

Abu Dhabi Ship Building Company (PJSC)
Invitation to Attend the General Assembly Meeting

The Board of Directors of Abu Dhabi Ship Building (ADSB) PJSC is pleased to invite our valued shareholders to attend the General Assembly Meeting, scheduled for **Monday, January 26, 2026, at 10:00 AM**. The meeting will be held **in person at the Company's headquarters in the Mussafah Industrial Area, Abu Dhabi (P.O. Box 8922)**. Shareholders also have the option to participate and vote remotely via video conferencing technology.

Following registration, shareholders will be provided with the meeting access link via SMS or email to consider the following agenda:

Special Resolutions

1. Approval of the related-party transaction exceeding 5% of the Company's capital, between **Abu Dhabi Ship Building Company** and **EDGE Commercial LLC**, concerning the construction of **8 Falaj-class ships, each 62 meters in length, for the Kuwait Ministry of Defense**, with a total value of **USD 1,891,330,200.00 (One billion eight hundred ninety-one million three hundred thirty thousand two hundred U.S. dollars only)**, including all related contractual matters.
2. Authorization of the Board of Directors and/or any person delegated by the Board to represent the Company and act on its behalf to approve the shareholders' resolutions and take any actions necessary to implement the special resolutions approved by the General Assembly in this meeting.

Notes:

1. Any shareholder entitled to attend the General Assembly may appoint a proxy of their choice who is not a member of the Board of Directors, an employee of the Company, or an employee of a securities brokerage firm, through a written power of attorney explicitly granting the proxy the right to attend the General Assembly and vote on its resolutions. A proxy may not represent more than 5% of the Company's capital in this capacity. Legal representatives of shareholders who are minors or legally incapacitated may act as proxies on their behalf, subject to the conditions of Clauses 1 and 2 of Article 40 of the Board Chairman's Resolution No. (3/R.M) of 2020 regarding the Adoption of the Corporate Governance Guidelines for Public Joint Stock Companies. Please refer to the disclosure attached to this invitation regarding proxy acceptance.
2. A legal entity may authorize one of its representatives or executive officers, pursuant to a board resolution or equivalent, to represent it in the Company's General Assembly. The authorized representative shall have the powers specified in the delegation. Kindly send the power of attorney and any supporting documents via email to: CapitalMarketsTeam@adcb.com, including your name and mobile phone number to receive the registration SMS.
3. Shareholders may register to attend the meeting and vote on the resolutions through the electronic link: www.smartgm.ae.

3. Online registration for shareholders wishing to attend and participate remotely will open on **Friday, 23 January 2026, at 10:00 AM** and close on **Monday, 26 January 2026, at 10:00 AM**, via the electronic link: www.smartgm.ae.
4. Shareholders registered in the Company's Shareholders Register as of **Friday, 23 January 2026** shall be entitled to vote at the General Assembly meeting.
5. The General Assembly meeting shall be valid only if shareholders holding or representing at least **50% of the Company's capital** are present. If quorum is not met at the first meeting, a second meeting will be held on **Monday, 2 February 2026**, at the same place and time. The quorum for the adjourned meeting shall be deemed complete regardless of the number of shareholders present.
6. **Special Resolution:** A resolution passed by the majority of shareholders representing **at least three-quarters (75%) of the shares** represented at the General Assembly meeting.
7. Shareholders may review the Company's audited financial statements and Board of Directors' report on the Company's website and the Abu Dhabi Securities Exchange website: www.adx.ae.
8. The Investors' Rights Guide can be accessed via the following link: <https://www.sca.gov.ae/ar/awareness/publications/guidelines.aspx>

Board of Directors



إفصاح توضيحي بشأن اعتماد التوكيلات



بناءً على متطلبات البندين ١ و ٢ من المادة رقم ٤٠ من دليل حوكمة الشركات المساهمة العامة الصادر من هيئة الأوراق المالية والسلع، نود أن نلفت السادة المساهمين إلى ما يلي:

الوكلاء المفوضين عن المساهمين:

١. يجوز لمن له حق حضور الجمعية العمومية أن ينيب عنه من يختاره من غير أعضاء مجلس الإدارة أو العاملين بالشركة أو شركة وساطة في الأوراق المالية أو العاملين بها بمقتضى توكيل خاص ثابت بالكتابة ينص صراحة على حق الوكيل في حضور اجتماعات الجمعية العمومية والتصويت على قراراتها ويجب ألا يكون الوكيل - لعدد من المساهمين - حائزاً بهذه الصفة على أكثر من (٥%) من رأس مال الشركة المصدر. ويمثل ناقص الأهلية وفاقديها النائبون عنهم قانوناً.
٢. يتعين أن يكون توقيع المساهم الوارد في الوكالة المشار إليها في البند (١) هو التوقيع المعتمد من/لدى أحد الجهات التالية، وعلى الشركة اتخاذ الإجراءات اللازمة للتحقق من ذلك.
 - أ . الكاتب العدل
 - ب . غرفة تجارة أو دائرة اقتصادية بالدولة
 - ج . بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما
 - د . أي جهة أخرى مرخص لها القيام بأعمال التوثيق
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر للمساهم.
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

الوكلاء المفوضين عن الشخص الاعتباري

١. يجوز للشخص الاعتباري تفويض أحد ممثليه أو المسؤولين عن إدارته بموجب قرار صادر عن مجلس إدارته أو أي كيان مماثل.
٢. يجب أن يتم توقيع خطاب التفويض أو النموذج من قبل المفوض بالتوقيع عن الشخص الاعتباري وتقديم المستند الداعم مثل التوكيل الرسمي والرخصة التجارية وما إلى ذلك.
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
 - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

CLARIFYING DISCLOSURE REGARDING THE APPROVAL OF AGENCIES

According to Clauses (1) & (2) of Article (40) of the Governance Guide for Public Shareholding Companies issued by the Securities and Commodities Authority, we would like to inform the shareholders of the following:

Individual Proxyholder:

1. Any shareholder who has the right to attend the General Assembly may delegate someone from other than the Board members or the staff of the company, or securities brokerage company, or its employees, to attend on his behalf as per a written delegation stating expressly that the agent has the right to attend the General Assembly and vote on its decision. A delegated person for a number of shareholders shall not have more than (5%) of the company issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives.
2. The shareholder signature on the power of attorney referred in Clause No. (1) shall be the signature approved by any of the following entities:
 - a - Notary Public
 - b - Commercial chamber or economic department in the state
 - c - Bank or company licensed in the state, provided that the agent shall have an account with any of them.
 - d - Any other entity licensed to perform attestation works.
3. In addition to the above please, provide the following:
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the shareholder
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.

Corporate Proxyholder

1. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity.
2. The delegation letter or form should be signed by an authorized signatory and provide the supporting document such as POA, Trade License etc.
3. In addition to the above please, provide the following:
 - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.