

Aramex (PJSC)
Invitation to Attend the Annual General Assembly Meeting

The Board of Directors (the “Board”) of Aramex PJSC (the “Company”) is pleased to invite the Company’s shareholders to attend the Annual General Assembly Meeting (“AGM”) which will be held electronically (virtually) with the option to attend in-person at the Company’s premises in Umm Ramool, opposite Dubai International Airport – Terminal 3, Dubai – UAE, on Thursday 21 March 2024 at 12:00 PM to discuss and consider the following agenda:

1. Consider and approve the Report of the Board of Directors on the Company’s activities and financial position for the year ended 31 December 2023;
2. Consider and approve the Auditor’s Report on the Company’s financial position for the year ended 31 December 2023;
3. Consider and approve the Company’s Balance Sheet and Profit and Loss Account for the year ended 31 December 2023;
4. Consider and approve the Board of Director’s recommendation not to distribute dividends for the fiscal year ended 31 December 2023, based on the justifications disclosed to the shareholders;
5. Consider and approve the Board of Directors’ remuneration proposal for the year ended 31 December 2023 amounting to AED 2,675,068 (two million and six hundred and seventy-five thousand and sixty-eight United Arab Emirates Dirhams);
6. Absolve the Members of the Board of Directors from any liability for the year ended 31 December 2023 or dismiss them and file a liability claim against them, as the case may be;
7. Absolve the Company’s external auditors for the year ended 31 December 2023 or dismiss them and file a liability claim against them, as the case may be;
8. Consider and approve the appointment of Messrs. Ernst & Young as the Company’s auditors for the financial year ending 31 December 2024 and to set their fees at AED 6,610,680 (six million and six hundred and ten thousand and six hundred and eighty UAE Dirhams);
9. Approve the Company’s Board Members’ Remuneration Policy in accordance with Article (29) of the Chairman of Authority’s Board of Directors’ Decision no. (3/Chairman) of 2020 concerning Approval of Joint Stock Companies Governance Guide, as amended.

Notes:

1. Any shareholder having the right to attend the General Assembly may delegate any person elected by such shareholder, other than a Member of the Board, an employee of the Company, or a securities brokerage company or its employees, under a special written proxy. A proxy for a number of shareholders shall not hold in this capacity over 5% of the capital of the Company. Shareholders who are minors or interdicted shall be represented by their legal representatives, subject to the requirements of Sections (1) and (2) of Article (40) of the Chairman of Authority’s Board of Directors’ Decision no. (3/Chairman) of 2020 concerning Approval of Joint Stock Companies Governance Guide, as amended. You may visit the Company’s website (www.aramex.com) to view the clarifying disclosure regarding the approval of proxies.
2. A corporate person may delegate one of its representatives or those in charge of its management under a decision 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 decision.
3. The signature of the shareholder indicated in the proxy mentioned in the previous note must be the signature approved by the Notary Public, a commercial chamber or an economic department in the United Arab Emirates, a bank or a company licensed in the United Arab Emirates provided that the proxy shall have an account with any of them, a stock market licensed in the United Arab Emirates, or any other entity licensed to perform attestation works.

4. A shareholder wishing to appoint a proxy must complete the proxy form available on the Company's website (www.aramex.com) or registration page of Aramex PJSC on www.smartagm.ae, and then send the proxy form with any supporting documents to the following email address: (aramexagm@aramex.com) or upload them on the page of Aramex PJSC on (www.smartagm.ae).
5. The owner of a share registered on the working day preceding the meeting of the General Assembly (i.e. Wednesday 20 March 2024) shall be deemed to be the holder of the right to attend and vote in the meeting.
6. The holder of the right to dividends shall be the owner of the share registered on the tenth day commencing on the day following the date of convening the General Assembly which resolved to distribute such dividends (i.e. Monday 1 April 2024).
7. Shareholders may attend the General Assembly meeting and vote on the above resolutions by registering on (www.smartagm.ae). Registration for attendance of the General Assembly meeting shall start as of the day before the meeting which is on Wednesday 20 March 2024 at 12:00 PM and shall end on the day of the meeting which is on Thursday 21 March 2024 at 12:00 PM.
8. The meeting of the General Assembly shall not be valid unless registered/attended by shareholders who hold or represent by proxy at least (50%) of the Company's share capital. If this quorum is not met in the first meeting, the second meeting shall be convened on Thursday 28 March 2024 at the same place and time. The second meeting shall be valid irrespective of the percentage of shares present or represented. In the event that a second meeting is held, the registered owner of a share on Wednesday 27 March 2024 shall be deemed to be the holder of the right to attend and vote in the second meeting, and the holder of the right to dividends shall be the owner of the share registered on Monday 8 April 2024.
9. The Shareholders may view the Company's financial statements and the Company's 2023 Integrated Report on the Company's website (www.aramex.com), the DFM's website (www.dfm.ae), or on the registration page of Aramex PJSC on (www.smartagm.ae) ten days before the date of the General Assembly meeting.
10. Special Resolution: Such resolution issued by the majority votes of shareholders holding at least 75% of the shares represented at the General Assembly meeting of the Company.
11. Shareholders can view the guide on investor rights in securities by visiting the website of the Securities and Commodities Authority at <https://www.sca.gov.ae/en/regulations/minority-investor-protection.aspx>
12. The shareholders should update their contact and address details at the Dubai Financial Market to ensure receiving the profits, as the profits will be distributed through the Dubai Central Securities Depository LLC (Dubai CSD), a subsidiary of Dubai Financial Market if there is any.

Board of Directors