate's biography and the membership capacity, which he/she wants to run on the basis of (Executive Member - Non-Executive Director - Independent Member) should be filed together with the application.

General Conditions:

- The nomination for the membership of the Board of Directors shall be kept open for at least (10) days from the date of the announcement and that is in accordance with the requirements of Article (40) of the Board of Directors Resolution No. (7 R.M) of 2016 concerning the Standards of Institutional Discipline and Governance of Public Shareholding Companies.
- 2. The number of members required for election is nine (9) board members.
- 3. Any candidate for membership of the Board of Directors has to meet the criteria set forth by the Federal Law No. (2) of 2015 concerning Commercial Companies and the Board of Directors Resolution No. (7 R.M) of 2016 concerning the Standards of Institutional Discipline and Governance of Public Shareholding Companies and Article of Association of the company.
- 4. To attach to the candidacy application, the documents referred to in Article (41) of the decision of the Board of Directors of the Authority No. (7 R.M) for the year 2016.
- 5. After conclusion of the period allocated for nomination, the candidate shall not relinquish his/her nomination to another person.
- 6. The Company will publish the names of the candidates along with their relevant details on the bulletin board at the Company's headquarters and its website (www.axa-greencrescent.com) on Tuesday 10th April 2018.
- 7. The Securities and Commodities Authority and the market will be provided with a list of names of the candidates after closing the nomination.