

BHM Capital Financial Services P.S.C
Resolutions of General Assembly Meeting

Date	02 January 2025
Name of the Listed Company	BHM Capital Financial Services P.S.C
Date and day of the meeting	Tuesday 31 December 2024
The starting time of the meeting	11:00 AM
The ending time of the meeting	12:00 PM
Venue of the meeting	Online
Chair of the General Assembly Meeting	Mr. Alhur Mohammed Hamad Alsuwaidi
Quorum of the total attendance (percentage of capital)	84.93%
Distributed as follows:	
Personal attendance rate (%)	
▪ Authenticity (%)	6.84%
▪ Proxy (%)	78.08%
Attendance through electronic voting (%)	84.93%
Decisions and Resolutions of the General Assembly meeting	<ol style="list-style-type: none"> 1. Approval and ratification of the resignation of the Board of Directors members and discharging them from liability. 2. Special Resolution: Approval and ratification to amend Article (19) of Chapter Four of the Company's Articles of Association to increase the number of Board of Directors members from (5) five to (7) seven members. 3. Election of the following members to the company's Board of Directors to complete the term of the resigned board:



	<ul style="list-style-type: none">• Shaikh Dr. Ammar Nasser Ahmad Nasser Almualla• Dr. Abdulrahman Mahmoud Abdulrahman Mohammed Al Afeefi• Mr. Abdulrahman Marwan Ahmad Majid Al Ghurair• Engineer. Abdulla Subhi Ahmed Atatreh• Mr. Mustafa Ghazi Kheriba• Mr. Zaid Farid Abdo Nassif• Mr. Joseph Labash
4.	Approval and ratification of the resignation of KPMG as the external auditor of the company due to their inability to continue performing their duties as the company's auditor due to the significant expansion in the company's business scope following the acquisition of Al-Waqan Capital, which necessitated a major change in the scope and nature of tasks required.
5.	Approval and ratification to appoint Grant Thornton as a new auditor for the company to complete the term of the resigned auditor for the fascial year ending on 31/12/2024 and determining their fees.
6.	Special Resolution: Approval and ratification to add a clause to the Articles of Association of the company to apply the principles of Islamic Sharia to the company's activities and forming a committee an Internal Shari'ah Supervisory Committee for the company.
7.	Approval and ratification to appoint the following members to the company's Internal Sharia Supervisory Committee:



	<ul style="list-style-type: none">• Mr. Abdalnaser Ahmed Ebrahim Almannae Altamimi• Dr. Taha Al-Tayeb Ahmed• Mr. Azizur Rahman Mushtaque Ahmad <p>8. Special Resolution: Approval and ratification to amend the General Assembly's decision dated 26/08/2024 regarding the company's acquisition of Al-Waqn Capital Investment LLC and the increase of capital and issuance of new shares in the company to the shareholders of Al-Waqn Capital Investment LLC, to read as follows: Approval and ratification of the Company's acquisition of Al Waqan Capital Investment LLC in exchange for issuing new shares calculated based on the nominal value in favour of the shareholders of Al Waqan Capital Investment LLC or the actual beneficial owners as the case may be, At a value equal to the average of the fair value assessment range according to the valuation report approved by the regulatory authorities and bodies in accordance with the applicable procedures, provided that the value of the capital increase resulting from the acquisition does not exceed AED 4,850,000,000 (four billion eight hundred and fifty million) as a maximum, and continue to authorize the Board of Directors of the Company, or any person authorized by the Board of Directors, with the necessary powers to implement the decisions and procedures related to the acquisition process and follow up with the regulatory authorities.</p> <p>9. Special Resolution: Approval and ratification to amend the General Assembly's decision dated</p>
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	<p>26/08/2024 regarding the amendment of Article (7) of the company's Articles of Association as follows:</p> <p>Approval and ratification of the amendment to Article (7) of the Company's Articles of Association, such that, upon the completion of the acquisition process, the Company's capital shall be equal to the total current capital, plus the increase resulting from the acquisition process, and shall be distributed over a number of shares calculated at a nominal value of AED 1 per share, fully paid.</p>
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Best Regards,

Abdel Hadi Al Sa'di
Chief Executive Officer

