

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

|   |  |
|---|--|
| Date  | 22/04/2025   |
| Name of the Listed Company                                | BHM Capital Financial Services P.S.C   |
| Date and day of the meeting                               | 21/04/2025   |
| The starting time of the meeting                          | 11:00 AM   |
| The ending time of the meeting                            | 12:10 PM   |
| Venue of the meeting                                      | Online   |
| Chair of the General Assembly Meeting                     | Shiekh Dr. Ammar Nasser Almualla   |
| Quorum of the total attendance (percentage of capital)    | 72.62%   |
| Distributed as follows:                                   |  |
| ▪ Authenticity (%)  | 5.87%  |
| ▪ Proxy (%)   | 66.74%   |
| Attendance through electronic voting (%)                  | 72.62%   |
| Decisions and Resolutions of the General Assembly meeting | <ol style="list-style-type: none"> <li>1. It was resolved to approve the Board of Directors' report on the company's activities and financial position for the fiscal year ended 31 December 2024.</li> <li>2. It was resolved to approve the external auditor's report for the fiscal year ended 31 December 2024.</li> <li>3. It was resolved to approve the balance sheet and the profit and loss account for the fiscal year ended 31 December 2024.</li> <li>4. It was resolved to discharge the members of the Board of Directors from liability for the fiscal year ended 31 December 2024.</li> <li>5. It was resolved to discharge the external auditor from liability for the fiscal year ended 31 December 2024.</li> </ol> |

|  |   |
|--|---|
|  | <p>6. It was resolved to defer voting on agenda item seven of the agenda regarding the appointment of the Chairman, Vice-Chairman, and Controller of the Internal Shari'a Supervision Committee until a qualified candidate meeting the required criteria is available, to be presented to the General Assembly for approval at a later date.</p> <p>7. It was resolved to approve the appointment of Grant Thornton as the company's external auditor for the fiscal year 2025 and determination of their remuneration.</p> <p>8. Special Resolution: It was resolved to approve the Board of Directors' recommendation to distribute dividends to shareholders in the form of bonus shares, totalling 15.3196% of the company's current paid-up capital, through the issuance of 26,568,932 bonus shares, resulting in an increased capital of AED 200,000,000, up from AED 173,431,068 prior to the increase, and to amend Article (7) of the company's Articles of Association to reflect the capital increase.</p> <p>9. It was resolved to approve the Board of Directors' recommendation to grant remuneration to Board members and determination of its amount.</p> <p>10. Special Resolution: It was resolved to approve the Board of Directors' recommendation to increase the company's share capital by AED 200,000,000, bringing the total share capital to AED 400,000,000, and to amend Article (7) of the company's Articles of Association accordingly. Further, it was also resolved to postpone the acquisition of Alwaqn Capital Investment until further consideration by the General Assembly.</p> <p>11. Special Resolution: It was resolved to approve the Board of Directors' recommendation regarding the company's share buyback program, which allows the company to purchase up to 10% of its share capital, subject to completion of all necessary procedures and obtaining approvals from relevant regulatory authorities.</p> |
|--|---|

|  |   |
|--|---|
|  | <p>12. Special Resolution: It was resolved to approve the amendment of Article (25) of the company's Articles of Association to allow participation in Board of Directors' meetings via modern technological means, including audio and video conferencing tools.</p> <p>13. Special Resolution: It was resolved to approve the amendment of Article (35) of the company's Articles of Association to state that notices to convene the General Assembly shall be issued via disclosure on the Dubai Financial Market and through email, in accordance with the applicable Commercial Companies Law of the United Arab Emirates.</p> <p>14. It was resolved to approve the appointment of Dr. Maryam Buti Alsuwaidi as a member of the Board of Directors in replacement of the resigned member, Eng. Abdullah Sobhi Ahmad Atatreh, for the remainder of his term.</p> <p>15. It was resolved to authorize the Board of Directors, or whomever it delegates, to take all necessary authorities to implement the resolutions passed in this meeting.</p> |
|--|---|

Best Regards,



Abdel Hadi Al Sa'di  
Chief Executive Officer

