



# Invitation to the Annual General Assembly Meeting of Agility Global PLC

The Board of Directors (the “Board”) of Agility Global PLC (the “Company”) invites the Company’s shareholders (the “Shareholders”) to attend the annual general assembly meeting (the “AGM”) that will be held on Wednesday, 22nd April 2026, at 03:00 pm (UAE time) virtually through an electronic link that will be shared with the Shareholders through SMS or email following registration of their attendance in the AGM. The purpose of the AGM is to discuss and, if deemed appropriate, approve the following agenda items:

## 1. Secretary and Vote Collector

Authorise the chairman of the AGM to appoint a secretary and a vote collector.

## 2. Ordinary Resolutions Agenda Items

- 2.1 Consider and approve the integrated report of the Board of Directors on the Company’s activities and financial position for the financial year ended on 31 December 2025.
- 2.2 Consider and approve the auditor’s report for the financial year ended on 31 December 2025.
- 2.3 Consider and approve the audited financial statements and the Profit and Loss account for the financial year ended on 31 December 2025.
- 2.4 Consider and approve the recommendation of the Board to distribute cash dividends to shareholders amounting to a total amount (excluding treasury shares) of USD 75 million (equivalent to approximately AED 277 million, amounting to AED 0.028 per share) as dividend for the financial year ended 31 December 2025.
- 2.5 Consider and approve the Board’s remuneration for the financial year ended on 31 December 2025.
- 2.6 Discharge the members of the Board from liability for the financial year ended on 31 December 2025.
- 2.7 Discharge the auditors from liability for the financial year ended on 31 December 2025.
- 2.8 Appoint or re-appoint the statutory auditors for the financial year ending on 31 December 2026 and authorise the Board to determine their fees.
- 2.9 Review and approve the related party transactions of the Company including any concluded agreements and contracts that were entered into during the financial year ended on December 31<sup>st</sup>, 2025 and authorise the Board to enter into related party transactions during the financial year ending on December 31<sup>st</sup>, 2026 and until the date of the annual general assembly of the shareholders of the Company for the financial year ending on December 31<sup>st</sup>, 2026.

## 3. Notes

- 3.1 The Company’s shareholders who will attend the AGM virtually should register their attendance electronically to be able to vote on the items of the AGM. Registration is open from 08.00 am on Wednesday, 15 April 2026 and closes at 03.00 pm on Wednesday, 22 April 2026. For electronic registration, please visit the following website: [www.smartagm.ae](http://www.smartagm.ae). Holders of proxies must send a copy of their proxies to the email address [is@bankfab.com](mailto:is@bankfab.com) with their names and mobile numbers to receive notification for registration.
- 3.2 Shareholders that are registered in the Company’s shareholders register on 21 April 2026 shall be entitled to attend and vote in the AGM. Changes to the identity of, or the number of shares held by any given shareholder after this point in time shall be disregarded in determining the rights of any person entitled to attend and vote at the AGM.
- 3.3 Voting on all resolutions will be conducted by way of a poll pursuant to the articles of association of the Company. On a vote by poll every shareholder has one vote for every ordinary share held. Ordinary resolutions shall be passed by simple majority of the votes cast by those entitled to vote. Voting will be done via an electronic platform by visiting the website: [www.smartagm.ae](http://www.smartagm.ae).
- 3.4 Any Shareholder that is entitled to attend the AGM may delegate another person to attend by proxy on their behalf, provided that such person is not (i) a member of the Board; (ii) an employee of the Company; (iii) a broker; or (iv) an employee of a broker. For a proxy to be valid, it must:
  - a. be in writing;
  - b. state the name and address of the Shareholder appointing the proxy;
  - c. identify the person appointed to be such Shareholder’s proxy and that the appointment relates to the AGM;
  - d. expressly authorises the delegate to attend the AGM and vote on the agenda items on behalf of the appointing Shareholder;
  - e. be signed by the Shareholder;
  - f. a delegate for more than one Shareholder may not represent more than 5% of the Company’s issued share capital in such capacity. However, if the proxy is representing one single shareholder, his/her proxy may exceed 5% of the Company’s share capital;
  - g. be delivered to [is@bankfab.com](mailto:is@bankfab.com) not less than forty-eight (48) hours before the GAM, or any adjournment thereof.

### In addition, proxy forms must be attested by one of the following:

- Notary Public.
  - A Chamber of Commerce or an Economic Department in the UAE.
  - A bank or company licensed in the UAE, provided that the principal has an account with either of them.
  - Financial Markets licensed in the UAE.
  - Any other entity licensed to carry out documentation work.
- 3.5 A legal person should delegate a representative or a person from its management pursuant to a decision of its board of directors, or its equivalent to represent it in the AGM. Such representative shall have the authorities as set out in the decision of its appointment.
  - 3.6 The AGM will be quorate if Shareholders holding at least a simple majority of the aggregate number of voting rights attaching to the entire issued share capital of the Company are present, whether in person or by proxy.
  - 3.7 We will be offering our shareholders the opportunity to submit their questions in advance and during the AGM via an electronic platform by visiting the website [www.smartagm.ae](http://www.smartagm.ae). Any shareholder joining the meeting virtually has the right to ask questions. If multiple questions on the same topic are received in advance, the representatives of the Company may choose to provide a single answer to address shareholder queries on the same topic.
  - 3.8 If a quorum is not present within one (1) hour following the commencement time, the meeting will be adjourned and reconvened on 29<sup>th</sup> April 2026 with the same meeting agenda at the same time and virtually via the same electronic link shared with the Shareholders through SMS or email following registration of their attendance for the first meeting. The proxies issued for the first meeting shall be valid for the adjourned meeting.
  - 3.9 Shareholders registered in the shareholders register on 4<sup>th</sup> May 2026 shall be entitled to receive the dividends if the quorum is achieved on 22<sup>nd</sup> April 2026. Shareholders registered in the shareholders register on 11<sup>th</sup> May 2026 shall be entitled to receive the dividends if the quorum is achieved on 29<sup>th</sup> April 2026.
  - 3.10 Shareholders are required to update their contact details at the Abu Dhabi Securities Exchange to ensure that dividends are delivered properly. Dividends will be distributed through the Abu Dhabi Securities Exchange.
  - 3.11 The virtual meeting will be recorded.
  - 3.12 The Company’s consolidated financial statements for the year ended 31 December 2025 and the integrated report will be available on the Company’s page on the Abu Dhabi Securities Exchange and the Company’s website <https://agility.com/>