

**Invitation to Attend the General Assembly of
SHUAA Capital (Public Shareholding Company)**

The Board of Directors of SHUAA Capital psc (the "Company") is pleased to invite the shareholders to attend remotely through electronic participation and without physical attendance the Annual General Assembly to be held on Thursday, 22 April 2021 at 3:00 pm, to discuss the following agenda:

FIRST - ORDINARY RESOLUTIONS

1. Consider and approve the Board of Directors' report in respect of the activity and financial position of the Company for the financial year ending 31 December 2020.
2. Consider and approve the Auditor's report for the financial year ending 31 December 2020.
3. Discuss and approve the Company's balance sheet and income statement for the financial year ending 31 December 2020.
4. Approve the recommendation of the Board of Directors regarding the distribution of cash dividends for the financial year ending 31 December 2020, of 3 fils per share totaling AED 76.07 million (3% of the Company's share capital),
5. Ratify the appointment of Mr. Murshed Abdo Murshed Alredaini as a board member for a period ending with the expiry of the term of the current Board on March 2021.
6. Absolve current and previous board members from any liability for the financial year ending 31 December 2020.
7. Approve the recommendation of the Board of Directors on the payment of the annual remuneration of the Board members for the financial year ending 31 December 2020 and its determination.
8. Absolve the Auditors from any liability for the financial year ending 31 December 2020.
9. Appoint External Auditors for the financial year ending 31 December 2021 and determine their fees.
10. Election of the Company's Board members.

11. Approve to granting a one-year permission to the new Board of Directors to carry out activities competing with or related to the Company's activities under paragraph (3) of article (152) of the Federal Law No. (2) of 2015.
12. Approve the appointment of the shareholders' representatives and define their fees, or authorize the Board of the Company to do so, according to the requirements set forth in paragraph (4) of article (40) of the chairman of the Securities and Commodities Authority's board of directors' decision no. (3/ R.M) of 2020 concerning approval of joint stock companies governance guide
13. Presenting the Company's dividends policy to the shareholders.

SECOND - SPECIAL RESOLUTIONS

Approval of the amendment and restatement of articles number (15, 17, 27, 30, 33, 37, 42, 46, 47, 49, 50, 63) of the Company's Articles of Association, to comply with the provisions of Federal Decree Law No. 26 of 2020 concerning amendments to the commercial companies Federal Law No. 2 of 2015, provided that the shareholders will vote on each item separately during the Company's General Assembly

General Notes:

1. As per the Securities and Commodities Authority's guidelines, shareholders of the Company attending virtually have to register electronically to be able to vote on the items of the general assembly. Registration will be opened on Wednesday 21 April 2021 at 3:00 pm and will be closed on Thursday 22 April 2021 at 3:00 pm. Shareholders can register by visiting the site www.smartagm.ae. Proxy holders must send a copy of the proxies to the following email address is@bankfab.com along with name/mobile number to receive a SMS for registration.
2. The meetings of the General Assembly shall be held on the day and hour mentioned in the shareholders' invitation, in the presence of the Board of Directors, the auditor, the registrar, the rapporteur and the votes collector. Attendance of the shareholders shall be through electronic participation and without physical attendance
3. Each shareholder who has the right to attend the General Assembly, may delegate any person other than a member of the Board of Directors of the Company, its employees, a securities brokerage company or its employees under a special written proxy. In such capacity, no proxy may represent more than 5% of the share capital of the Company. Shareholders who are minors or interdicted shall be represented by

their legal representatives (provided that the requirements set forth in paragraph 1 and 2 of Article No. (40) of the Securities and Commodities Authority's Board Chairman Decision No. (3 / R.M) of the year 2020 concerning approval of joint stock companies governance guide are complied with). Procedures for approving a proxy can be viewed through the disclosure published on the Company's page at Dubai Financial Market website.

4. 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 to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation resolution.
5. Shareholders registered in the shareholders register on Wednesday 21 April 2021 shall be entitled to vote during the meeting of the General Assembly.
6. Shareholders shall have access to the financial statements of the Company, corporate governance report and the Company's articles of association before and after the amendments and any documents related to the General Assembly on the Dubai Financial Market website: www.dfm.ae and the Company's website: www.shuaa.com.
7. Quorum at a meeting of the General Assembly shall be met if shareholders holding or representing by proxy at least (50%) of the share capital of the Company are present at the meeting. If quorum is not met at the first meeting, the General Assembly shall be adjourned to 28 April 2021 remotely / electronically. Noting that the second meeting is held after at least five (5) days, but not in excess of fifteen (15) days from the date of the first meeting. Quorum at the adjourned meeting shall be present irrespective of the number of the present shareholders.
8. The Special Resolution: It is the decision taken by the votes of shareholders who own no less than three quarters of the shares present or represented at the General Assembly meeting of the Company.
9. You can view the guide on investor rights in securities, which is available on the main page of the authority's official website, according to the following link
<https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>