

The United Cooperative Assurance Company

Nomination for the UCA Board of Directors for the term starting on 13 January 2024 and ending on 12 January 2027

Nomination Criteria of membership:

1. Each shareholder has the right to nominate himself or one or more other persons for membership of the Board of Directors, within the limits of his ownership percentage in the capital.
2. The candidate should have sufficient experience, honesty and administrative skills that contribute to enhancing the company's leadership role.
3. The candidate should not be a member of the board of directors of more than five joint-stock companies listed on the Saudi market.
4. The candidate should not have been previously convicted by a judicial ruling or a crime involving moral turpitude or dishonor
5. He shall not be a government employee, unless he is a representative of one of the government agencies, companies established by the government, or persons of public legal capacity.
6. The candidate should not be insolvent or bankrupt.
7. The candidate should not be a member of the board of directors or a member of a sub-committee or hold a leadership position in another Saudi insurance and/or reinsurance company.
8. That the candidate not conduct a violation in the financial markets or commercial business.
9. The candidate should have scientific and practical experience.
10. The candidate must comply with the provisions of the applicable laws, regulations, and instructions.
11. That the candidate is committed to allocating sufficient and appropriate time to carry out his specialization and duties towards membership.
12. The candidate should enjoy independence and not have conflicts of interest.

Nomination Requirements:

The candidate must comply strictly in providing the following requirements ;

1. Completing and signing the candidacy forms by the candidate and filling in the tables attached to them, taking into account the periods and dates stipulated in the company's announcement and the relevant regulations, regulations, circulars and decisions.
2. Provide the company with a resume, qualifications, and previous and current academic experience.
3. Attach a clear copy of the ID, family record, and contact numbers of the candidate, including at least the candidate's national address, mobile phone number, landline number, and e-mail address.
4. Fill out the suitability form and attach it to the candidacy application in both formats (PDF-WORD). The form can be obtained through the website of the Central Bank of Saudi Arabia or through the company's website - shareholder relations.
5. Fill out Disclosure Form No. (3) and attach it to the candidacy application in both formats (PDF-WORD). The form can be obtained through the Capital Market Authority website or through the company's website - Shareholder Relations.
6. A statement of the companies or establishments in which the candidate participates in the management or ownership and practices activities similar to the insurance business or has contracts or joint interests with the company.
7. The commitment of the candidate, if elected to the membership of the Board of Directors, to provide the required disclosures in accordance with the policy of conflict of interests of the members of the Board of Directors and members of the committees emanating from the Board.
8. In the event that the candidate or representative has interests, directly or indirectly, with the company, he must submit a detailed statement in addition to any information related to any contract to which the company is a party and the candidate has a substantial interest or any person related to him or if he is involved in a business that would compete with the company in her works.

Date

To the members of the Nominations and Remunerations Committee of the United Cooperative Assurance Company,

Dear Sirs,

I would like to inform you of my desire to nominate myself for the membership of the Board of Directors of the United Cooperative Assurance Company for the next term, which will start on 13 January 2024 and end on 12 January 2027. A biography and resume including my academic qualifications, professional and practical experience, and all official forms required is attached.

I also declare and pledge that I am fully prepared to dedicate the time and effort required to assume this position and to carry out all the work entrusted to it by all oversight and regulatory authorities, as well as to read and abide by all regulations related to what It contains the nomination policy of the UCA.

I, the undersigned, also declare that all information contained in this form, official forms, and attached documents are complete and correct, and that I authorize the authorized officials of the United Cooperative Assurance Company to investigate as required about its validity and the status of my credit record and my connections and the engagements of my concerned relatives about the declared and undisclosed financial information concerning me and them, and that my joining the Board is subject to the controls, approvals, and approvals of the official regulatory authorities concerned, which require review and investigation of my record and my entire biography, as mentioned above.

This was signed, and regards,

Candidate Name

Signature

Declaration & Acknowledgment of the membership status as independent - non independent in accordance with the Corporate Governance Regulations issued by the Capital Market Authority

Reference to the provisions of Article (19) of the Corporate Governance Regulations issued by the Capital Market Authority related to the independence status of the members of the Board of Directors, the candidate fills out the form below according to the definition of the independent member below.

Independent Member means : A non-executive board member who enjoys complete independence in his position and decisions, and none of the symptoms of independence stipulated in Article (19) of the Corporate Governance Regulations apply to him.

#	The symptoms of independence, according to the text of Article (19) of the regulations	Applicable	Not Applicable
1	if he/she holds five percent or more of the shares of the Company or any other company within its group; or is a relative of who owns such percentage.		
2	if he/she is a relative of any member of the Board of the Company, or any other company within the Company's group;		
3	if he/she is a relative of any Senior Executive of the Company, or of any other company within the Company's group;		
4	if he/she is a Board member of any company within the group of the Company for which he/she is nominated to be a Board member.		
5	if he/she is an employee or used to be an employee, during the preceding two years, of the Company or a company within its group, or if he/she held a controlling interest in the Company or any party dealing with the Company or any company within its group, such as external auditors or main suppliers during the preceding two years.		
6	if he/she has a direct or indirect interest in the businesses and contracts executed for the Company's account		
7	if the member of the Board receives financial consideration from the Company in addition to the remuneration for his/her membership of the Board or any of its committees exceeding an amount of (SAR 200,000) or 50% of his/her remuneration of the last year for the membership of the board or any of its committees, whichever is less.		
8	if he/she engages in a business where he competes with the Company, or conducting businesses in any of the company's activities.		
9	if he/she served for more than nine years, consecutive or inconsecutive, as a Board member of the Company		

I acknowledge that I am :

<input type="checkbox"/>	Being independent as mentioned above, and in the event of any symptoms of independence mentioned above, I will inform the Nominations and Remunerations Committee.
<input type="checkbox"/>	I do not enjoy independence due to the existence of the above cases that apply to me, according to Paragraph No. ()

Candidate Name

Signature

Date

Declaration & Acknowledgment of the membership status as independent - non independent in accordance with the Insurance Companies Corporate Governance Regulations issued by the Saudi Central bank (SAMA)

Reference to the provisions of the Insurance Companies Corporate Governance Regulations issued by the Saudi central Bank (SAMA) related to the independence status of the members of the Board of Directors, the candidate fills out the form below according to the definition of the independent member below.

Independent Member : Member of the Board of Directors who enjoys complete independence. This means, the member's complete independence from management and from the company. Independence means the availability of the ability to judge matters after taking into account all relevant information without any influence from management or from external parties. The independence of a member of the Board of Directors is not achieved in the following cases, for example, but not limited to:

#	The symptoms of independence, according to the text of the SAMA regulations	Applicable	Not Applicable
1	Being a Significant Shareholder in the Company, or in a Related Company, working for or representing a Significant Shareholder		
2	Being a member of the Board in a Related Company or one of its subsidiaries, or having been one during the past two years		
3	Being a member of the Board of the Company for more than nine years		
4	Holding a Senior Management position in the Company, or in a Related Company, or having held one during the past two years		
5	Being an employee with the Company, with a Related Company, or with a company that provides services to the Company (e.g., external auditors, consulting firms, etc.) or having worked with any one of the above during the past two (2) years		
6	Being a Related Person of a member of the Board or Senior Management of the Company or of a Related Company		
7	Having a contractual or business relationship with the Company (either directly or through an entity in which he or she is a Significant Shareholder, a Board member, or a manager) which resulted in paying to, or receiving from, the Company the equivalent of two hundred and fifty thousand (250,000) Saudi riyal or more (other than his or her remuneration as a director of the Board and amounts related to insurance contracts) during the past two (2) years		
8	Being under any financial obligation towards the Company or any members of its Board or Senior Management that might limit the exercise of independence in judgment and decision making		

I acknowledge that I am :

<input type="checkbox"/>	Being independent as mentioned above, and in the event of any symptoms of independence mentioned above, I will inform the Nominations and Remunerations Committee.
<input type="checkbox"/>	I do not enjoy independence due to the existence of the above cases that apply to me, according to Paragraph No. ()

Candidate Name

Signature

Date

Statement of the number of meetings of the Board of Directors and the sub-committees

Company Name/

Name of candidate /

Candidate attendance percentage for all meetings	No of Meeting attended by the candidate	No of Meeting Held	Date Membership	Particular
				Board
				Executive Committee
				Audit Committee
				& Nomination Remuneration Committee
				Risk Committee
				Investment Committee

Legal Department Head

Secretary Board

A summary of the financial results achieved by the company during each year of the terms is attached, and it is attached with the nomination form for membership of the Board of Directors of the United Cooperative Assurance Company