

Announcement of the Opening of Nominations for Membership of the Board of Directors of Ezdan Holding Group (Qatari Public Shareholding Company)

Respected Shareholders,

In accordance with the provisions of Companies Law No. (11) of 2015, as amended by Law No. (8) of 2021, the Corporate Governance Code for Companies Listed on the Main Market No. (5) of 2016, and the Articles of Association of Ezdan Holding Group, the Group hereby announces the opening of the nomination period for membership of the Board of Directors for the three-year term (2025-2027). A total of seven (7) seats are available, including three (3) seats designated for independent members. The nomination period shall commence on Sunday, 16 March 2025, and will remain open until Thursday, 20 March 2025, at 1:00 PM.

Any individual or shareholder meeting the eligibility criteria and wishing to nominate themselves for membership of the Board of Directors for the upcoming term (2025-2027) must collect, complete, and submit the nomination application, which is available at the company's headquarters located at Ezdan Towers, Dafna, between 9:00 AM and 1:00 PM. The completed application, along with all required supporting documents, must be submitted to the Group before the deadline.

It should be noted that the election of the new Board members will take place during the Ordinary General Assembly Meeting for the financial year ending on 31 December 2024, the date of which will be announced in due course.

Eligibility Criteria for Board Membership

1. The candidate must be at least twenty-one (21) years old and possess full legal capacity.
2. The candidate must not have a prior conviction for any criminal offence, including offences related to dishonesty, breach of trust, or any violation specified under Articles (334) and (335) of the Commercial Companies Law No. 11 of 2015.
Furthermore, the candidate must not have been declared bankrupt, unless they have since been legally rehabilitated in accordance with applicable laws.
3. The candidate must be a shareholder and must own at least 100,000 shares of the company either at the time of election or within thirty (30) days from the date of election. These shares must be deposited with the designated depository within sixty (60) days from the commencement of their membership. These shares shall remain non-transferable, non-mortgageable, and non-seizable until the end of the term of membership and the approval of the financial statements for the last financial year during which the member served. The purpose of this requirement is to guarantee the rights of the company, shareholders, creditors, and third parties concerning the liability of Board members. Failure to comply with this requirement shall result in the annulment of the membership. Independent members are exempt from this requirement.

Eligibility Criteria for Independent Board Membership

An independent board member is defined as a member who maintains complete independence. Circumstances that compromise independence include, but are not limited to, the following:

1. Owning at least 1% of the company's shares or shares in any of its subsidiaries.
2. Representing a legal entity that owns at least 5% of the company's shares or shares in any of its subsidiaries.
3. Holding a senior executive position within the company or any of its subsidiaries during the year preceding the board elections.
4. Having a first-degree relationship with any member of the board or the senior executive management of the company or any of its subsidiaries.
5. Serving as a board member in any company within the Group.
6. Being employed, during the two years preceding the board elections, by any party related to the company or any of its subsidiaries, including external auditors, major suppliers, or entities in which the candidate has a controlling interest.

7. Having direct or indirect commercial dealings with the company or any of its subsidiaries within the two years preceding the board elections.

Required Documents for Nomination

First: Natural Persons (Individual Candidates)

1. A nomination application, duly completed and signed, including all required declarations and undertakings.
2. Proof of identity, such as a Qatari ID card for Qatari nationals or a passport for non-Qataris.
3. A valid Certificate of Good Conduct and Behavior upon submission in accordance with system requirements or a declaration by the candidate to submit it immediately upon the announcement of their victory.
4. A recent certificate of share ownership as a guarantee for board membership for non-independent candidates, or a declaration by the candidate confirming the deposit of the required shares with the designated depository within the legally specified timeframe.
5. A declaration of non-duplication of positions, in accordance with Article (7) of the Corporate Governance Code for Companies Listed on the Main and Second Markets.
6. An updated and detailed curriculum vitae (CV).

Second: Legal Entities (Corporate Candidates)

In addition to the documents required for individual candidates, corporate nominees must also submit:

1. A nomination application, duly completed and signed, including all required declarations and undertakings.
2. A valid commercial registration certificate or an equivalent document.
3. A valid establishment registration card.
4. A recent certificate of share ownership as a guarantee for board membership for non-independent candidates, or a declaration by the candidate confirming the deposit of the required shares with the designated depository within the legally specified timeframe.
5. A declaration of non-holding of concurrent positions, in accordance with Article (7) of the Corporate Governance Code for Listed Companies and Legal Entities on the Main and Second Markets.

For further inquiries, please contact the following numbers: 44334272 – 44334273