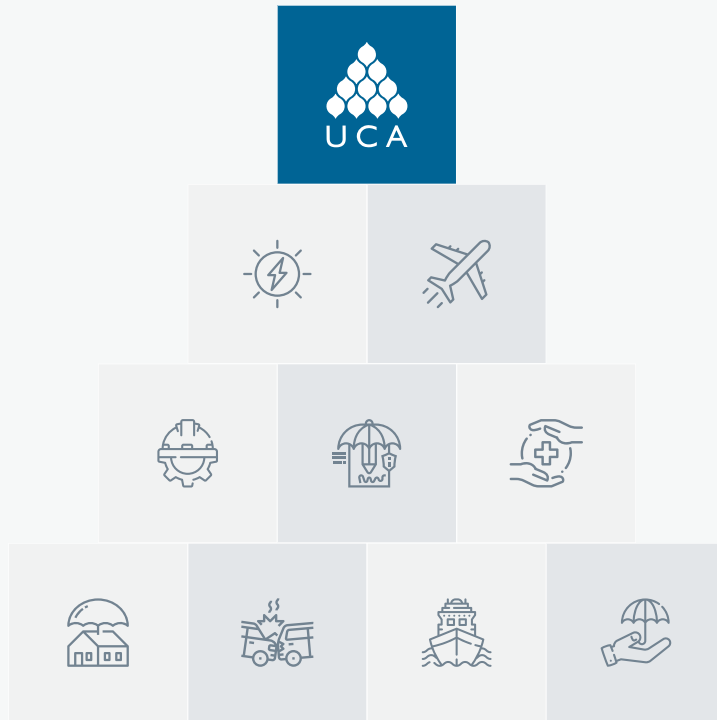




المتحدة للتأمين التعاوني  
UNITED COOPERATIVE ASSURANCE

## Important Dates and Key Stages of the Merger Transaction



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## Important Dates and Key Stages of the Merger Transaction

### United Cooperative Assurance Company with Saudi Enaya Cooperative Insurance Company

Below is the expected timeline for key stages related to the transaction. Any changes to the indicated timeline will be announced through announcement published on Tadawul, and/or in local daily news-papers, and/or on the Website of United Cooperative Assurance Company.

**Table 1.1: Important Dates and Key Stages of the Merger Transaction**

Event	Timetable/ Date
<b>1. Procedures relating to extraordinary general assemblies and creditor objection period</b>	
Submission of the final draft of the offer document and circulate the shareholders to the Capital Market Authority.	09/04/1445H (Corresponding to 24/10/2023G)
The Capital Market Authority approves the capital increase request and publishes the Shareholders' Circular and the Offer Document.	15/04/1445H (Corresponding to 30/10/2023G)
Publication of the United Cooperative Assurance Shareholders' Circular and the Offer Document addressed to the shareholders of Enaya.	18/04/1445H (Corresponding to 02/11/2023G)
Publication of the circular of the Board of Directors of Enaya.	18/04/1445H (Corresponding to 02/11/2023G)
Providing the documents available for inspection to United Cooperative Assurance.	18/04/1445H (Corresponding to 02/11/2023G)
Providing the documents available for inspection to Enaya.	18/04/1445H (Corresponding to 02/11/2023G)
Announcing the beginning of the creditor objection period for Enaya.	18/04/1445H (Corresponding to 02/11/2023G)
The approval of the Capital Market Authority to hold the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction and the Extraordinary General Assembly of the Enaya for the merger transaction, after completing the documents required from the relevant authorities (where applicable) to amend the Commercial Register of the United Cooperative Assurance and record the data of the Enaya in the Commercial Register of the United Cooperative Assurance.	25/04/1445H (Corresponding to 09/11/2023G)
Announcing on the Tadawul website the call of the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction (with reference to the possibility of holding a second meeting one hour after the end of the period specified for the first meeting, in the event that the quorum necessary to hold the first meeting is not met).	30/04/1445H (Corresponding to 14/11/2023G)
Announcing on the Tadawul website the call of the Extraordinary General Assembly of Enaya for the merger transaction (with reference to the possibility of holding a second meeting one hour after the end of the period specified for the first meeting, in the event that the quorum necessary to hold the first meeting is not met).	30/04/1445H (Corresponding to 14/11/2023G)
Expiry of the creditor objection period.	03/05/1445H (Corresponding to 17/11/2023G)
Enaya's announcement of the existence or non-existence of objections by creditors.	05/05/1445H (Corresponding to 19/11/2023G)
Commencement of the e-voting period for shareholders in the Extraordinary General Assembly of the United Cooperative Assurance.	Starting from 16/05/1445H (Corresponding to 30/11/2023G) until the end of the time of the Extraordinary General Assembly.
The start of the electronic voting period for shareholders in the Extraordinary General Assembly of Enaya.	Starting from 16/05/1445H (Corresponding to 30/11/2023G) until the end of the time of the Extraordinary General Assembly.

Event	Timetable/ Date
The convening of the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction (the first meeting). The quorum for the meeting shall be through the presence of a number of shareholders representing at least half of the shares having voting rights present or represented at the meeting.	21/05/1445H (Corresponding to 05/12/2023G)
The convening of the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction (the second meeting) in the event that the necessary quorum for the first meeting is not met. The quorum for the second meeting shall be through the presence of a number of shareholders representing at least one quarter of the shares having voting rights present or represented at the meeting.	One hour after the expiry of the period specified for the convening of the first meeting of the Extraordinary General Assembly in which the quorum necessary for its convening is not met.
Extraordinary General Assembly of Enaya for Merger Transaction (First Meeting). The quorum for the meeting shall be through the presence of a number of shareholders representing at least half of the shares having voting rights present or represented at the meeting.	21/05/1445H (Corresponding to 05/12/2023G)
The Extraordinary General Meeting of Enaya for the Merger transaction (Second Meeting) shall be held in the event that the necessary quorum for the first meeting is not met. The quorum for the second meeting shall be through the presence of a number of shareholders representing at least one quarter of the shares having voting rights present or represented at the meeting.	One hour after the expiry of the period specified for the convening of the first meeting of the Extraordinary General Assembly in which the quorum necessary for its convening is not met.
<b>2- Procedures in the event that the quorum for the first and second extraordinary general meetings of both companies is not met</b>	
The approval of the Capital Market Authority to call for the third meeting of the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction, or the approval of the Capital Market Authority to call for the third meeting of the Extraordinary General Assembly of Enaya for the merger transaction.	28/05/1445H (Corresponding to 12/12/2023G)
Announcing on the Tadawul website the call to the third extraordinary general meeting of the United Cooperative Assurance for the merger transaction, or announcing on the Tadawul website the invitation to the third extraordinary general meeting of the Enaya for the merger transaction.	28/05/1445H (Corresponding to 12/12/2023G)
Commencement of the e-voting period for shareholders at the third Extraordinary General Meeting of the United Cooperative Assurance, or commencement of the e-voting period for shareholders at the Third Extraordinary General Meeting of Enaya.	Starting from 15/06/1445H (Corresponding to 28/12/2023G) until the end of the time of the Extraordinary General Assembly.
The third meeting of the Extraordinary General Assembly of the United Cooperative Assurance for the merger transaction, or the third meeting of the Extraordinary General Assembly of Enaya Company for the merger transaction. The quorum for the convening of the third meeting of the Extraordinary General Assembly shall be established regardless of the number of shares represented therein.	20/06/1445H (Corresponding to 02/01/2023G)
<b>3- Completion of the Merger Transaction</b>	
Publishing the merger transaction resolution and other resolutions taken at the first or second extraordinary general meeting of the United Cooperative Assurance regarding the merger transaction on Tadawul website (or announcing that the extraordinary general meeting will not be held in the event that its quorum is not met).	22/05/1445H (Corresponding to 06/12/2023G)
Publishing the merger transaction resolution and other resolutions taken at the first meeting or the second meeting of the Extraordinary General Assembly of Enaya for the merger transaction on Tadawul website (or announcing the non-convening of the Extraordinary General Assembly in the event that its quorum is not met).	22/05/1445H (Corresponding to 06/12/2023G)



Event	Timetable/ Date
The Merger Transaction Resolution and other resolutions taken at the third Extraordinary General Meeting of the United Cooperative Assurance, or Enaya (as the case may be) shall be published on the Tadawul website.	21/06/1445H (Corresponding to 03/01/2023G)
Suspension of trading in the shares of Enaya.	<ul style="list-style-type: none"> <li>- 22/05/1445H (Corresponding to 06/12/2023G) In the event of a resolution to approve the merger transaction during the first or second extraordinary general assembly meeting of United Cooperative Assurance and Enaya.</li> <li>- 21/06/1445H (Corresponding to 03/01/2024G) In the event of a resolution to approve the merger transaction during the first or second extraordinary general assembly meeting of United Cooperative Assurance and Enaya.</li> </ul>
Listing the new shares in Tadawul and allocate them to the shareholders of Enaya who are registered in the register of eligible Enaya shareholders on the second trading day following the date of suspension of Enaya shares.	During a period of not less than the third trading period after the publication of the resolution to approve the merger transaction during the extraordinary general meeting of the United Cooperative Assurance and the extraordinary general meeting of the Enaya and not more than the sixth trading period after the publication of the resolution to approve the merger transaction during the extraordinary general meeting of the United Cooperative Assurance and the extraordinary general meeting of the Enaya.
De-listing Enaya shares in Tadawul.	During a period of not less than the third trading period after the publication of the resolution to approve the merger transaction during the extraordinary general meeting of the United Cooperative Assurance and the extraordinary general meeting of the Enaya and not more than the sixth trading period after the publication of the resolution to approve the merger transaction during the extraordinary general meeting of the United Cooperative Assurance and the extraordinary general meeting of the Enaya.
The deadline for the distribution of the proceeds of the sale of the fractions of the shares sold.	<ul style="list-style-type: none"> <li>- 22/06/1445H (Corresponding to 04/01/2024G) In the event of a resolution to approve the merger transaction during the first or second extraordinary general assembly meeting of United Cooperative Assurance and Enaya</li> <li>- 20/07/1445H (Corresponding to 01/02/2024G) In the event of a resolution to approve the merger transaction during the first or second extraordinary general assembly meeting of United Cooperative Assurance and Enaya.</li> </ul>
<b>4. Effectiveness of the Merger Transaction Resolution</b>	
Modifying the foreign investment license of United Cooperative Assurance.	The procedure will be initiated immediately in the event of a resolution to approve the merger transaction during the Extraordinary General Assembly Meeting of United Cooperative Assurance and Enaya.
Amending the Commercial Register of the United Cooperative Assurance, registering the data of Enaya in the Commercial Register of the United Cooperative Assurance, deleting and canceling the Commercial Register of Enaya, and announcing the effectiveness of the merger transaction resolution.	The procedure will be initiated immediately in the event of a resolution to approve the merger transaction during the Extraordinary General Assembly Meeting of United Cooperative Assurance and Enaya.

\*Note: Any changes to these dates shall be announced on Tadawul website ([www.saudiexchange.com.sa](http://www.saudiexchange.com.sa)).

\*\*Copies of the documents available for inspection will be made available during the period from the date of publication of the offer document until the end of the offer period at the headquarters of United Cooperative Assurance (its headquarters in Building No. 9059, King Fahd Road, extension number 2363, Al-Murooj District, postal code 12264, Riyadh, Kingdom of Saudi Arabia), phone: +966126068622, from Sunday to Thursday from 9:00 am until 4:00 pm, with the exception of official holidays in the Kingdom.



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