

Date: 24/7/2023

In the name of Allah, the Most Gracious, the Most Merciful.

Minutes of Meeting of the Extraordinary General Assembly held in Doha.

Monday evening 24-July-2023



At 4:00 PM on Monday, July 24, 2023, the Extraordinary General Assembly of Investment Holdings Company W.L.L held its meeting either through modern communication means (Zoom application) or in-person attendance by the shareholders and the following members of the board of directors:

Mr/ Mohamed Moataz Mohamed Raslan Al-Khayyat	CEO
Mr/ Ramez Mohamed Raslan Al-Khayyat	Vice chairman of the board
Mr/ Khaled Ghanem Sultan El-Hodayfy Al-Kawary	Board member
Mr/ Hamad Ghanem Sultan El-Hodayfy Al-Kawary	Board member
Sheikh / Sahiem ben-AbdelAziz Al-Thani	Board member
Mr/ Abdullah Darwish Al-Darwish	Board member
Mr/ Ibrahim Abdullah Al-Abdullah	Board member
Mr/ Iyad Ihsan Abdelrahem (representing Urbacon for trading and contracting)	Board member/Managing member
Mr/ Mohamed Mohamed Sadek Al-dwamnah Haynes Holding)	Board member (representing

And the following members didn't attend the meeting

Dr/ Buthaina Hassan Al-Ansary	Board member
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The meeting was attended by the following gentlemen:

Mr/ Mubarak Al-mery representing the Companies Affairs Management at the Ministry of Commerce and Industry.

Mr/Hany Makhamreh and Mr/ Ahmed Makhamreh, representing the gentlemen at Russell Bedford - Record of the auditors (275) – Company's auditor

The mentioned shareholders in the attendance sheet and the representatives constitute 83.74% of the company's capital.

The meeting administration:

The meeting was chaired by Mr. Mohammed Moataz Al-Khayyat as the Chairman of the Board of Directors. Mr. Hassan Murad Agha was appointed as the Secretary and Rapporteur of the meeting after the approval of the General Assembly. The independent auditors of the company, Mr. Russell Bedford, represented by Mr. Hani Makhamreh and Mr. Ahmed Makhamreh, were present and confirmed. The meeting administration included the collection and verification of votes by Mr. Russell Bedford, the independent auditors of the company.

Announcement of the Legal Quorum:

Russell Bedford, the auditors, announced the completion of the legal quorum for the validity of the Extraordinary General Assembly meeting, in accordance with the provisions of Article (66) of the company's Articles of Association. The total number of represented shares in the meeting amounted to (2,850,652,419 shares), representing 83.74% of the capital, including 2,095,345,537 shares in person and 755,306,882 shares by proxy. This constitutes the legal quorum for the validity of the Extraordinary General Assembly meeting, in accordance with the provisions of Article 139 of the Commercial Companies Law.

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Commencement of the meeting:

The Chairman of the meeting, Mr. Moataz Al-Khayyat, welcomed the members of the Board of Directors, representatives of the Ministry of Commerce and Industry's Companies Affairs Department, auditors of the company, and all shareholders. He then asked Mr Secretary to read the agenda of the Extraordinary General Assembly after announcing the legal quorum for the meeting.

The Agenda:

- 1- Cancelling the first resolution of clause 1 related to the private placement and issuance of rights, which was taken at the Extraordinary General Assembly held on November 27, 2022, and issuing a new resolution in the following form:
Approval of the issuance and offering of up to 50% of the company's capital, where the issuance will be as follows: 10% through the issuance of subscription rights and 40% through a private placement and/or a public subscription. Each of them may be issued in one or several tranches over a one-year period starting from the date of this assembly. The Extraordinary General Assembly authorizes the company's Board of Directors to determine the issuance percentage through the public subscription according to what the board deems appropriate for the company, within the limit of 40% of the company's capital, in accordance with the rules of the Qatar Financial Markets Authority and regulations. The nominal value of one share in any of the three operations will be one (1) Qatari Riyal, in addition to an issuance premium determined by the board based on any of the three operations.

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- 2- Authorization of the Chairman of the Board of Directors and/or the Vice Chairman of the Board of Directors to approve, on behalf of Estithmar Holding Company and its subsidiaries (registered in Qatar or abroad) or owned by it (collectively referred to as the "Group Companies"), project-related facilities contracts for the purposes of these companies, regardless of their duration, including those that exceed a term of three years, without a financial ceiling, and under conditions deemed suitable by the Chairman of the Board of Directors and/or the Vice Chairman of the Board of Directors for the benefit of the Group Companies. Authorization is granted to the CEO or CFO of Estithmar Holding Company W.L.L. to sign, jointly with any member of the executive committee on behalf of the Group Companies,(project finance contracts), and to sign all types of guarantee and indemnity documents and mortgage contracts.
- 3- Re-delegation of the Board of Directors' authority to approve, on behalf of Investment Holding Company and its subsidiaries (registered in Qatar and abroad) or owned by it, the conclusion of loan agreements (referred to as corporate loans, long-term loans). From banks inside or outside the state of Qatar, regardless of their duration, including those exceeding three years, under the conditions deemed appropriate by the Board of Directors for the benefit of the Group, its subsidiaries, and those owned by it.

After reviewing and discussing each item of the agenda of the extraordinary general assembly meeting separately, the following decisions were made:

First: The extraordinary general assembly, without any objection or reservation, approved the cancellation of the first resolution of clause 1 related to the private placement and issuance of rights, which was adopted at the extraordinary general assembly meeting held on November 27, 2022, and issued a new resolution as follows:

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Approval of the issuance and offering of up to 50% of the company's capital, where the issuance will be as follows: 10% through the issuance of subscription rights and 40% **through a private placement and/or a public subscription. Each of them may be issued in one or several tranches over a one-year period starting from the date of this assembly.** The Extraordinary General Assembly authorizes the company's Board of Directors to determine the issuance percentage through the public subscription according to what the board deems appropriate for the company, within the limit of 40% of the company's capital, in accordance with the rules of the Qatar Financial Markets Authority and regulations. The nominal value of one share in any of the three operations will be one (1) Qatari Riyal, in addition to an issuance premium determined by the board based on any of the three operations.

Second: Authorization of the Chairman of the Board of Directors and/or the Vice Chairman of the Board of Directors to approve, on behalf of Estithmar Holding Company and its subsidiaries (registered in Qatar or abroad) or owned by it (collectively referred to as the "Group Companies"), project-related facilities contracts for the purposes of these companies, regardless of their duration, including those that exceed a term of three years, without a financial ceiling, and under conditions deemed suitable by the Chairman of the Board of Directors and/or the Vice Chairman of the Board of Directors for the benefit of the Group Companies. Authorization is granted to the CEO or CFO of Estithmar Holding Company W.L.L. to sign, jointly with any member of the executive committee on behalf of the Group Companies, (project related financing facilities), and to sign all types of guarantee and indemnity documents and mortgage contracts, and related cheques.

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Third: Except for project finance agreements under clause 2, the extraordinary general assembly, without any objection or reservation, approved the re-delegation of the Board of Directors to approve, on behalf of Estithmar Holding Company and its subsidiaries (registered inside or outside Qatar), the signing of loan agreements and banking facilities (including, but not limited to, corporate loans, long-term loans, short-term loans, revolving loans and facilities, trade finance facilities, and letters of guarantees) from banks inside or outside Qatar, regardless of their duration, even those exceeding three years, without a financial limit, and under conditions deemed suitable by the Board of Directors for the benefit of the Group and its subsidiaries owned by it.

and authorizing the Chairman of the Board of Directors, Vice Chairman of the Board of Directors acting separately, or the CEO, or CFO of Estithmar Holding Company W.L.L to participate with any member of the Executive Committee to sign, on behalf of the companies and the Group, loan agreements and banking facilities (including, but not limited to, corporate loans, long-term loans, short-term loans, revolving loans and facilities, trade finance facilities, and letters of guarantees). Also, signing documents related to guarantees, collateral agreements of all types, and relevant cheques.

After concluding the discussion of the agenda items, Mr. Mohammed Moataz Al-Khayyat, Chairman of the Board of Directors, thanked the attending shareholders, representatives of the Corporate Affairs Department at the Ministry of Commerce and Industry, auditors of the company, and all employees of the company. He wished everyone success and prosperity.

The meeting of the extraordinary Extra Ordinary General Assembly ended at approximately half past four at the evening of Monday 24th of July 2023

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Head of the extraordinary general assembly/ CEO

Mohamed Moataz Al-Khayyat

Signed and stamped with Estithmar company stamp

Secretary and meeting minutes recorder

Hassan Murad Agha

Signed

Company auditor and vote collector

Russell Bedford – Qatar

Hany Ahmed Mukhaimer

Signed

Stamped with Russell Bedford and partners stamp

All signatures have been approved and authorized

Based on their request and the authority holds no responsibility

