

Notice of Convocation

Notice of Convocation of Ezdan Holding Group Ordinary and Extraordinary General Assembly Meetings

The Board of Directors of Ezdan Holding Group is pleased to invite the esteemed shareholders to attend the **Ordinary and Extraordinary General Assembly Meetings**, scheduled to be held on **Sunday, April 20, 2025, at 4:00 PM** at **Ezdan Hotel – West Bay**, with the option for online attendance via **ZOOM**.

In the event that the quorum is not met, the alternative meeting will be held on **Sunday, April 27, 2025, at 4:00 PM** at the same venue, with electronic attendance available via **ZOOM**.

The agenda for both meetings is as follows:

First: Matters on the agenda of the Ordinary General Assembly Meeting for the Fiscal Year Ended on December 31, 2024

1. **Opening keynote** by His Excellency the Chairman of the Board, followed by the Board of Directors' report on the Group's activities and financial position for the fiscal year ended December 31, 2024, and the presentation of the Group's future plan for 2025.
2. **Discussion of the External Auditors' Report** on the Company's balance sheet and financial position for the fiscal year ended December 31, 2024.
3. **Discussion and approval** of the Group's annual general budget and the profit and loss account for the fiscal year ended December 31, 2024.
4. **Discussion of the Board's recommendation** not to distribute cash dividends to shareholders.
5. **Discussion and approval** of the Group's Corporate Governance Report for the year 2024.
6. **Discussion of the auditors' report** on the requirements of **Article (24)** of the Corporate Governance Code for Companies and Legal Entities Listed on the Main Market, issued by **Qatar Financial Markets Authority (QFMA) Decision No. (5) of 2016**.
7. **Consideration of discharging** the Board of Directors' members from liability for the fiscal year ended December 31, 2024.
8. **Approval of the Remuneration Policy** in accordance with **Article (8)** of the Corporate Governance Code for Listed Companies.
9. **Discussion of the purchase offers received** for **Ezdan 40 Complex**, which was offered for sale based on evaluations by accredited appraisers, in implementation of the **Ordinary General Assembly's resolution dated July 15, 2024**, to sell certain investment properties.
10. **Election of (7) members** of the Board of Directors for the upcoming **three-year term (2025-2027)**.
11. **Presentation of the tender process** regarding the appointment of an External Auditor for the Group for the fiscal year 2025 and determination of their fees.

Second: Matters on the Agenda of the Extraordinary General Assembly Meeting

1. Consideration of the Board of Directors' recommendation to amend the Articles of Association by adding a provision allowing the Board to distribute interim dividends during the fiscal year, in line with Qatar Financial Markets Authority (QFMA) Board Decision No. (3) of 2023 regarding dividend distribution in listed joint-stock companies and based on the financial results achieved during such periods.
2. Consideration of the Board of Directors' recommendation to amend the Articles of Association by adding real estate trading (buying and selling of properties) to the Company's activities.
3. **Authorize the Chairman of the Board or his deputy to sign the amended Articles of Association before official authorities in accordance with the resolution of the Extraordinary General Assembly.**

Attendance and Voting Procedures

1. **Shareholders wishing to attend virtually** must submit a participation request via **email** to the following address: alphaqatar2020@gmail.com, at least **two hours before** the meeting. The email must include the following details:
 - **Shareholder number**
 - **Copy of personal ID**
 - **Mobile number**
 - **Copy of the authorization/power of attorney** and supporting documents for representatives of individuals and legal entities.
2. **A virtual participation link** will be sent electronically to shareholders who have submitted their information correctly, enabling them to participate in discussions and vote on the agenda.
3. **Each shareholder has the right** to attend the General Assembly meetings and has a number of votes equal to the number of shares they hold. Resolutions shall be passed by an absolute majority of the shares represented at the meeting.
4. **Minors and legally incapacitated persons** shall be represented by their legal guardians.
5. **Proxy representation is permitted**, provided that:
 - The proxy is a shareholder.
 - The power of attorney is **specific and in writing**.
 - A shareholder **may not appoint a member of the Board of Directors as their proxy**.

- A proxy **may not represent shares exceeding (5%)** of the Company's share capital.
6. **Shareholders participating in the Board election** must attend the meeting venue **in person** to cast their secret votes in the ballot box.

Chairman's Speech

H.E. Sheikh Thani bin Abdullah Al Thani

Chairman of the Board of Directors of Ezdan Holding Group