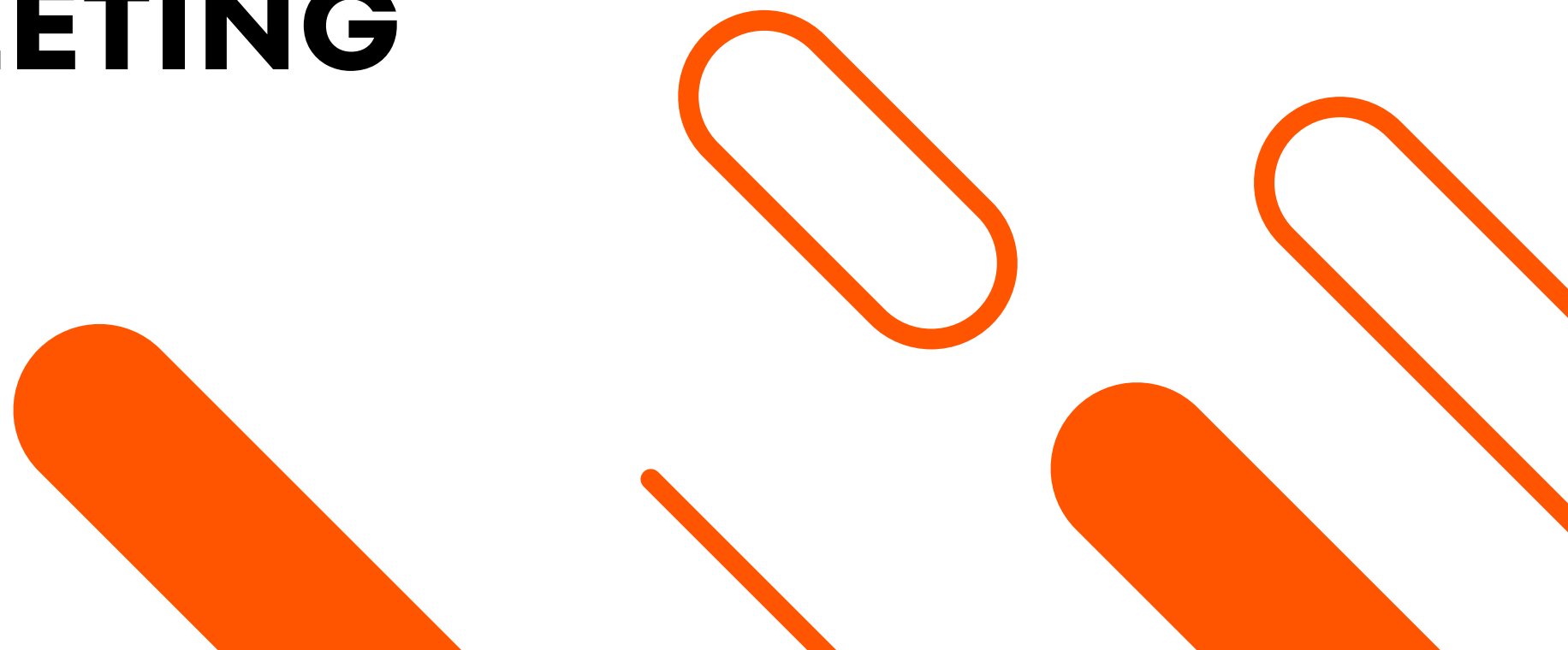




NOTICE FOR EXTRAORDINARY GENERAL MEETING



NOTICE FOR EXTRAORDINARY GENERAL MEETING

INVITATION

Dhivehi Raajjeyge Gulhun Plc (DHIRAAGU) invites its shareholders to attend the Company's Extraordinary General Meeting (EGM) scheduled to be held on Sunday, 22 December 2024, at 13:00hrs.

The EGM will be an online meeting where our shareholders can register to attend the meeting and participate via FahiVote.

ALL SHAREHOLDERS LISTED ON THE COMPANY'S SHARE REGISTER AS AT 16:00HRS ON THURSDAY, 19 DECEMBER 2024 ARE ELIGIBLE TO PARTICIPATE AND VOTE AT THE EGM AND ARE ENTITLED TO ANY BENEFIT THEREOF.

AGENDA

1. Recitation of Holy Qur'an.
2. Management updates by the CEO&MD.
3. Passing the Agenda of the meeting.
4. Approval of 35th AGM Minutes.
5. Passing of Special Resolution to amend the Articles of Association.
6. Passing of Special Resolution to amend the Memorandum of Association.

ITEMS PROPOSED FOR APPROVAL



APPROVAL OF 35TH AGM MINUTES

Minutes of the 35th AGM of Dhivehi Raajjeyge Gulhun Plc (“Draft Minutes”) on 28 April 2024 using “FahiVote”, were published on our website for shareholder comments on 9 May 2024. Shareholders wishing to propose any amendments to the Draft Minutes were asked to submit such proposals before 16:00hrs on Monday, 10 June 2024. The Minutes of the 35th AGM can be downloaded from <https://www.dhiraagu.com.mv/about-us/investor-relations/announcements-disclosures/draft-minutes-of-35th-annual-generalmeeting>

APPROVAL OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF DHIVEHI RAAJJEYGE GULHUN PLC

On 15 December 2024, the Board of Directors resolved to submit, for shareholder consideration and approval at the EGM, the following amendments to the Company’s Articles of Association.

A copy of the current Articles of Association can be viewed from: <https://www.dhiraagu.com.mv/upload/ArticlesofAssociation>

Proposed as a Special Resolution.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Cover Page	NO.C-24/88	REGISTRATION NUMBER C-0024/1988	As the Companies Act (Law No. 7/2023) is the new governing act with respect to corporate entities, it is essential that we replace Law No. 10/1996 with the current governing Act.
Cover Page	The Companies Act of the Republic of the Maldives 1996 (Law No. 10/1996)	Companies Act (LAW NO. 7/2023)	Amended for consistency purposes.
Cover Page	DHIVEHI RAAJJEYGE GULHUN PUBLIC LIMITED COMPANY	DHIVEHI RAAJJEYGE GULHUN PLC	Amended for consistency purposes.
Page 1	Adopted by Special Resolution on 11 June 2020	Adopted by Special Resolution on 22 December 2024	Amended as a new Special Resolution is being passed.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 1	"Act" means the Companies Act of the Republic of Maldives 1996 (Law No. 10/96) as maybe amended or replaced from time to time;	"Act" means the Companies Act (Law No. 7/2023) as may be amended or replaced from time to time;	As the Companies Act (Law No. 7/2023) is the new governing act with respect to corporate entities, it is essential that we replace Law No. 10/1996 with the current governing Act.
	(To Include)	"Annual General Meeting" or "AGM" a General Meeting of the Shareholders that must be held once every calendar year, in accordance with these Articles and the Act. The purpose of the AGM is to provide Shareholders with an opportunity to receive and discuss the Company's financial performance, approve the annual financial statements, elect or re-elect directors, appoint auditors, declare dividends, and address any other matters as specified in the notice of the meeting.	Included for further clarifications.
	"Board" means the Board of Directors;	"Board" means the board of Directors for the time being of the Company or the Directors present or deemed to be present at a duly convened quorate Meeting of the Directors;	Amended for further clarifications.
	(To add)	"Clear Days" in relation to a period of notice means that period excluding the day when the notice is served or deemed to be served and the day for which it is given or on which it is to take effect;	Amended for further clarifications.
	Director(s); non executive, executive and independent directors	"Director(s) means a director for the time being of the Company, including non-executive, executive and independent directors and Alternate Director(s)	Amended for further clarifications.
	(To include)	"Extraordinary General Meeting" or "EGM" refers to a General Meeting of the Shareholders, other than the Annual General Meeting, convened to address urgent or extraordinary matters that require Shareholder approval. An EGM may be called by the Board of Directors, or by Shareholders in accordance with these Articles, and is held to discuss matters that arise between AGMs, or other significant decisions that cannot wait until the next AGM	Included for further clarifications
	"electronic means" includes, without limitation, online platforms and conference call systems, and/or any device, system, procedure, method or other facility of any nature providing an electronic means of attendance at, and/or participation in a General Meeting determined by the Board pursuant to Article 35	"Electronic Means" includes, without limitation, online platforms and conference call systems, and/or any device, system, procedure, method or other facility of any nature providing an electronic means of attendance at, and/or participation in a Meeting determined by the Board pursuant to Article 37 and the Act;	To comply with sections 102, 140, 229 of the Companies Act 7/2023.
	(to add)	"General Meeting" a meeting of the Shareholders including Annual General meeting and Extraordinary General Meeting	Included for further clarifications.
	"in writing" or "written" means and includes words printed lithographed, represented or reproduced in any mode in a visible form.	"In Writing" or "Written" includes references to any method of representing or reproducing words in a legible and non-transitory form whether sent or supplied in electronic form or otherwise;	Amended for further clarifications.
	(to add)	"Member" a shareholder of the Company, or where the context requires, a member of the Board or of any Board committee;	Included for further clarifications.
	(to add)	"Meeting(s)" means a Meeting convened and held in any manner permitted by these Articles, including a General Meeting or where the context requires, a Meeting of the Board or of any Board committee at which some of those entitled to be present attend and participate by electronic means, and such persons shall be deemed to be present at that Meeting for all purposes of the Act and Articles, and attend, participate, attending, participating, attendance and participation shall be construed accordingly;	Included for further clarifications.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
	"Ordinary Resolution" means a resolution passed by the Shareholders of the Company by a simple majority of votes that is by more than 50 percent of the votes;	"Ordinary Resolution" means a resolution passed by the Shareholders representing a simple majority (more than 50%) of the total shareholding of Shareholders who, being entitled to vote, do so either in person or by proxy at a duly convened General Meeting, where prior notice of the intention to propose the resolution has been properly given;	To comply with Section 111 of the Companies Act 7/2023.
	(to add)	"Participate" references to a person's participation in the business of a General Meeting include without limitation and as relevant the right (including, in the case of a corporation, through a duly appointed representative) to speak, vote, be represented by a proxy and have access in hard copy or electronic form to all documents which are required by the Acts or these Articles to be made available at the Meeting, and participate and participating in the business of a General Meeting shall be construed accordingly;	Included for further clarification
	(To add)	"Proxy Notice" refers to a written or electronic notice appointing a proxy to attend, speak, and vote at a General Meeting on behalf of a Shareholder, in accordance with the provisions set out in Article 53(B). The Proxy Notice must be submitted to the Company in the form and manner specified in the notice to the General Meeting and within the timeframe required by the Company prior to the Meeting. The appointed proxy must act in accordance with the instructions provided by the Shareholder, if any, and is subject to the applicable provisions in the Articles.	Included for further clarifications.
	"Register" means the register of Shareholders to be kept by the Company;	"Register(s)" means the registers required to be maintained under the Act, including: i. a register of Shareholders holding Certificated Shares, maintained by the Company; ii. a register of Shareholders with Uncertified Shares maintained by the Maldives Securities Depository; iii. a Register of the Company's Directors; iv. a Register of Significant Beneficial Owners; v. a Register of Charges; and vi. any other Registers as may be required by these Articles and the Act.	Amendment made to include the various registries that are mandatory to be maintained by the Company under the Companies Act 7/2023.
	(to add)	"Significant Beneficial Owner" means any person with the following rights or benefits related to the Company: a. A person who directly or indirectly owns a minimum of 25% (twenty-five) percent shares; b. A person who directly or indirectly holds 25% (twenty-five) percent voting rights at the company's annual General Meetings; c. A person who directly or indirectly is entitled to 25% (twenty-five) of the company dividends distributed in a given fiscal year. d. A person entitled to exercise significant influence or control in addition to the rights reserved as a registered company shareholder.	To comply with Section 176 of the Companies Act 7/2023.
	"Special Resolution" means a resolution passed by Shareholders holding a majority of not less than three fourths of voting shares at a General Meeting of Shareholders of which not less than twenty-one days' written notice specifying the intention to propose the resolution as a Special Resolution has been duly given or as otherwise provided in the Act;	"Special Resolution" means a resolution passed by Shareholders representing a majority of not less than three fourths (75%) of the total shareholding of Shareholders who, being entitled to vote, do so either in person or by proxy at a duly convened General Meeting, where prior notice of the intention to propose the resolution as a Special Resolution has been properly given;	To comply with Section 112 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 2	<p>Interpretation</p> <p>(A). Words importing persons include corporations.</p> <p>(B). Words importing only the singular number include the plural number and vice versa.</p> <p>(C). Words importing only the masculine gender include the feminine gender.</p>	<p>Interpretation</p> <p>(A) Unless the context otherwise requires, a person includes a natural person, corporate or unincorporated body (whether or not having separate legal personality).</p> <p>(B) Unless the context otherwise requires, words in the singular shall include the plural and in the plural shall include the singular.</p> <p>(C) A reference to one gender shall include a reference to the other gender.</p> <p>(D) A reference to Legislation or a legislative provision is a reference to it as amended, extended or re-enacted from time to time.</p> <p>(E) Any words or expressions defined in the Companies Acts in force when these Articles or any part of these Articles are adopted shall (if not inconsistent with the subject or context in which they appear) have the same meaning in these Articles or that part, save that company shall include any company, corporation or other body corporate, wherever and however incorporated or established.</p> <p>(F) A reference to a document being signed or to signature includes references to its being executed under hand or under seal or by any other method and, in the case of a communication in electronic form, such references are to its being authenticated as specified by Legislation.</p>	Amended to provide more clarity as to interpreting the AoA.
Article 8 (b)	(to add under Article 8 (b))	(vii) specification of class of shares held by the Shareholder.	To comply with Section 81 of the Companies Act 7/2023.
(Adding new Article) Article 9 Article numbers shall be ordered accordingly this shall apply to Article numbers within the subsequent Articles as well.		<p>Significant Beneficial Owners</p> <p>(A) The Company shall maintain a Register and accurate information of its Significant Beneficial Owners in accordance with the Act and applicable Legislation.</p> <p>(b) If a Shareholder is not registered as an individual Shareholder in the Shareholders' Register, the Shareholder must submit and register the details of the beneficial owner of the shares with the Company in compliance with the Act. Furthermore, any changes to the beneficial ownership of the shares must be promptly notified to the Company by both the registered Shareholder and the beneficial owner.</p>	To comply with Section 176 of the Companies Act 7/2023.
Article 10 (a)	In accordance with legislation, the Board can allow the ownership, transfer and endorsement of any share to be evidenced without a share certificate through the use of a relevant system.	In accordance with Legislation, the Board can allow the ownership, transfer and endorsement of any share to be evidenced without a share certificate through the use of a Relevant System and deposited with a licensed depository.	To comply with Section 86 of the Companies Act 7/2023.
Article 13	Insofar as required by legislation, share certificates shall be issued under the Seal of the Company and in accordance with these Articles.	Insofar as required by legislation, share certificates shall be issued under the Seal of the Company and shall include the information specified in the Act.	To comply with Section 86 of the Companies Act 7/2023.
(Adding a new Article) Article 14	-	<p>CHARGES ON SHARES</p> <p>(A) The Company shall keep a registry of the charges on the Company's shares. The Register shall include information specified in the Act.</p> <p>(B) The Company shall inform the Registrar of Companies for any of the following charges created within 30 (thirty) days of such creation:</p> <ul style="list-style-type: none"> (i) charge over debentures created; (ii) charge over issued but unpaid share capital of the Company; (iii) charge over shares of the Company held in a subsidiary company; (iv) floating charge over assets or undertakings of the Company; (v) other charges as determined by the relevant regulation enacted under the Act. <p>(C) The Registrar of Companies shall also be notified of any release in the charge created within 30 (thirty) days of such release.</p>	To comply with Section 175 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 24 (Adding Additional Article 24 (e))		(E) The Company shall register the forfeiture of shares in the Company's Register of Shareholders. Such registration shall be considered as evidence of the forfeiture of the Shareholder's shares by the Company.	To comply with Section 81 of the Companies Act 7/2023.
Article 27 (Adding Additional Article 27 (f))		(F) The Company shall prepare a document that states the following: (i) the information of the party holding the shares; (ii) information of the party transferring the shares; (iii) information of the shares being transferred and details of the consideration for the transfer transaction; and (iv) any other information mandatory under the Act.	To prepare comprehensive details to comply with Section 81 of the Companies Act 7/2023.
Article 30	Transmission on Death When a Shareholder dies the Company may in accordance with these Articles register the shares held by the deceased member in the name of the person or persons whom the court declares as being entitled to hold the shares."	When a Shareholder dies the Company may in accordance with these Articles register the shares held by the deceased Shareholder in the name of the person or persons whom the court declares as being entitled to hold the shares.	Amended for consistency purposes.
Article 35	The Board can refuse to register the transfer of any shares which are not fully paid. However, if those shares are admitted to the Listing Authority for trading the Board may not exercise their powers in such a way as to prevent dealings in the shares of that class from taking place on an open and proper basis.	The Board can refuse to register the transfer of any shares which are not fully paid or for any other reason as specified in the Act. However, if those shares are admitted to the Listing Authority for trading the Board may not exercise their powers in such a way as to prevent dealings in the shares of that class from taking place on an open and proper basis.	Amended to as to give way for the enforcement of the Companies Act 7/2023 to the current AoA.
Article 37 (New Article) (The previous version of the AoA's Article 35 (b) is now a separate Article)		Convening of General Meetings The Board may, whenever it thinks fit, and in accordance with the Company Act, proceed to enable persons entitled to attend and participate in a General Meeting to do so by simultaneous attendance (at satellite Meeting place or places) and participation by electronic means, and may determine the means, or all different means, of attendance and participation used in relation to the General Meeting. In determining whether persons are attending or participating in a Meeting, other than at a physical place or places, it is immaterial where any of them are located or how they are able to communicate with each other.	Amended to comply with Article 102 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 38	<p>Annual General Meeting</p> <p>(A) An Annual General Meeting shall be held every year amongst the Shareholders of the Company, at such time (consistent with the terms of the Companies Acts) and place, including by Electronic Means, as may be determined by the Board. This Meeting shall be held in addition to any other General Meetings that may be held in a year amongst the Shareholders of the Company</p> <p>(B) The Board may, whenever it thinks fit, and in accordance with the Companies Acts, proceed to enable persons entitled to attend and participate in a General Meeting to do so by simultaneous attendance (at satellite Meeting place or places) and participation by Electronic Means, and may determine the means, or all different means, of attendance and participation used in relation to the General Meeting. In determining whether persons are attending or participating in a Meeting, other than at a physical place or places, it is immaterial where any of them are located or how they are able to communicate with each other.</p> <p>(C) At least fourteen (14) days' prior notice of Annual General Meeting must be provided to the Shareholders by public announcement. To the extent required by legislation, a copy of such notice shall be sent to the relevant authorities.</p> <p>(D) Where a notice is given for an Annual General Meeting such notice shall include the date, time and venue of the Annual General Meeting and be accompanied by:</p> <p>(i) the Annual Report;</p> <p>(ii) the Annual Accounts;</p> <p>(iii) the Auditor's Report; and</p> <p>(iv) any other documentation required by legislation.</p> <p>(E) An Annual General Meeting of the Shareholders of the Company shall be held at such time not later than fifteen (15) months after the registration of the Company as a public limited company.</p> <p>(F) No more than fifteen (15) months shall elapse between two (2) Annual General Meetings.</p> <p>(G) The following matters shall be included in the agenda and shall be transacted at the Annual General Meeting;</p> <p>(i) passing of the minutes for the last Annual General Meeting;</p> <p>(ii) approval of the audited balance sheet and the accounts of the Company for the preceding year;</p> <p>(iii) passing of the Annual Report prepared by the Board based on the affairs of the Company for the preceding year;</p> <p>(iv) election or re-election and appointment of Public Director(s) in accordance with Article 70;</p> <p>(v) where a decision is taken by the Board to declare dividends, the announcement of that decision and declaration of dividends;</p> <p>(vi) appointment of Auditors of the Company for the following year and fixing their remunerations; and</p> <p>(vii) if there is any business, inclusion of that business with the permission of the Chairperson.</p> <p>(H) The Annual Accounts, Auditor's Report of the Company shall be submitted as provided in the Act, to the Registrar of Companies within fifteen (15) days after the Annual General Meeting of the Company.</p>	<p>(A) An Annual General Meeting shall be held every year amongst the Shareholders of the Company, at such time (consistent with the terms of the Companies Acts) and place, including by electronic means, as may be determined by the Board. This Meeting shall be held in addition to any other General Meeting(s) that may be held in a year amongst the Shareholders of the Company.</p> <p>(B) The following matters shall be included in the agenda and shall be transacted at the Annual General Meeting;</p> <p>(i) passing of the minutes for the last Annual General Meeting;</p> <p>(ii) approval of the audited balance sheet and the accounts of the Company for the preceding year;</p> <p>(iii) passing of the Annual Report prepared by the Board based on the affairs of the Company for the preceding year;</p> <p>(iv) election or re-election of Public Director(s) in accordance with Article 69;</p> <p>(v) where a decision is taken by the Board to declare dividends, the announcement of that decision and declaration of dividends;</p> <p>(vi) appointment of Auditors of the Company for the following year and fixing their remunerations; and</p> <p>(vii) if there is any business, inclusion of that business with the permission of the Chairperson.</p> <p>(C) The Annual Accounts, Auditor's Report of the Company shall be submitted as provided in the Act, to the Registrar of Companies within fifteen (15) days after the Annual General Meeting of the Company.</p>	Amended to Comply with Article 96 of the Companies Act 7/2023 and to restructure the current AoA.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 39 (Previous AoA EGM is in Article 46)	<p>Extraordinary General Meeting</p> <p>(a) Every General Meeting held amongst the Shareholders of the Company except for the Annual General Meeting shall be deemed to be an Extraordinary General Meeting.</p> <p>(B) With respect to Extraordinary General Meetings;</p> <p>(i) the Board may convene an Extraordinary General Meeting;</p> <p>(ii) at the request of Shareholders representing not less than ten per cent (10%) of the issued share capital of the Company, the Board shall convene an Extraordinary General Meeting; and</p> <p>(iii) any request made under Article 46(B)(ii) shall be in writing and should include the reasons for convening the Meeting.</p> <p>(C) Unless otherwise specified by the Act, only the following matters may be submitted to an Extraordinary General Meeting: -</p> <p>(i) amendments of the Memorandum and Articles of Association of the Company;</p> <p>(ii) decision to sell or dispose of whole or part of the business of the Company;</p> <p>(iii) dissolution of the Company;</p> <p>(iv) removal or the election of a Public Director;</p> <p>(v) declaring a special dividend; and/or</p> <p>(vi) merging of the Company with another.</p> <p>(D) Unless otherwise specified by the Act, a matter shall be deemed passed in an Extraordinary General Meeting if adopted and passed by way of an Ordinary Resolution.</p>	<p>(A) Every General Meeting held amongst the Shareholders of the Company except for the Annual General Meeting shall be deemed to be an Extraordinary General Meeting.</p> <p>(B) With respect to Extraordinary General Meetings, the Board:</p> <p>(i) may convene an Extraordinary General Meeting at its discretion;</p> <p>(ii) shall convene an Extraordinary General Meeting upon the written of Shareholders representing not less than ten per cent (10%) of the Shareholders who have the right to vote at a General Meeting.</p> <p>(C) Any request made under Article 39 (B)(ii) shall:</p> <p>(i) include the reasons for convening the Meeting;</p> <p>(ii) specify the purpose of the Meeting, including the resolution(s) or a business to be considered or passed at the Meeting;</p> <p>(iii) include the signatures of the Shareholders requesting the Extraordinary General Meeting; and</p> <p>(iv) be submitted in writing, to the Company Secretary.</p> <p>(D) Within three (3) days of receiving a request made in accordance with Article 39 (C), the Board shall announce the convening of an Extraordinary General Meeting, which shall be held within ten (10) days from the date of receiving the request.</p> <p>(E) Unless otherwise specified by the Act, only the following matters may be submitted to an Extraordinary General Meeting: -</p> <p>(i) amendments of the Memorandum and Articles of Association of the Company;</p> <p>(ii) a decision to sell or dispose of whole or part of the Company's business;</p> <p>(iii) dissolution of the Company;</p> <p>(iv) removal or the election of a Public Director;</p> <p>(v) declaration of a special dividend;</p> <p>(vi) merger of the Company with another entity;</p> <p>(vii) change of the Company's name;</p> <p>(viii) changes to the rights of Shareholders; and/or</p> <p>(ix) an increase in the Company's share capital.</p> <p>(F) Unless otherwise specified by the Act, a matter shall be deemed passed in an Extraordinary General Meeting if adopted and passed by way of an Ordinary Resolution.</p>	Amended to Comply with Section 100 and 98 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 40 (This Article was originally Article 36)	<p>NOTICE OF GENERAL MEETINGS</p> <p>(A) Notice must be given for every General Meeting in accordance with the legislation.</p> <p>(B) All Shareholders must be given notice of every General Meeting. The only exception is those shareholders who are not entitled to receive a notice because of:</p> <p>(i) a provision in these Articles; or</p> <p>(ii) the terms of issue of the shares they hold.</p> <p>(C) Notice must also be given to the Auditors and the Directors.</p> <p>(D) A Shareholder who attends any General Meeting either in person or by proxy is considered to have received notice of that Meeting and, if required, of the purpose for which it was called.</p> <p>(E) In this Article references to notice or any other document includes communications in electronic form and documents made available on a web site or sites in accordance with the legislation and these Articles.</p>	<p>(A) A General Meeting shall be called by at least such minimum notice as is required or permitted by the Act. The Company may give such notice by any means or combination of means permitted by Legislation. To the extent required by Legislation, a copy of such notice shall be sent to the relevant authorities. The Company shall by public announcement provide at least:</p> <p>(i) fourteen (14) Clear Days' notice of an Annual General Meeting</p> <p>(ii) seven (7) days' notice of an Extraordinary General Meeting.</p> <p>(B) Every notice calling a General Meeting shall specify the:</p> <p>(i) place (including any satellite Meeting place or places), date and time of the Meeting,</p> <p>(ii) means, or all different means, of attendance and participation, and any identification requirements.</p> <p>(iii) the address of the website on which the information required by the Act is published,</p> <p>(iv) the procedures with which Shareholders must comply in order to be able to attend and vote at the Meeting (including the date by which they must comply),</p> <p>(v) details of any forms to be used for the appointment of a proxy;</p> <p>(vi) General nature of the business to be transacted at the Meeting, set out the text of all resolutions to be considered by the Meeting and state in each case whether it is proposed as an Ordinary Resolution or as a Special Resolution;</p> <p>(vii) how it is proposed that persons attending or participating in the Meeting electronically can cast their vote and communicate with each other during the Meeting.</p> <p>(C) Where a notice is given for an Annual General Meeting such notice shall be accompanied by:</p> <p>(i) the Annual Report;</p> <p>(ii) the Annual Accounts;</p> <p>(iii) the Auditor's Report; and</p> <p>(iv) any other documentation required by legislation.</p> <p>(D) Notice must also be given to the Auditors and the Directors.</p> <p>(E) In this Article references to notice or any other document includes communications in electronic form and documents made available on a web site or sites in accordance with the Legislation and these Articles.</p>	Amended to Comply with Section 96 and 100 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 41 (This Article was previously Article 37)	<p>POSTPONEMENT OF GENERAL MEETINGS</p> <p>If the Board consider that it is impracticable or unreasonable to hold a General Meeting on the date or at the time or place stated in the notice calling the Meeting, they can move or postpone the Meeting (or do both). If the Board does this, an announcement of the date, time and place of the rearranged Meeting will, if practicable, be published in at least two national newspapers. Notice of the business of the Meeting does not need to be given again. The Board must take reasonable steps to ensure that any shareholder trying to attend the Meeting at the original time and place is informed of the new arrangements. If a Meeting is rearranged in this way, appointments of proxy are valid if they are received as required by these Articles not less than 48 hours before the time of the rearranged Meeting. The Board can also move or postpone the rearranged Meeting (or do both) under this Article.</p>	<p>If the Board consider that it is impracticable or unreasonable to hold a General Meeting on the date or at the time or place stated in the notice calling the Meeting, they can move or postpone the Meeting (or do both). If the Board does this, an announcement of the date, time and place of the rearranged Meeting will be made by public announcement, and to the extent required by Legislation. Notice of the business of the Meeting does not need to be given again. The Board must take reasonable steps to ensure that any shareholder trying to attend the Meeting at the original time and place is informed of the new arrangements. If a Meeting is rearranged in this way, appointments of proxy are valid if they are received as required by these Articles not less than 48 hours before the time of the rearranged Meeting. The Board can also move or postpone the rearranged Meeting (or do both) under this Article.</p>	Amended to comply with Article 97 of the Companies Act 7/2023.
Article 42 (Previously Article 38)	<p>QUORUM</p> <p>(A) Before a General Meeting starts to do business there must be a quorum present. Unless these Articles say otherwise, the presence of five (5) Shareholders who are entitled to vote together representing in total a minimum of twenty per cent (20%) of shares of the issued capital of the Company and including a person representing the Government Shareholder and a person representing the Majority Shareholder, shall constitute the quorum required to hold a General Meeting of the Company. Shareholders present in person or by proxy, by Electronic Means (as so determined by the Board) shall be counted in the quorum for, and be entitled to participate in, the General Meeting in question. That Meeting shall be duly constituted and its proceedings valid if the chairperson of the Meeting is satisfied that adequate facilities are available throughout the Meeting to ensure that members attending the Meeting by all means (including Electronic Means) are able to participate in the business for which the Meeting has been convened.</p> <p>(B) If a quorum is not present, a chairperson of the Meeting can still be chosen and this will not be treated as a part of the business of the Meeting.</p>	<p>(A) No business shall be transacted at any General Meeting unless a quorum is present. A quorum of a General Meeting shall consist of three (3) Shareholders entitled to vote, including a proxy representing the Government and a proxy representing the Majority Shareholder, collectively holding at least ten per cent (10%) of the issued share capital of the Company. Shareholders present in person or by proxy, or through Electronic Means (as so determined by the Board) shall be counted towards the quorum, and be entitled to participate in, the General Meeting. The Meeting shall be duly constituted and its proceedings valid if the chairperson of the Meeting is satisfied that adequate facilities are available throughout the Meeting to ensure that Shareholders attending the Meeting by all means (including electronic means) are able to Participate in the business for which the Meeting has been convened.</p> <p>(B) If a quorum is not present, a chairperson of the Meeting can still be chosen and this will not be treated as a part of the business of the Meeting.</p>	Amended to comply with Section 106 of the Companies Act 7/2023.
Article 43 (Previously Article 39)	<p>PROCEDURE IF QUORUM NOT PRESENT</p> <p>(A) This Article applies if a quorum is not present within five minutes of the time fixed for a General Meeting to start or within any longer period not exceeding one hour which the chairperson of the Meeting can decide.</p> <p>(B) If the Meeting was called by Shareholders, it will be cancelled. Any other Meeting will be adjourned to the same day in the next week, at the same time and place, unless the Board decide to adjourn it to another day (which must be not less than fourteen (14) or more than twenty eight (28) days later) and to another time or place. In this Article references to written notice means in accordance with the legislation and these Articles.</p>	<p>(A) If a quorum is not present within five (5) minutes (or such longer interval not exceeding one hour which as the chair in their absolute discretion thinks fit) from the time appointed for holding a General Meeting, the Meeting shall be dissolved if convened on the requisition of Shareholders. In any other case, Meeting shall stand adjourned to such a day and at such time and place or places, with such means of attendance and participation (including electronic means), as the chair (or, in default, the Board) may determine. In this Article references to written notice means in accordance with the Legislation and these Articles.</p>	Amended to clarify the procedure to be followed if Quorum is not present for a General Meeting.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 44 (Previously Article 40)	CHAIRPERSON OF GENERAL MEETINGS (A) The Chairperson will be the chairperson of the Meeting at every General Meeting, if he or she is willing and able to take the chair. (B) If there is no Director willing and able to be the chairperson of the Meeting, then the Shareholders who are personally present at the Meeting and entitled to vote will decide which one of them is to be the chairperson of the Meeting."	(A) The Chairperson will preside as the chairperson of the Meeting at every General Meeting if he or she is willing and able to take the chair. (B) If there is no Chairperson or if at any Meeting the Chairperson is not present or unwilling to act as chair, the Deputy Chairperson (if any) of the Board shall, if present and willing to act, preside at such Meeting. If no Chairperson or Deputy Chairperson are so present and willing to act, the Directors present shall choose one of their number to act or, if there be only one Director present, such director shall be chair if willing to act. (C) If there is no Director willing and able to be the chairperson of the Meeting, then the Shareholders who are personally present at the Meeting and entitled to vote will decide which one of them is to be the chairperson of the Meeting. (D) The Registrar of Companies (or a designated representative of the Registrar of Companies) shall be the chair of a General Meeting held by the Registrar of Companies.	To comply with Section 137 of the Companies Act 7/2023.
Article 49 (Previously Article 45)	MINUTES OF GENERAL MEETINGS (A) Minutes of every General Meeting shall be recorded and maintained. The minutes shall contain a detailed account of the proceedings of the Meeting. The minutes shall be valid only when signed by the person who presided over the Meeting and the Company Secretary. (B) To the extent required by legislation, the Company shall submit minutes of the General Meeting to the relevant authority.	(A) Minutes of every General Meeting shall be recorded and maintained. The minutes shall contain a detailed account of the proceedings of the Meeting. The minutes shall be deemed valid only after approved by members and signed by the person who presided over the Meeting or the person who presided over any subsequent Meeting, along with the Company Secretary. (B) To the extent required by legislation, the Company shall submit minutes of the General Meeting to the relevant authority.	To comply with Section 109 and 110 of the Companies Act 7/2023.
Article 50 (Previously Article 47)	VOTING (A) Every resolution adopted by a General Meeting shall be passed by a vote of the Shareholders. Votes for a resolution put to the vote at a General Meeting (including a Meeting held by Electronic Means) may be cast by such electronic means as the Board, in its sole discretion, deems appropriate for the purposes of the Meeting. (B) Shareholders who are present in person or by proxy at a General Meeting (including a Meeting held by Electronic Means as so determined by the Board) can vote on a show of hands. Each shareholder and proxy will have one vote each on a show of hands. On a poll, every shareholder present in person or by proxy will have one vote for every share he or she holds. This is subject to any special rights or restrictions, which are given to any class of shares by, or under, these Articles.	VOTING (A) Every resolution adopted by a General Meeting shall be passed by a vote of the Shareholders. Votes for a resolution put to the vote at a General Meeting (including a Meeting held by electronic means) may be cast by such electronic means as the Board, in its sole discretion, deems appropriate for the purposes of the Meeting. (B) Shareholders present in person or by proxy at a General Meeting (including a Meeting held by electronic means, as so determined by the Board) shall have one (1) vote for each share they hold. This is subject to any special rights or restrictions attached, to any class of shares under, these Articles."	To comply with Section 107 of the Companies Act 7/2023.
(Article 48 to 50, 52 has been removed)			

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 53 (Previously Article 54)	<p>CONTENT OF PROXY NOTICES</p> <p>(A) Proxies may only validly be appointed by a notice in writing (a "proxy notice") which:</p> <p>(i) states the name and address of the Shareholder appointing the proxy;</p> <p>(ii) identifies the person appointed to be that Shareholder's proxy and the General Meeting in relation to which that person is appointed;</p> <p>(iii) is signed by or on behalf of the Shareholder appointing the proxy, or is authenticated in such manner as the Board may determine; and</p> <p>(iv) is delivered to the Company in accordance with the Articles and any instructions contained in the notice of the General Meeting to which they relate.</p> <p>(b) The Company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.</p> <p>(c) Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.</p> <p>(d) Unless a proxy notice indicates otherwise, it must be treated as:</p> <p>(i) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the Meeting, and</p> <p>(ii) appointing that person as a proxy in relation to any adjournment of the General Meeting to which it relates as well as the Meeting itself.</p>	<p>(A) A Shareholder may appoint another person as proxy to exercise all or any of the Shareholder's rights to attend and to speak and to vote on a resolution or amendment of a resolution, or on other business arising, at a General Meeting of the Company. Unless the contrary is stated in it, the appointment of a proxy shall be deemed to confer authority to exercise all such rights, as the proxy thinks fit.</p> <p>(B) Proxies may only validly be appointed by a notice in writing. The Board may accept the appointment of a proxy received by electronic means (a "proxy notice"), provided it:</p> <p>(i) states the name and address of the Shareholder appointing the proxy;</p> <p>(ii) the name of the Company;</p> <p>(iii) identifies the person appointed to be that Shareholder's proxy and the General Meeting in relation to which that person is appointed;</p> <p>(iv) is signed by or on behalf of the Shareholder appointing the proxy, or is authenticated in such manner as the Board may determine; and</p> <p>(v) is delivered to the Company in accordance with the Articles and any instructions contained in the notice of the General Meeting to which they relate.</p> <p>(C) The Company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.</p> <p>(D) Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.</p> <p>(E) Unless a proxy notice indicates otherwise, it must be treated as:</p> <p>(i) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the Meeting, and</p> <p>(ii) appointing that person as a proxy in relation to any adjournment of the General Meeting to which it relates as well as the Meeting itself.</p>	<p>To comply with Section 104, 105 and 108 of the Companies Act 7/2023.</p>

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 54 (Previously Article 55)	<p>DELIVERY OF PROXY NOTICES</p> <p>(A) Any notice of a General Meeting must specify the address or addresses ("proxy notification address") at which the Company or its agents will receive proxy notices relating to that Meeting, or any adjournment of it, delivered in hard copy or electronic form.</p> <p>(B) A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a General Meeting remains so entitled in respect of that Meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Company by or on behalf of that person.</p> <p>(C) Subject to paragraphs (D) and (E), a proxy notice must be delivered to a proxy notification address not less than forty-eight (48) hours before the General Meeting or adjourned Meeting to which it relates.</p> <p>(D) In the case of a poll taken more than forty-eight (48) hours after it is demanded, the notice must be delivered to a proxy notification address not less than twenty-four (24) hours before the time appointed for the taking of a poll.</p> <p>(E) In the case of a poll not taken during the Meeting but taken not more than forty-eight (48) hours after it was demanded, the proxy notice must be delivered in accordance with paragraph (C), or at the Meeting at which the poll was demanded to the Chairperson, Company Secretary or any Director.</p> <p>(F) An appointment under a proxy notice may be revoked by delivering a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given to a proxy notification address.</p> <p>(G) A notice revoking a proxy appointment only takes effect if it is delivered before the start of the Meeting or adjourned Meeting to which it relates, or (in the case of a poll not taken on the same day as the Meeting or adjourned Meeting) the time appointed for taking the poll to which it relates.</p> <p>(H) If a proxy notice is not signed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointer's behalf.</p> <p>(I) A proxy form will cease to be valid twelve (12) calendar months from the date of its receipt.</p>	<p>(A) Any notice of a General Meeting must specify the address or addresses ("proxy notification address") at which the Company or its agents will receive proxy notices relating to that Meeting, or any adjournment of it, delivered in hard copy or electronic form.</p> <p>(B) A person who is entitled to attend, speak or vote at a General Meeting remains so entitled in respect of that Meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Company by or on behalf of that person.</p> <p>(C) Subject to paragraphs (D) and (E), a proxy notice must be delivered to a proxy notification address not less than forty-eight (48) hours before the General Meeting or adjourned Meeting to which it relates.</p> <p>(D) An appointment under a proxy notice may be revoked by delivering a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given to a proxy notification address.</p> <p>(E) A notice revoking a proxy appointment only takes effect if it is delivered no less than forty-eight (48) hours before the start of the Meeting or adjourned Meeting to which it relates,</p> <p>(F) If a proxy notice is not signed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointer's behalf.</p> <p>(G) A proxy form will cease to be valid twelve (12) calendar months from the date of its receipt.</p>	To comply with Section 104 and 107 of the Companies Act 7/2023.
Article 56 (Previously Article 57)	<p>NO VOTING OF SHARES ON WHICH MONEY IS OWED TO THE COMPANY</p> <p>(A) No voting rights attached to a share may be exercised at any General Meeting, at any adjournment of it, or on any poll called at or in relation to it, unless all amounts payable to the Company in respect of that share have been paid.</p>	<p>(A) No voting rights attached to a share may be exercised at any General Meeting, at any adjournment of unless all amounts payable to the Company in respect of that share have been paid.</p>	To comply with Section 107 of the Companies Act 7/2023.
Article 64 (Previously Article 64)	<p>NO INTEREST ON DISTRIBUTIONS</p> <p>(A) The Company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by the terms on which the share was issued, or the provisions of another agreement between the holder of that share and the Company.</p>	<p>(A) The Company may not pay interest on any dividend or other sum payable in respect of a share.</p>	To comply with Section 150 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 69 (Previously Article 70)	DIRECTORS AND METHOD OF APPOINTMENT (To add under the Article)	(G) Each Director appointed or elected to the Board of Directors shall provide the Company with a written: (i) declaration of their consent to the appointment or election; and (ii) confirmation that they meet the qualifications and requirements specified under the Act and applicable Legislation. (H) The Company shall maintain information and a registry of the Directors of the Company, which shall include the information specified in the Act.	To comply with Section 115 and 117 of the Companies Act 7/2023.
Article 72 (Previously Article 73)	COMPANY SECRETARY (To Add the following)	(B) The Company Secretaty shall: (i) ensure the Company is operated pursuant to the Act, and in accordance with the Company's constitution; (ii) notify the responsibilities of the Directors and make arrangements for the fulfilment of those responsibilities; (iii) arrange, conduct and oversee General Meetings pursuant to directions from the Board of Directors; (iv) maintain minutes of Board Meetings and General Meetings; (v) arrange signatures of the Board of Directors and Shareholders as required under the Act; (vi) prepare documents in accordance with the instructions from the Board of Directors or the Registrar of Companies; (vii) coordinate any changes required under the Act with the Registrar of Companies; and (viii) maintain of the Registers and documents as required under the Act.	To comply with Section 143 of the Companies Act 7/2023.
Article 73 (Previously Article 74)	TERMINATION OF DIRECTORS' APPOINTMENT (viii) such Director ceases to be a Director under the legislation or he or she is removed from office under these Articles; or	(viii) such Director ceases to be a Director under the legislation, removal by the Registrar of Companies in accordance with the Act or he or she is removed from office under these Articles; or	To comply with Section 125 of the Companies Act 7/2023.
Article 79 (Previously Article 80)	CALLING A BOARD MEETING (A) Subject to the provisions of these Articles, the Board may meet together for the despatch of business, adjourn and otherwise regulate their Meetings and proceedings as they think fit, and may determine the quorum necessary for the transaction of business. "	(A) Subject to the provisions of these Articles, the Board shall meet together at least four (4) times a year for the despatch of business, adjourn and otherwise regulate their Meetings and proceedings as they think fit.	To comply with Section 136 of the Companies Act 7/2023.
Article 92	ACCOUNTS (D)The Board shall, once at least in every calendar year lay before the Company in general meeting a profit and loss account and balance sheet, containing a summary of the property and liabilities of the Company made up to a date not more than four months before the meeting form the date up to which the last preceding account and balance sheet were made up, and in the case of the first account and balance sheet from the incorporation of the Company."	(D) The Board shall, once at least in every calendar year lay before the Company in General Meeting the annual profit and loss account and balance sheet, containing a summary of the property and liabilities of the Company as at the end of the financial year, made up to a date not more than four months before the Meeting form the date up to which the last preceding account and balance sheet were made up, and in the case of the first account and balance sheet from the incorporation of the Company.	Amended to provide clarify for the Section.
Article 94 (Previously Article 95)	COMPANY SEAL (A) The Board shall provide for the safe custody of the seal and the securities seal (if any), which shall only be used by the authority of the Board of Directors or a committee constituted from amongst the Board of Directors in that behalf. Every instrument to which the Seal or the securities Seal shall be affixed shall be signed by a Director and shall be countersigned by the Company Secretary or by a second Director or by some other person appointed by the Board for the purpose provided that as regards as certificates for shares or debentures or other securities of the Company the Board may determine that such signatures or either of them shall be dispensed with or affixed by some method or system of mechanical signature.	(A) The Board shall provide for the safe custody of the seal and the securities seal (if any), which shall only be used by the authority of the Board of Directors and in accordance with the Act and applicable legislation.	Amended per Section 60 of the Companies Act 7/2023.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 99 (Previously Article 100)	<p>NOTICES</p> <p>(A) A notice may be given by the Company to any Shareholder either personally, by facsimile transmission, or by sending it by post to the Shareholder's registered address. Where the registered address of a Shareholder is outside the Republic of Maldives, notice shall be sent by registered air mail.</p> <p>(B) Every holder of registered shares whose registered place of address is not in the Republic of the Maldives, may from time to time notify in writing to the Company an address in the Republic of the Maldives or elsewhere which shall be deemed his or her registered place of address within the meaning of the last proceeding clause.</p> <p>(C) All notices shall with respect to any registered shares to which persons are jointly entitled be given to whichever of those persons is named first in the Register and notice so given shall be sufficient notice to all the holders of such shares."</p>	<p>(A) A notice may be given by the Company to any Shareholder either personally, by facsimile transmission, or by sending it by post to the Shareholder's registered address, where appropriate, by sending or supplying it in electronic form to an address notified by the member to the Company for that purpose, where appropriate, by making it available on a website and notifying the member of its availability or by any other means in accordance with the Act and legislation.</p> <p>(B) Service, sending or supply of any notice, document or other information on or to one of the joint holders shall for all purposes be deemed a sufficient service on, sending or supplying to all the joint holders.</p> <p>(C) When a notice is sent by post, service of the notice shall be deemed to have been served or delivered on the seventh day after the day when it was put in the post Any notice, document or other information, if served, sent or supplied by electronic means shall be deemed to have been received on the day on which the electronic communication was sent by or on behalf of the Company. Any notice, document or other information made available on a website shall be deemed to have been received on the day on which the notice, document or other information was first made available on the website. Any notice, document or other information served, sent or supplied by the Company by means of a relevant system shall be deemed to have been received when the Company or any sponsoring system-participant acting on its behalf sends the issuer-instruction relating to the notice, document or other information.</p>	Amended to provide an ease whilst sending Notices and to provide clarity as to what would amount to be a Notice having been sent.
Article 100 (Previously Article 101)	<p>WINDING UP</p> <p>(a) Any steps for voluntary liquidation or winding up of the Company and any filing of any voluntary petition of bankruptcy or insolvency of the Company may only be made following authorisation given by a Special Resolution of the Company. If the Company shall be wound up, and the assets available for distribution among the Shareholders as such shall be insufficient to repay the whole of the said paid up capital, such assets shall be distributed so that as nearly as may be the losses shall be borne by the Shareholders in proportion to the capital paid up or which ought to be have been paid up at the commencement of the winding up on the shares held by them respectively and if in a winding up the assets available for distribution among the Shareholders shall be more than sufficient to repay the whole of the capital paid up at the commencement of the winding up, the excess shall be distributed among the Shareholders in proportion to the capital at the commencement of the winding up paid up or which ought to have been paid up on the shares held by them respectively. But this Article is to be without prejudice to the rights of holders of shares issued upon special terms and conditions.</p>	<p>(A) Any steps for voluntary liquidation or winding up of the Company and any filing of any voluntary petition of bankruptcy or insolvency of the Company may only be made following authorisation given by a Special Resolution of the Company, or if it is ordered to be wound up by order of a competent court having jurisdiction, or the Registrar of Companies determines to wind up the Company. If the Company shall be wound up, and the assets available for distribution among the Shareholders as such shall be insufficient to repay the whole of the said paid up capital, such assets shall be distributed so that as nearly as may be the losses shall be borne by the Shareholders in proportion to the capital Paid Up or which ought to be have been Paid Up at the commencement of the winding up on the shares held by them respectively and if in a winding up the assets available for distribution among the Shareholders shall be more than sufficient to repay the whole of the capital Paid Up at the commencement of the winding up, the excess shall be distributed among the Shareholders in proportion to the capital at the commencement of the winding up Paid Up or which ought to have been Paid Up on the shares held by them respectively. But this Article is to be without prejudice to the rights of holders of shares issued upon special terms and conditions.</p>	Additions made as per Section 195 of the Companies Act 7/2023.
GLOSSARY		Definitions for "General Meeting" "Show of Hands" and "Poll" removed.	Deleted as this is no longer a requirement under the Companies Act 7/2023.
Names, Addresses & Descriptions of Subscribers	<p>Government of the Republic of Maldives Ministry of Finance and Treasury, Block 379 Ameenee Magu, Male' Maldives</p> <p>BTC Islands Limited Bahrain Telecommunications Company Building 1095, Road 145, Hamala 1014, Bahrain</p>	<p>Government of the Republic of Maldives Ministry of Finance, Block 379 Ameenee Magu, Male' Maldives</p> <p>BTC Islands Limited Beyon BSC, Building 1095, Road 145, Hamala 1014, Bahrain</p>	

APPROVAL OF AMENDMENTS TO THE ARTICLES OF MEMORANDUM OF DHIVEHI RAAJJEYGE GULHUN PLC



On 15 December 2024, the Board of Directors resolved to submit, for shareholder consideration and approval at the EGM, the following amendments to the Company’s Memorandum of Association.

A copy of the current Memorandum of Association can be viewed from: <https://www.dhiraagu.com.mv/upload/MemorandumofAssociation>

Proposed as a Special Resolution.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Cover Page	The Companies Act of the Republic of Maldives 1996 (Law No. 10/96)	Companies Act (Law No. 7/2023)	Amended as the Companies Act of 1996 has now been replaced by the newer Act.
Cover Page	NO. C-24/88	REGISTRATION NUMBER C-0024/1988	Amended for consistency purposes
Cover Page	DHIVEHI RAAJJEYGE GULHUN PUBLIC LIMITED COMPANY	DHIVEHI RAAJJEYGE GULHUN PLC	Amended for consistency purposes
Page 1	(Adopted by Special Resolution on 18 June 2020)	Adopted by Special Resolution on 22 December 2024	Amended so that the date of the Memorandum is the date on which these amendments are adopted
Page 1	Registered Office The registered address of the Company will be situated at Dhiraagu Head Office, Ameenee Magu, P.O.Box 20403, Male’, Republic of Maldives.	The registered address of the Company will be situated at Dhiraagu Head Office, Ameenee Magu, Male’ 20403, P.O Box 2082, Republic of Maldives	Amended to correct the registered address written on the previously passed MoA.
OBJECTIVES			
Article 3.1	To carry on all or any of the business of providing communications and related services, delivered by modern technologies, to customers in the Maldives. To achieve this, the Company may act as an investor, designer, developer, fundamental manufacturer, installer, manager, operator and proprietor of, and dealer in establishing, developing, expanding, enhancing, managing and operating systems, stations and exchanges for all types of communications howsoever produced transmitted received or processed including (without limiting the generality of the forgoing) internet, telephone, mobile (cellular) telephony and data services, facsimile, radar, television, satellite and computers and all improvements developments and replacements thereof;	To providing a wide array of communications and digital services, to customers in the Maldives using modern technologies. This includes acting as an investor, designer, developer, manufacturer, installer, manager, operator and proprietor of, and dealer in systems, stations and exchanges for all types of communications. These services encompass (without limiting the generality of the forgoing) internet, telephone, mobile (cellular) data services, facsimile, radar, mobile money (including but not limited to mobile insurance and reinsurance activities, banking and financial services), streaming activities, network as a service (NaaS) for rebroadcasters, satellite communications, and computers or similar equipment, and managed networks ensuring full coverage of both traditional and emerging digital services;	Amended to simplify the language used and to incorporate the services being provided by the Company.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 3.2	To carry on all or any of the business of supplying, operating, managing and dealing in services and facilities for communications of all kinds including, without prejudice to the generality of the foregoing, services and facilities which incorporate, use, or are used in conjunction with, in connection with or ancillary to, telecommunication systems, television systems or communications apparatus and equipment.	To supply, operate, manage and provide services and facilities for forms of communications including, telecommunication systems, content rebroadcasting services and managed networks.	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 3.3	To carry on all or any of the businesses of running, operating, managing and supplying data processing and information retrieval systems (whether or not remotely located) and systems utilising the capture, storage, processing, transmission or reception of messages and signals (including but not limited to data, sounds and visual images) by, with the aid of, in conjunction with, or in any way utilising, computers or similar equipment, and computer programmers and databases and to carry on the businesses of operating, managing supplying and dealing in services, and facilities of all kinds which incorporate, use or are used in conjunction with, in connection with or ancillary to, systems of such descriptions as aforesaid or any of the apparatus and equipment comprised therein.	to introduce, manage, and support new complementary products and other services that align with the Company's core Objectives. These services may include electronic activities in diverse sectors such as finance and insurance services, e-commerce, media and entertainment expanding the Company's digital ecosystem and contributing to the digital economy of the Maldives;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 3.4	To innovate, design, develop, construct, manufacture, produce, erect, assemble, test, import, export, alter, install, maintain, renovate, refurbish, repair, recondition, utilise, operate, manage, acquire, sell, hire out, supply and otherwise deal in plant, equipment and apparatus for the purposes of communications of all kinds including, without prejudice to the generality of the foregoing, plant, equipment and apparatus which is intended for, or capable of, or designed for use in, with, in connection with, in conjunction with, connected (directly or indirectly) to, or ancillary to, all, part of communications, data processing, information storage or retrieval or process control, systems, services, facilities, apparatus, plant and equipment as the case may be, and anything capable of being used for or in connection with or ancillary to such plant, equipment and apparatus as aforesaid.	to operate, manage and supply systems for data processing and retrieval of data (whether or not remotely located), including the capture, storage, processing, transmission or data, sounds and images. This objective also encompasses managing and optimising networks to ensure the security, efficiency, and reliability of these data transmission systems, particularly in remote or cloud-based environments, enabling seamless communication across different platforms.	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 3.5	To carry on all or any of the trades or businesses of communication, nautical, computer, micro-computer, electrical, electronic, micro-electronic, micro-processing; mechanical engineers and to acquire, supply and deal in all apparatus, equipment, goods and other things capable of being used in connection therewith.	to innovate, design, develop, construct, produce, erect, assemble, test, import, export, alter, install, maintain, renovate, refurbish, repair, recondition, utilise, operate, manage, acquire, sell, hire out, supply, dispose of, and otherwise deal in plant, equipment and apparatus for various types of communication services. This includes but is not limited to telecommunications infrastructure, data processing, information storage or retrieval, systems related to or process control, and environmentally responsible collection, disposal or recycling of any such obsolete or redundant equipment;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 3.6	To create and provide modern and innovative services and products in the field of information technology communications (including but not limited to voice (mobile and fixed), internet and data services) call centre services and television services. These services and products will include design, development and complete implementation of national and international telephone service, payphone service, cellular phone service, managed communications services and all associated communication services subject to any permission as required under the laws of the Republic of the Maldives.	to engage in trades or businesses of communication, nautical, computer, electrical, electronic, and mechanical engineering, and to acquire, supply and deal in all related apparatus and equipment;	Amended to simplify the language used and to incorporate the services being provided by the Company.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 3.7	To the extent permitted by the law of the Republic of the Maldives, to acquire, design, construct, develop, equip, execute, work, improve, maintain, manage, administer, carry out or control any stations, exchanges, cables (including sub-marine cables), satellites, ships and vessels of all kinds, wharfs, piers, roads, works, factories, plants, laboratories, warehouses, depots, stores, offices, dwelling houses, and other buildings, installations and facilities of all kinds which may seem calculated directly or indirectly to advance the Company's interests, and to contribute to, subsidise or otherwise assist or take part in the design, construction, development, equipping, execution, working, improvement, maintenance, management, administration, carrying out or control thereof, and to take any lease or enter into working agreement in respect thereof.	to create and deliver innovative IT and digital communication services and products. This includes but not limited to voice (mobile and fixed), internet and data services, call centre services, e-commerce, development of software and applications, and streaming activities, network as a service (NaaS) for rebroadcasters, national and international telephone services, and managed communications in compliance with applicable Maldivian law;	Amended to simplify the language used and to incorporate the services being provided by the Company.
(To be included) Article 3.8		to the extent permitted by the law of the Republic of the Maldives, to acquire, design, construct, develop, equip, and manage infrastructure and facilities supporting communications, such as stations, exchanges, cables (including submarine cables for international connectivity), satellites, ships and vessels of all kinds, wharfs, piers, roads, works, factories, plants, laboratories, warehouses, depots, stores, offices, and other buildings or facilities. This includes assisting in the design, construction, management or control of such infrastructure, including managed networks, and entering into leases in respect thereof.	Included to incorporate all services and activities of the Company and to incorporate the previous MoA's Articles into one Article.
(To be included) Article 3.9		develop, implement, and manage robust cybersecurity services that protect the company's communication networks, data, and infrastructure. This includes offering threat detection, incident response, vulnerability assessments, compliance solutions, and managed cybersecurity services to ensure secure operations. These services will protect both internal systems and customer-facing services from cyber threats, enhancing customer trust and safeguarding sensitive data;	Included to incorporate all services and activities of the Company and to incorporate the previous MoA's Articles into one Article.
(To be included) Article 3.10		to drive digital transformation for businesses, government entities, and other sectors by offering a range of digital solutions. These will include managed IT services, cloud computing (such as Infrastructure-as-a-Service (IaaS), Platform-as-a-Service (PaaS), and Software-as-a-Service (SaaS)), Internet of Things (IoT) ecosystems, and artificial intelligence (AI) and machine learning services. The aim is to empower customers to streamline their operations, enhance efficiency, improve decision-making, and remain competitive in an increasingly digital world	Included to incorporate all services and activities of the Company and to incorporate the previous MoA's Articles into one Article.
Article 4.1 (Original Article 4.2 has been now combined with 4.1)	to transact such other business as may be proper, necessary and desirable for or in connection with the objects of the Company or any of them;	To transact other business as may be appropriate, necessary or desirable for or in connection with the Company's Objectives. This includes establishing, constructing, acquiring, operating and administering plants, facilities and infrastructure and to support Company's activities;	Amended to make the Article more comprehensive.
Article 4.2 (Article 4.3 of the original MoA has now been changed to 4.2)	to set up, erect, construct, purchase, take on lease, run, operate and administer plants and factories and to carry on all such functions and business as are necessary and incidental to meet the objectives of the Company;	undertake projects to promote communication services. These include installing, commissioning, maintaining, and operating infrastructure such as communication networks and facilities, as well as providing skilled human resources for various telecommunication and technology-related services. The Company is also authorised to engage in content production, distribution, and streaming services;	Amended to simplify the language used and to incorporate the services being provided by the Company.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 4.3 (Article 4.4 of the original MoA has been amended and re-numbered as Article 4.3)	to undertake projects relating to the promotion of communication services and to carry out installation, wiring, commissioning, civil works, engage in business and commercial activities and provide human resources for skilled, semi-skilled and skilled jobs.	acquire advanced technology necessary for the Company's activities and provide related services. These may include conducting feasibility studies, providing consultations, implementing projects, developing markets and offering solutions related software, system integration and telecommunication infrastructure;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.4 (Elements of Article 4.5 of the original MoA has now been incorporated into Article 4.4)	to acquire advanced technology of electronic products and provide both project and bureau services associated with this technology. Project services include feasibility studies, consultation, project implementation, market development, foreign agency services, import services, maintenance, and computer software customisation, optimisation and system integration;	develop and maintain a nationwide network designed to deliver a wide range of digital services and other value-added communications services. These services include streaming activities, network as a service (NaaS) for rebroadcasters data transmission, multimedia delivery, and other digital offerings that enhance customer experience. The Company is authorised to acquire necessary equipment for the network, ensuring its effective management, and overseeing its operation and maintenance to meet the needs of subscribers. ;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.5	to set up a countrywide network for value added communications and television services of any kind, procure equipment and arrange its management, operations and maintenance to serve the needs of subscribers;	manufacture, trade, and deal in communication devices, digital equipment, electrical and mechanical apparatus, as well as consumer electronics and related products. The Company will also be responsible for the installation, maintenance, and repair of such equipment and systems;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.6	to acquire, produce, transmit, publish, print and reproduce in any form whatsoever (including, without prejudice to the generality of the foregoing, visual or audible form and forms capable or being used by in or in connection with, computers), and to buy, sell, supply and otherwise deal in directories, brochures, supply and otherwise deal in directories, brochures, manuals, journals, periodicals, magazines, books, pictures, photographs, stationery and other documents;	provide advertising, marketing, consultancy, brokerage, and agency services related to communications, media, and technology. This includes creating and distributing promotional materials, managing advertising campaigns, and buying or selling advertising time and space across various media;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.7 (Original Article 4.7 has been deleted)	to accept, design, display, publish, transmit, distribute or reproduce in any form whatsoever advertisements and publicity and promotional material of the Company; to acquire dispose of and use advertising time and space in any media; to develop, produce and undertake advertising, publicity and promotional campaigns and competitions for itself; to undertake, promote and sponsor any product, service event, individual or publications which in the opinion of the Company will promote, advance or publicise any activity of the Company; and generally to carry on the business of advertising, public relations and publicity consultants and agents;	engage in research and development activities to enhance the Company's operations and foster innovation within the scope of its business. This includes exploring new technologies, processes, and business opportunities, as well as undertaking business ventures designed to optimise the use of assets, properties, and resources to drive profitability;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.8 (Original Article 4.8 has now been deleted)	to carry on any other business or activity and do anything of any nature whatsoever which may seem to the Company capable of being conveniently carried on or done in connection with any business of the Company hereinbefore or hereinafter authorised or calculated directly or indirectly to enhance the value of or render profitable or more profitable all or any part of the Company's undertakings, property, assets, rights, skills or interests;	acquire, manage, and lease real and personal property, including machinery, vehicles, and office equipment, for use in the Company's operations. This also includes the right to deal with the property of other companies, particularly those involved in the telecommunications, technology, or related industries, through acquisition, leasing, or any other authorised means;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.9 (The original Article 4.9 has been deleted)	to conduct research and development in connection with the operations of the Company, to establish and maintain research stations, laboratories workshops, testing and proving grounds, facilities and establishments and generally to act as researchers and developers;	conduct a wide range of financial activities, including borrowing funds, issuing debentures, and managing banking relationships to support the Company's operations. The Company is authorised to enter into guarantees, contracts, indemnities, and other financial arrangements, including supporting subsidiaries or affiliated companies;	Amended to simplify the language used and to incorporate the services being provided by the Company.

ARTICLE NO/ PAGE NO.	CURRENT ARTICLE	PROPOSED AMENDMENT OR CHANGE	JUSTIFICATION
Article 4.10 (Original Article 4.10 has been deleted)	to carry on all or any of the businesses of owners and operators of business centres; and owners of land, water and air transport of all kinds;	invest the Company's surplus funds, in various financial instruments, such as shares or securities, and promote or establish other companies that align with the Company's objectives. This includes acquiring or establishing businesses, either domestically or internationally, that support the Company's strategy;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.11 (Original Article 4.11 has now been deleted)	to execute any kinds of financial, commercial, banking, trading, trust and other operations in relation to telecommunications;	establish and operate local and international branches, agencies or companies to further the Company's Objectives. The Company has the right to regulate or discontinue such entities as needed, in line with changing business needs or strategic objectives;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.12 (Original Article 4.12 has now been deleted)	to provide services of all descriptions and to carry on business as advisers, consultants, brokers and agents of any kind in relation to communications or related services;	Engage in joint ventures, profit-sharing agreements, and other business partnerships that align with the Company's objectives. This may include acquiring or promoting companies, particularly those engaged in industries that complement or enhance the Company's services, such as telecommunications, media, and technology.	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.13 (Original Article 4.13 has now been deleted)	to acquire, to the extent permitted by laws of the Republic of the Maldives, whether by purchase lease hire credit arrangement exchange or otherwise howsoever, real and personal property of all kinds including (without limiting the generality of the foregoing) machines, vehicles, equipment, apparatus and articles of all kinds and to let lease or hire out the same or otherwise make the same available for use by any persons firm or company;	Provide pensions, retirement benefits, health benefits, and other forms of support to employees, former employees and their dependents. Additionally, the Company can establish or contribute to share acquisition schemes for employees, encouraging them to participate in the ownership of the Company through stock options or share purchases;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.14 (Original Article 4.14 has been deleted)	to manufacture and deal in all kinds of articles and things required for the purposes of any business as aforesaid or commonly dealt in by persons engaged in any such business;	Engage in charitable activities, donations, and sponsorships for public causes that further the interests of the Company, its members, employees or the wider community. This includes contributing to social development, welfare, education, or environmental initiatives that align with the Company's sustainability and corporate social responsibility (CSR) objectives;	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.15 (Original Article 4.15 has been deleted)	to purchase or otherwise acquire, to the extent permitted by the laws of the Republic of the Maldives, all or any part of the business property and liabilities of any company or person, formed for or carrying on business including all or any part of the purpose within the objects of this Company, and to accept stock or shares in, or the debentures, mortgage debentures or other securities of, any other company in payment or part payment for any services rendered or for any sale made to or debt owing from any such company;	undertake any additional activities or business that are deemed practical or useful for the attainment of the Company's objectives. This includes any new ventures or business ideas that align with the Company's long-term goals, and activities that may arise as market conditions or customer needs evolve. The Company is also empowered to perform all tasks incidental or conducive to the furthering of these objectives.	Amended to simplify the language used and to incorporate the services being provided by the Company.
Article 4.16 to Article 4.46 has now been deleted			
Names, Addresses & Descriptions of Subscribers	Government of the Republic of Maldives Ministry of Finance and Treasury, Block 379 Ameenee Magu, Male' Maldives	Government of the Republic of Maldives Ministry of Finance, Block 379 Ameenee Magu, Male' Maldives	Amended to reflect name changes.
	BTC Islands Limited Bahrain Telecommunications Company Building 1095, Road 145, Hamala 1014, Bahrain	BTC Islands Limited Beyon BSC, Building 1095, Road 145, Hamala 1014, Bahrain	

SHAREHOLDERS

All Shareholders who are listed in the Company's Share Register as of Thursday, 19 December 2024, 16:00hrs are eligible to participate and vote at the EGM.

HOW TO PARTICIPATE IN THE EGM

Our upcoming EGM is scheduled to be held as an online meeting using the Fahivote platform.

Shareholders and proxy holders wishing to participate in the EGM are required to pre-register for the meeting by registering online via <https://infinity.mv/>. Only shareholders who pre-register for the event will be able to participate in the EGM. On the EGM date, all pre-registered shareholders and proxy holders will be registered to the EGM.

Upon registration a text message with login credentials to FahiVote will be auto generated and sent by Maldives Securities Depository. Login credentials will include <https://fahivote.mv>, username and password. All shareholders and proxy holders attending the EGM are requested to log in to FahiVote on Sunday, 22 December 2024, between 12:45hrs and 13:00hrs.

IMPORTANT: LOGIN CREDENTIALS SHOULD NOT BE SHARED WITH ANY OTHER PERSON OTHER THAN THE RESPECTIVE RECIPIENT. IF A USER IS LOGGED IN TO THE APPLICATION USING A SECOND DEVICE THE FIRST DEVICE WILL BE SIGNED OUT AUTOMATICALLY, MSD AND/OR COMPANY SHALL NOT BE RESPONSIBLE FOR ANY ISSUES ARISING FROM A USER SHARING INFORMATION TO A THIRD PARTY OR FOR SIMULTANEOUS USE OF CREDENTIALS ON MULTIPLE DEVICES.

PRE-REGISTRATION OF SHAREHOLDERS

Pre-Registration of Shareholders wishing to participate in the EGM are required to pre-register for the meeting by registering online via <https://infinity.mv/>

REGISTRATION PERIOD:

18:00 hrs, 15 December 2024 to 13:00 hrs 20 December 2024

DEADLINE:

13:00 hrs – Friday, 20 December 2024

HOW:

Register online via <https://infinity.mv/>

APPOINTMENT & REGISTRATION OF PROXIES

If a shareholder is unable to attend the EGM, he/she may appoint a proxy to attend and vote at the EGM on his/her behalf. A proxy must be over 18 years old on the date of registration, and anyone can only act as proxy for a maximum of 100 shareholders. It is the shareholder's responsibility to ensure that a proxy being appointed to represent the shareholder at the EGM can vote on the shareholder's behalf. Please be advised that a proxy holder can vote collectively on behalf of all shareholders represented by the proxy. A proxy holder cannot vote individually on behalf of each shareholder, if more than one shareholder is being represented by the proxy. Shareholders who wish to appoint a proxy to attend the EGM on their behalf may do so by appointing a proxy online via <https://infinity.mv/>

REGISTRATION PERIOD:

18:00 hrs, 15 December 2024 to 13:00 hrs 20 December 2024

DEADLINE:

13:00 hrs – Friday, 20 December 2024

VOTING PROCEDURE

All shareholders and proxies must register and log in to the event to participate in the voting process. Shareholders and proxies shall have 1 (one) vote for every share held. Voting during the EGM will be electronically.

Two resolution is proposed as a Special Resolution. A Special Resolution will require a majority of not less than three-fourths (75%) of the votes cast by shareholders in person or by proxy participating at the EGM.

ONLINE REGISTRATION

1. Access <https://infinity.mv/>
2. Shareholders with a securities depository account with Maldives Securities Depository (MSD) can register to Infinity and login with your username and password.
3. Shareholders who do not hold an account with MSD can request to open an account through Infinity. MSD will send an email or SMS confirmation once the account is created.
4. Once logged in, the Dashboard will show FahiVote. Select FahiVote.
5. Select Dhiraagu EGM.

FOR PROXY REGISTRATION

1. Select Proxy Registration / On My Behalf.
2. Enter Identification Number, Name, Address, Contact Number, and Email of the Proxy being appointed.
3. Upload Proxy Holder Identification Document.
4. Tick declaration that the Proxy Holder has given consent for the proxy.
5. Tick consent for the Proxy Holder to vote on your behalf
6. Submit Proxy.
7. Proxy Holder will only be able to vote collectively on behalf of all the shareholders.

FOR SHARE HOLDER PRE-REGISTRATION

1. Select Pre-Registration / Self Registration. Tick Register to attend this Event and indicate whether you will be attending online or in person at the EGM venue. Submit to Register.
2. On the closing deadline for pre-registration, you will receive a text message confirming you have been pre-registered for the EGM.

PROXY REVOCATION

1. If you want to remove/revoke a proxy during the time specified for proxy registration, login to your Infinity account and select remove proxy. Confirm removal.
2. You may add a new proxy online through Infinity after removing an existing proxy, during the time specified for proxy registration.

PROXY REGISTRATION CONFIRMATION

1. On closing of the deadline for proxy registration, the proxy holder will receive a text message confirming proxy registration.
2. When a proxy is appointed the proxy holder will be pre-registered for the EGM. Proxy holders will not be required to separately pre-register for the EGM.

INSTRUCTIONS FOR VIRTUAL EGM PROCEEDINGS AND VOTING SHAREHOLDERS WILL ALSO BE BRIEFED AT THE EVENT

EGM PROCESS

Login to FahiVote using the username and password sent by MSD. (Google Chrome is the recommended browser for the application.)

- Select preferred language 'Dhivehi' or 'English.'
- When the Chairperson officially opens the meeting, ongoing agenda items will be highlighted and navigated automatically.

LIVE VIDEO CAST

This is the live feed of the EGM event. EGM attendees are requested to play the video to follow the EGM.

EXPRESSION OF OPINION/QUESTIONS

We will activate a Messaging option for shareholders and proxies to submit questions for each resolution being put to vote at the EGM.

1. When Messaging is activated, click the Message box on the left side upper corner of the screen, write a message and click send.
2. Messages will be moderated by the Company Secretary before it is shared with the Chairperson of the meeting.

Guidelines for Shareholder/Proxies Conduct and Questions

1. Conduct yourself with courtesy and respect. Inappropriate or rude questions will not be entertained.
2. Focus questions on agenda items. Personal queries will be referred to customer service and addressed outside the meeting.
3. Similar questions from multiple Shareholders may be addressed collectively by the Chair.
4. Responses to unanswered questions will be provided after the meeting.

VOTING INSTRUCTION

1. When an Agenda Item is called for voting, the voting screen will appear automatically.
2. The voting type for each Agenda Item will be displayed on your screen.
3. If you are a proxy holder, you will be able to vote collectively on behalf of all the shareholders you represent. Your screen will display the total votes you can cast as a proxy.
4. Select preferred choice and submit vote. Please make sure to select the mandatory number of choices for each voting agenda item. You will be prompted to confirm your vote.
5. After the vote is confirmed, a result screen will appear on your device showing details of the results for the voting item.
6. If you do not vote during the time given for voting, your vote will be displayed as abstained.

15 December 2024

ISSUED BY:

Dhiraagu Investor Relations
Phone: 3311121
Email: investor-relations@dhiraagu.com.mv