

Date: 11 August 2025
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التاريخ: 11 أغسطس 2025
الإشارة: 01 / إ ج / دت / 25

M/s. Listed Companies Affairs
Abu Dhabi Securities Exchange
P.O. Box 54500 – Abu Dhabi
United Arab Emirates

السادة/ إدارة شؤون الشركات المدرجة
سوق أبوظبي للأوراق المالية
ص.ب. 54500، أبوظبي
دولة الإمارات العربية المتحدة
تحية طيبة وبعد،

Greetings,

Subject: General Assembly Meeting of Finance House PJSC

الموضوع: اجتماع الجمعية العمومية لـ "دار التمويل ش.م.ع"

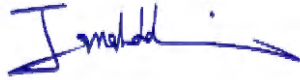
Reference to the above subject, please be advised that the General Assembly Meeting (GAM) of Finance House PJSC is scheduled to be held at 10:00 am on Friday, 12 September 2025 at Finance House Head Building, located at Hazza'a bin Zayed the 1st Street, Abu Dhabi, and electronically, to discuss enclosed Agenda.

بالإشارة إلى الموضوع أعلاه، نفيدكم علماً بأنه تقرر عقد اجتماع الجمعية العمومية لدار التمويل ش.م.ع، وذلك يوم الجمعة، الموافق 12 سبتمبر 2025 في تمام الساعة العاشرة صباحاً، في مقر شركة دار التمويل ش.م.ع، الكائن في شارع هزاع بن زايد الأول، أبوظبي، إلكترونياً عن بعد، وذلك للنظر في البنود المدرجة في جدول الأعمال المرفق.

In case of lack of quorum for the GAM, the second meeting will be held on Friday, 19 September 2025 at the same time and premises.

وفي حال عدم اكتمال النصاب القانوني لانعقاد الجمعية العمومية سوف يعقد الاجتماع الثاني يوم الجمعة الموافق 19 سبتمبر 2025 في نفس المكان والزمان.

Sincerely,



Fatima Ayad Jamaluddin
Secretary to the Board of Directors

وتفضلوا بقبول فائق الاحترام والتقدير،،،

فاطمة اياد جمال الدين
مقرر مجلس الإدارة

Attachments:

- The General Assembly Meeting's Invitation;
- Proposed text to amend the Articles of Association.

المرفقات:

- مسودة الدعوة لحضور اجتماع الجمعية العمومية،
- مقترح تعديل عقد التأسيس.

Invitation to attend the General Assembly Meeting of Finance House PJSC

The Board of Directors of Finance House PJSC (the “**Company**”) has the honor to invite the shareholders to attend the General Assembly Meeting of the Company at the Company’s Head Office located in Hazza’a bin Zayed the 1st Street., Abu Dhabi, personally or virtually by Video Conference on 12 September 2025 on 10:00 AM to consider and take appropriate resolution regarding the following agenda:

1. Special Resolution:
Amendment of the Articles of Association.

Notes:

1. Shareholders can vote on decisions through the following online link:
<http://www.fh.ae/GAM2025/Attendance.htm>
2. The meetings of the General Assembly are to be held at the Company's headquarters on the day and hour specified in the Invitation to shareholders, in the presence of the Board of Directors, the Auditor, the Registrar, the secretary of the meeting and the collector of votes. The presence of the shareholders shall be through electronic or personal participation.
3. To inquire about registration and voting procedures, please visit the Market's website at www.adx.ae or contact the Company's Investor Relations at 02-6194455 and/or email: registrar@fh.ae
4. Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors or the staff of the Company, or securities brokerage company, or its employees, to attend on his behalf as per a written proxy stating expressly that the proxy has the right to attend the General Assembly and vote on its decisions. 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.
5. The shareholder signature on the proxy referred to hereinabove shall be the signature attested by any of the following entities in line with articles 1 and 2 of article 40 of the Corporate Governance Guidelines:
 - A. Notary Public;
 - B. Chamber of Commerce or Department of Economic Development;
 - C. Bank or licensed company in the UAE, provided that the shareholder holds an account with any of them; or
 - D. Any other entity licensed to perform attestation works.
6. 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.
7. The shareholder shall grant proxy to the appointed representative by filling out the form of proxy attached to this Invitation and sending it to the Company at least 5 days before the scheduled General Assembly Meeting.
8. 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 Friday, 19 September 2025 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.
9. Special Resolution: is a resolution passed by majority vote of the shareholders who hold at least 3/4 of the shares represented in the General Assembly meeting of a joint-stock company.

10. Shareholders registered in the Shareholders Register on Thursday, 11 September 2025 shall be entitled to vote in the General Assembly meeting and to register on the electronic system. In the event that the quorum is not achieved, the right to vote during the second General Assembly meeting shall be for registered shareholders as on Thursday, 18 September 2025.
11. Shareholders registered in the shareholders Register on Tuesday, 23 September 2025 shall be entitled to receive the dividends. In the event that no quorum was achieved, the shareholders registered in the shareholders register on Tuesday, 30 September 2025 shall be entitled to receive the dividends in case the second General Assembly meeting was convened on the aforementioned date.
12. The shareholders can access and review the draft Amendment to the AOA on the Company's website at www.fh.ae or on the website of Abu Dhabi Securities Exchange at www.adx.ae
13. You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link:
[Minority Investor Protection | Regulations | Securities and Commodities Authority](#)
14. Shareholders should update their contact details and addresses at the financial market on which the Company's shares are listed to ensure that dividends are received in the most appropriate manner, since if dividends are distributed, the same will be done through the financial market.

Special Power of Attorney

To: Chairman of Finance House PJSC

After greetings,

I/We _____, in my/our capacity as shareholder/(s) of Finance House PJSC, do hereby declare that I/we have appointed and nominated:

Mr./Mrs.: _____, Emirates ID No. _____,

as my/our attorney to attend and vote on my/our behalf in Finance House's shareholders' General Meeting intended to be held at 10:00 AM on Friday, 12/09/2025 or any other date to which such meeting is postponed and vote on my behalf/on behalf of me/on behalf of us on all items on the Agenda of the General Assembly and a vote on any new item that may be on its agenda during the meeting in line with article (182/2) of Decree No. (32) of 2021 on Commercial Companies.

Investor Number: _____

Signature: _____

Phone/Mobile Number: _____

Attestation: _____ Date: _____

Proposed Draft Amendment to Finance House PJSC' Articles of Association

The Current Articles of Association	The Amended Articles of Association	Notes
Articles of Association Of "Finance House" (Public Joint Stock Company)	Articles of Association Of "Finance House" (Public Joint Stock Company)	
Article (7) Share Ownership	Article (7) Share Ownership	
7-1 All shares of the Company are nominal. However, the percentage of shares owned by nationals of the United Arab Emirates must not be less than eighty percent (80%) of the Company's total paid-up capital. The term "nationals of the United Arab Emirates" shall be limited to natural persons holding UAE nationality and to companies and institutions incorporated in the UAE, or entities, authorities, or companies wholly owned by the federal government, any of its Emirates, or any of their departments, authorities, or companies.	7-1 All shares of the Company are nominal and may be owned by any natural or legal person. However, the percentage of shares owned by nationals of the United Arab Emirates must not be less than sixty percent (60%) of the Company's total paid-up capital. The term "nationals of the United Arab Emirates" shall be limited to natural persons holding UAE nationality and to companies and institutions incorporated in the UAE, or entities, authorities, or companies wholly owned by the federal government, any of its Emirates, or any of their departments, authorities, or companies.	Emphasizing that the shares may be owned by any natural or juridical person, as well as modifying the shareholding percentage of natural and legal persons holding UAE nationality to 60%.
Chapter IV Article (17) Election of the Directors	Chapter IV Article (17) Election of the Directors	
17-1 The company shall be managed by a Board of Directors consisting of seven (7) members who shall be elected by the general assembly through accumulative secret voting. In all cases, all members of the Board, including the board's chairman, shall be citizens of the UAE.	17-1 The company shall be managed by a Board of Directors composed of seven (7) members elected by the General Assembly through cumulative secret voting. The number of Board members who are UAE nationals must not be less than five (5), and the number of non-UAE national members must not exceed two (2), provided that the Chairman of the Board of Directors shall also be a national of the United Arab Emirates. 17-2 In the event that more than two (2) non-UAE national candidates receive a number of votes qualifying them for election to the Board of Directors based on the voting results, the excess non-UAE national candidates beyond the maximum limit (two) shall be excluded, and the seat(s) vacated by the excluded non-UAE national candidates shall be awarded to the next closest UAE national candidate(s) who received the highest number of votes directly below those excluded, in order to ensure compliance with the maximum limit permitted for non-national Board membership pursuant to Article 17-1.	The position of the number 7 was changed and placed in parentheses after the number written in words (Arabic version), and the nationality requirement for board membership was also amended to five versus two. A new article 17-2 is introduced to manage this structure.