



GOVERNANCE REPORT 2023

Qatar Islamic Insurance Group

Chairman Message:

“ In the name of Allah, the Most Gracious, the Most Merciful,
Peace and blessings be upon the Messenger of Allah, his family, and companions.
Esteemed shareholders Greetings and best wishes to you all.

On behalf of myself and on behalf of the esteemed members of the Board of Directors, I am pleased to present to you the Governance Report for Qatar Islamic Insurance Group for the year 2023.

This report is presented within the framework of our commitment to enhancing levels of transparency and accountability within the group. It comprehensively addresses aspects of sound governance and ethical practices that guide our operations.
Our main objective is to promote sustainable growth and achieve sustainable value for our esteemed shareholders.

In conclusion, I would like to extend my utmost appreciation and gratitude to His Highness the Amir of the State, may Allah protect and preserve him, and to His Excellency the Prime Minister for their continuous support.

I would also like to express my sincere thanks to the Central Bank of Qatar, the Ministry of Commerce and Industry, the Qatar Financial Markets Authority, and the Shariah Supervisory Board of the Group, as well as to our esteemed clients and shareholders. I appreciate the efforts and dedication of all employees, and I would like to extend my heartfelt thanks to all members of the Board and its affiliated committees for their significant efforts during the year 2023.

Peace, mercy, and blessings of Allah be upon you all.



” **Jamal Abdullah Al-Jamal**
Chairman of Board of Directors

About Qatar Islamic Insurance Group:

Qatar Islamic Insurance Group (Q.P.S.C.) was established as a closed joint stock company in the State of Qatar on May 3, 1994 in accordance with the provisions of the Qatari Companies Law No. 11 of 1981 under Commercial Registration No. (16584). Then the group changed its legal status to become a joint stock company. Qatari public listed on December 12, 1999, and accordingly its shares were listed on the Qatar Stock Exchange. The company is governed by the Qatari Commercial Companies Law No. 11 of 2015 and its amendments issued pursuant to Law No. 8 of 2021 and under the supervision and control of the Qatar Central Bank as one of the financial institutions in the country.

On 10/14/2018, the Extraordinary General Assembly approved changing the name of the group from “Qatari Islamic Insurance Company” to “Qatari Islamic Insurance Group”, for the purpose of practicing the activity of selling and managing real estate and establishing a real estate company owned 100% by the group.

The group operates mainly in the business of general insurance, takaful (people’s insurance) and health insurance in accordance with the provisions of Islamic Sharia. The group also invests the funds of shareholders and policyholders in real estate, stocks, and investment in associated companies.



The group's head office is located in the group's building located on C Ring Road, Doha - Qatar, which is its legal domicile. According to the group’s articles of association, the Board of Directors may establish branches, offices or agencies in Qatar or abroad.

Purpose of establishing the group:

The Group operates primarily in the business of insurance and reinsurance, acting as an agency for the insurance account in accordance with the provisions of Islamic Sharia, and investing the capital and assets of the Group, without usury, in various fields of investment and on the basis of cooperative and mutual insurance and its principles. In order to achieve its objectives, the Group undertakes in particular the following activities:

- Fire insurance includes contracting insurance against damage resulting from fire, earthquakes, lightning, hurricanes, home explosions, damage caused by falling aircraft and other aerial vehicles, and other things that are considered customary and customary to fall within fire insurance.
- Accident insurance includes contracting insurance against damages resulting from personal accidents, work accidents, theft, breach of trust, embezzlement, rape, plunder, and against damage resulting from diseases, car accidents, travelers, civil liability insurance, and everything that is considered customary and usual within accident insurance.
- Land, sea and air insurance includes contracting insurance against damages that may occur to land, sea and air means of transport, including cargo or anything that can be insured related to various means of transport, goods, luggage and money. It also includes risks of commercial warehouses and any incidental risks and everything that is considered by law and custom within Land, sea and air insurance.
- Takaful insurance (the legal alternative to life insurance) includes Takaful insurance for individuals, families, groups, and everything that is legally and customarily considered Takaful insurance.
- Health insurance includes health insurance for individuals, families and groups.
- Working as an estimator and valuer of losses in the field of insurance.
- Working as an agent for Islamic insurance companies.
- Investing the group’s assets, which consist of shareholders’ assets and the insured’s assets, in various fields and establishing various companies that help it achieve its goals.
- Buying, renting, exchanging, holding, selling, leasing and disposing of any of the Group's properties.
- Participating with bodies, companies or institutions that carry out work similar to its work or assisting it in achieving its objectives.
- Providing technical consultations in the field of insurance.



The group's obligations towards shareholders in all its activities:

In all its work, the group is committed to the following principles:

- Carrying out all of its business in the field of insurance on the basis of cooperative and mutual insurance and its Sharia principles, and in the field of investing the funds it has available and in any other field by means completely free of usury and of any legal prohibition and in accordance with the provisions of Islamic Sharia.
- Achieving the interest of the insured in a way that ensures their mutual cooperation in bearing the damages that befall any of them in the event of the occurrence of the risks insured against by the group by distributing the value of these damages to them according to the principles determined by the group's board of directors in accordance with the principles of cooperative insurance.
- Organizing the insurance operations undertaken by the group in a way that leads to the return of all or part of the surplus achieved in the insurance operations accounts to the insured in accordance with the rules set by the Board of Directors after the approval of the Sharia Supervisory Board. This surplus represents the value of the difference between the net subscriptions (total subscriptions deducted Including reinsurers' shares, agency fees, brokers' commissions, and technical allocations) in addition to the net returns from investing the insured's funds (the total returns from investing the insured's funds, deducted from the shareholders' share in it, "the Mudaraba share," and direct investment costs), and the net compensation that was paid or not paid to the insured. In the event that the risks insured by the group are realized (total compensation less the reinsurer's shares in those compensation), the Board of Directors shall develop a detailed policy for the ways and means of distributing the surplus, which shall be presented to the Shari'a Supervisory Board for approval annually.
- Investing the funds collected from the insured and the surpluses and adding the net returns of this investment for their benefit after deducting a percentage of these returns for the benefit of the shareholders in exchange for caring for and investing the aforementioned funds. The Sharia Supervisory Board determines the shareholders' share (the Mudarib share) in the returns on investments of the insured's funds at the end of each financial year.

Our message:

We provide innovative and comprehensive Takaful products and services at competitive prices and with high professionalism that satisfy our customers and provide them and their property with the highest levels of protection and guarantee.

Our vision:

To be the leading Takaful insurance company in Qatar and the region by enhancing our acquired reputation in the field of product innovation, maximizing the returns of policyholders and shareholders, and developing human resources.

Our values:

We pledge to implement our values that we are proud of and embrace, which are:

- Our constant loyalty and absolute concern is to the insurance policyholders and shareholders who own all of the group's insurance activities and assets.
- Our passion for innovation reflects our unwavering commitment to fulfilling the requirements and desires of our customers and maximizing the benefits and quality of our products and services.
- Because we are committed to caring for the interests of insurance policyholders and shareholders, we are extremely careful not to take any action in any of our areas of work that might expose those interests to the slightest degree of risk.
- Because continuous growth represents the driving force of the group, we always strive to raise our performance indicators in all aspects of our work.
- To respect our employees, create opportunities for them to advance within the group, and encourage them to improve the quality of their work and increase their productivity through incentive programs that are continuously improved.
- We must always work to spread awareness of cooperative insurance among members of society to enhance solidarity among them and encourage them to cooperate for the benefit of society as a whole.

Legislative environment:

Qatar Islamic Insurance Group is subject to a number of regulatory and legislative bodies, whose instructions and relevant legislation the group adheres to, including, but not limited to, the following:

- Qatar Central Bank
- Qatar Financial Markets Authority
- Ministry of Commerce and Industry
- All regulatory and legislative authorities, laws and regulations related to the nature of the group's operations and activities.
- The group is also committed to the provisions of Article (3) of Corporate Governance issued by the Qatar Financial Markets Authority and the Governance of Insurance Companies issued by the Qatar Central Bank, which are used as guidance in preparing this report.

Group capital structure:

The group's capital was set at 150 million Qatari riyals, divided into 150 million shares with a nominal value of 1 (Qatari riyal) per share.

The minimum ownership by a board member (membership guarantee shares) was set at 0.25% (a quarter of a percent) of the total capital, which is equivalent to 375,000 (three hundred and seventy-five thousand) shares only, according to the latest version of the group's bylaws. Which was approved by the General Assembly on 04/09/2023.

It is also not permissible for any natural or legal person to own, directly or indirectly, more than 5% of the group's shares, and with prior approval from the Qatar Central Bank, the percentage may reach 10%, in accordance with the controls established by the Central Bank, and as shown in Table of direct contributions of the group's 10 largest shareholders, in addition to the companies indirectly owned by them

External Auditor:

The group's external auditors for the financial year ending December 31, 2023 are Messrs. KPMG. (KPMG) The value of the fees charged for services provided during the year was 340,000 Qatari riyals, divided into 200,000 Qatari riyals for services related to the scope of the audit and 140,000 Qatari riyals for services outside the scope of the audit.



N.	Shareholder name	Number of Shares	Ownership percentage
1	Wethaq for business development	3.375.000	2.25 %
2	JURADALE CAPITAL HOLDINGS LP	3.328.380	2.22 %
3	Islamic International Investment *	3.000.000	2 %
4	Al Dur Al Safi Investment *	3.000.000	2 %
5	8 Wadi Al-Sail Fund	3.000.000	2 %
6	Dar Al Arab for Business and Development	3.000.000	2 %
7	Abrar Al Doha Investment	3.000.000	2 %
8	National Investment Privileges *	3.000.000	2 %
9	Qatar Development Bank	3.000.000	2 %
10	DOEDALE CAPITAL HOLDINGS LP	2.922.660	1.95 %
*	Al-Qatf Investment Group *	2.625.000	1.75 %

* Indirect ownership of Wethaq Business Development Company

Board of Directors

Board composition:

The Group's Board of Directors is formed in accordance with the provisions of the Commercial Companies Law No. (11) of 2015 and its amendments No. (8) of 2021, and the Group's bylaws, in addition to the provisions of the Governance System for Companies and Legal Entities Listed on the Main Market issued by the Qatar Financial Markets Authority No. (5). of 2016, and the principles of governance in insurance companies issued by the Qatar Central Bank by Resolution No. (1) of 2016.

Based on the latest amendment to the composition of the Group's Board of Directors in accordance with the elections that took place on April 9, 2023, the Board of Directors in its current session (2023-2025) consists of 9 members representing an elite group of businessmen and personalities known for their competence and diverse experiences.

Note: The term of the current Board of Directors ends at the end of the fiscal year ending on 12/31/2025. According to Article (17) of the amended bylaws of the group, if the term of the Board of Directors expires before the General Assembly ratifies the group's financial reports, the term of the Board shall extend to the date of the assembly's meeting. Ordinary general interest of the group.

Board responsibilities and duties:

The Board has the broadest powers to manage the affairs of the Group, develop its business strategies, future plans and policies, approve its work systems and the internal control system followed in it and work to develop it, as well as appoint the senior executive management and evaluate its performance, so that this is done through successive meetings of the Board and all its executive and oversight committees, each within its jurisdiction. Accordingly, The Board is responsible before the law, regulatory authorities, and all shareholders for achieving the group's objectives and adhering to the law, regulations, and instructions from the regulatory authorities to which the group is subject. The Board members are committed to being aware of all their responsibilities and duties (executive/supervisory) towards the group, its management, its shareholders, and stakeholders in accordance with what is approved by the Companies Law, the Group's bylaws, and the corporate governance systems issued by the Qatar Central Bank and the Qatar Financial Markets Authority.

Board meetings:

The Board of Directors holds at least six meetings during the year, and three months must not elapse without holding a meeting.

Responsibilities and duties of the Chairman of the Board:

The Chairman of the Board of Directors is the head of the group and represents it before others and before the judiciary. He is primarily responsible for the good management of the group in an effective and productive manner and for working to achieve the interests of the group, shareholders and other stakeholders. He must implement the decisions of the Board and adhere to its recommendations, and he may delegate other members of the Board of Directors. Or a member of the senior executive management in some of his powers for a specific period and subject. The Vice President also replaces the President in his absence.

Below are his most important responsibilities:

- Ensure that the Board discusses all key issues in an effective and timely manner.
- Approval of the agenda for its meeting, taking into account any issue raised by any member of the Board.
- Encouraging Board members to participate collectively and effectively in managing the Board's affairs, to ensure that the Board carries out its responsibilities in the interest of the group.
- Making all data, information, documents, documents and records pertaining to the group, the Board and its committees available to Board members.
- Finding actual communication channels for shareholders and working to convey their opinions to the Board.
- Allow non-executive Board members, in particular, to actively participate and encourage constructive relations between executive and non-executive Board members.
- Keeping members constantly informed regarding the implementation of the provisions of this system, and the Chairman may authorize the Audit Committee or others to do so.



Jamal Abdullah Al-Jamal

Chairman of Board of Directors

Representing: himself

Academic qualification: Bachelor of Accounting

Current positions:

- Chairman of the Board of Directors at Qatar Islamic Insurance Group.
- Member of the Board of Directors of the Medicare Group.
- Executive Vice President of Qatar International Islamic Bank.

Board members:

Below is a list of current Board members including their positions, whether they are independent or non-independent members and executive or non-executive members.

member name	Adjective	Independent / Is not independent	Executive/n on-executive
Jamal Abdullah Ahmed Al-Jamal	Chairman	Independent	Non-executive
Abdulrahman Abduljalil Al-Abdulghani	Deputy Chairman	Non-independent	Non-executive
Tareeq Al-Haq Trading & Services Company Represented by: Sheikh Mohammed bin Thani bin Abdullah Al Thani	Board Member	Non-independent	Non-executive
Al-Baydakh Investment Company Represented by: Sheikh Nasser bin Abdulaziz bin Nasser Al Thani	Board Member	Non-independent	Non-executive
Thubair Investment Group Represented by: Sheikh Abdullah bin Khalid bin Thani Al Thani	Board Member	Non-independent	Non-executive
Dar Al-Thuraya Investment Company Represented by: Sheikh Turki bin Khalid bin Thani Al Thani	Board Member	Non-independent	Non-executive
Medicare group Represented by: Sheikh Thani bin Abdullah bin Thani Al Thani	Board Member	Non-independent	Non-executive
Rashid Nasser Rashid Saree Al Kaabi	Board Member	Independent	Non-executive
Khaled Mohammed Asad Al-Emadi	Board Member	Independent	Non-executive

Mr. Waleed Ibrahim Abu Arjah carries out the duties of Secretary of the Board of Directors and also carries out the duties of the Group's Investor Relations Officer.

Sharia Supervisory Board:

An independent body called the “Sharia Supervisory Board” will be established for the group, in order to carry out the task of supervising its activities in accordance with the provisions of Islamic Sharia. The Sharia Supervisory Board consists of three individuals appointed by the ordinary general assembly based on the recommendations of the Board of Directors, and the members of the body must be scholars. Experts specializing in the provisions of jurisprudence and Islamic law, as well as in the fields of public services and financial activities, are recommended for selection based on the availability of scientific, professional and legal standards in force locally and internationally. The members of the Commission are appointed for a period of three years, subject to renewal.

Given our specialization in providing Islamic insurance services, Sheikh Dr. Waleed Mohammed Hadi chairs the Sharia Supervisory Board, and Sheikh Dr. Abdulaziz Khalifa Al-Qassar and Sheikh Dr. Mohamed Ahmine participate in its membership. These members were appointed by the Ordinary General Assembly of the Group and report directly to it in order to provide binding opinions and conduct oversight on everything related to the application of the provisions of Islamic Sharia.



Sheikh/ Dr. Waleed Mohammed Hadi

Chairman of the Sharia
Supervisory Board



Sheikh/ Dr. Mohamed Ahmine

Member of the Sharia
Supervisory Board



Sheikh/ Dr. Abdulaziz Khalifa Al-Qassar

Member of the Sharia
Supervisory Board

Members' qualifications and experience:

The members of the Board of Directors have academic qualifications and extensive practical experience in administrative and financial affairs, which qualifies them to perform their duties in an effective manner that achieves the interests, goals and objectives of the group. Below is a statement of an overview of the CV, academic qualifications and current positions of the members.



**Abdulrahman Abduljalil
Abdulghani Al Abdulghani**

Deputy Chairman of the Board

Representing: himself

Academic qualification: Bachelor of Science

Current positions:

- Vice Chairman of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors of the Qatar Chamber of Commerce and Industry.
- Member of the Board of Directors of the Qatar Society for Rehabilitation of People with Special Needs.



**Sheikh/ Mohammed bin Thani
bin Abdullah Al Thani**

Member of the Board of Directors

Representative of: Tareeq Al-Haq Trading & Services Company

Academic qualification: Bachelor of Aviation Sciences

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors of Ezdan Holding Group.
- Member of the Board of Directors of the Medicare Group.



**Sheikh/ Turki bin Khaled
bin Thani Al Thani**

Member of the Board of Directors

Representative of: Dar Al-Thuraya Investment Company

Academic qualification: Master of Business Administration

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors at Qatar International Islamic Bank.
- Member of the Board of Directors of the Medicare Group.



**Rashid bin Nasser
Saree Al Kaabi**

Member of the Board of Directors

Representing: himself

Academic qualification: Bachelor of Law

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Chairman of the Board of Directors of Enma Holding.
- Vice Chairman of the Board of Directors of Qatar International Islamic Bank.
- Vice Chairman of the Board of Directors at Al Sarie Holding Group.
- Member of the Qatar Chamber of Industry and Commerce.



**Khaled Mohammed
Al-Emadi**

Member of the Board of Directors

Representing: himself

Academic qualification: Bachelor of Accounting

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors at Widam Food Company.



**Sheikh/ Nasser bin Abdulaziz
bin Nasser Al Thani**

Member of the Board of Directors

Representative of: Al-Baidakh Investment Company

Academic qualification: Bachelor of Accounting

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.



**Sheikh/ Abdullah bin Khaled
bin Thani Al Thani**

Member of the Board of Directors

Representative of: Thubair Investment Group

Academic qualification: Bachelor of Accounting

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors at Qatar International Islamic Bank.
- Member of the Board of Directors of the Medicare Group.



**Sheikh / Thani bin Abdullah
bin Thani Al Thani**

Member of the Board of Directors

Representative of: Medicare Group

Academic qualification: Bachelor of Science

Current positions:

- Member of the Board of Directors of Qatar Islamic Insurance Group.
- Member of the Board of Directors at Qatar International Islamic Bank.

Responsibilities and duties of Board members:

The Board of Directors must carry out its assigned duties in an acceptable manner and in good faith, and the decisions taken by the Board must be based on sufficient information from the executive management or from a reliable source. The Board of Directors must prepare a charter called the “Board of Directors Charter” that specifies the main functions and tasks of the Board, its responsibilities, the duties of the Chairman and members, their obligations, and the principles binding on them in accordance with the provisions of the Commercial Companies Law and the relevant laws and in accordance with the provisions of the Corporate Governance System issued by the Qatar Financial Markets Authority and the provisions of the Executive Instructions for Insurance. The principles of governance for insurance companies issued by the Qatar Central Bank, and the following are its most important responsibilities:

- Regularly attending the meetings of the Board and its committees, and not withdrawing from the Board except when necessary and at the appropriate time.
- Upholding the interests of the group, shareholders and other stakeholders over private interests.
- Expressing an opinion on the group’s strategic issues, its policy in implementing its projects, its employee accountability systems, its resources, basic appointments, and its work standards.
- Monitoring the group’s performance in achieving its goals and objectives, and reviewing reports on its performance, including annual, semi-annual, and quarterly reports.
- Supervising the development of procedural rules for governance, and working to implement them optimally.
- Utilizing their diverse skills and experience with their diverse specializations and qualifications in managing the group in an effective and productive manner, and working to achieve the interests of the group, partners, shareholders and other stakeholders.
- Active participation in the group’s general assemblies, and achieving the demands of its members in a balanced and fair manner.
- Disclosure of financial and commercial relationships and lawsuits that may negatively affect the performance of the tasks and functions assigned to them.
- Adopting the strategic plan and main objectives of the group and following up on their implementation.
- Develop, review and direct the group's comprehensive strategy, key business plans and risk management policy.
- Determine the group’s optimal capital structure, strategies and financial objectives, and approve the annual budget.
- Follow up on the Group's capital expenditures and purchase/sale of assets.
- Setting performance goals and following up on their implementation and the group’s overall performance.
- Evaluate and approve the group’s organizational structure on a systematic basis to ensure the appropriate distribution of tasks, functions and responsibilities, especially the internal control units.
- Adopting appropriate policies and procedures to implement the group's strategy and objectives.
- Approving the annual plan for training and education in the group, which includes introductory programs for the group, its activities, and its governance.

- Establishing regulations and procedures for internal control and following them up.
- Establish a complete disclosure system to achieve justice and equality and prevent conflicts of interest and exploitation of inside information.
- Ensuring the integrity of financial and accounting statements, including those related to preparing financial reports.
- Annual evaluation of the efficiency of the group’s internal control procedures.
- Approving appointments in senior executive management and planning the replacement of positions in management.
- Ensuring the implementation of appropriate control systems for risk management by predicting the risks that the group may face in general and disclosing them transparently.
- Establishing specific and explicit policies, standards and procedures that regulate Board of Directors membership and implementing them after their approval in the General Assembly.
- Establish a written policy that regulates the relationship between stakeholders in order to protect them and their rights.

Prohibition of combining positions:

The group is committed to the rules prohibiting the combination of positions that are prohibited by law. In order to be nominated for membership in the Board of Directors, the candidate must submit a written declaration in which he acknowledges that he will not combine positions that are prohibited in accordance with the Commercial Companies Law and the Governance System. The application for candidacy for membership also includes the necessity of The candidate shall disclose the companies in which he holds a position as a member of the board of directors, in addition to clarifying his position in them and whether he is a president, vice president, managing director, or member, and whether he is represented in them in his personal capacity or in his capacity as a representative of a legal person. This obligation remains applicable to the members. The Board for the duration of their membership in the group.

The members of the Board of Directors are also obligated every year to submit an annual declaration not to combine positions that are prohibited according to the law and the provisions of the governance system. These declarations are kept by the Chairman of the Board of Directors with the Secretary of the Board of Directors.

The members of the Board of Directors are committed to prohibiting the combination of positions that are prohibited in their personal capacity or in their capacity as representatives of legal persons, as each member of the Board has ensured that none of the following factors apply to him:

- To be Chairman or Vice Chairman of the Board of Directors of more than two joint stock companies in the State of Qatar.
- To be a member of more than three boards of directors of joint stock companies based in the State of Qatar.
- To be a managing director in more than one joint stock company headquartered in the State of Qatar.

- To be a member of the board of directors of a joint stock company that practices the same activity as the group.
- To carry out any work or activity that competes with the group's work or harms its interests.

Conflict of interest:

The Board is obligated to disclose the transactions and deals that the Group concludes with any “related party” in which the latter has an interest that may conflict with the interest of the Group.

Members also ensure that any member who is a “related party” or is a party connected to a process, relationship, or deal concluded by the group does not attend the Board meetings in which that process, relationship, or deal is discussed, and his right to vote on the decisions the Board issues regarding it is prohibited. In all cases, the Board is keen to ensure that all relationships that the group establishes with others are in its interest, and that all deals it concludes are in accordance with market prices and on a purely commercial basis, and must not include conditions to the contrary.

Board members, senior executive management and all insiders, their spouses and minor children are obligated to disclose the trading operations they carry out on the group's shares and all its other securities.

Quorum for Board meetings:

The Board meeting is not considered valid unless it is attended by the majority of members and provided that the Chairman of the Board of Directors or his deputy attends the meeting. The absent member (if any) may, upon a written request, authorize any other Board member to represent them in attendance and voting. A member of the Board of Directors cannot represent more than one member. If a member of the Board of Directors is absent from attending three consecutive meetings or four non-consecutive meetings without an excuse accepted by the Board, the member of the Board of Directors is considered to have resigned, and participation in the Board of Directors meeting can take place by any secure means of recognized modern technology that enables the participant to listen and participate actively. In Board agenda discussions and decision making.

Invitation to Board meetings:

The Board meets upon the invitation of the Chairman of the Board of Directors and based on what is stipulated in the Group's bylaws. The Chairman of the Board of Directors must summon the Board to a meeting whenever at least two of its members request this. An invitation shall be sent to each member, accompanied by the agenda, at least one week before the date specified for the meeting. Any member may request that one or more items be added to the agenda upon receipt of notice of the meeting and the proposed agenda.

Board decisions:

Without violating the provisions of the law in this regard, the Board must pass its decisions by a majority vote of the members of the Board of Directors (attendance and representatives). In the event of a tie, the president's side shall prevail.

Minutes are prepared for each meeting, including the names of those attending and absent, as well as the meeting discussions. The Chairman of the Board of Directors and the Secretary sign the minutes, and any member who does not agree with any decision taken by the Board may submit his/her objection in the minutes of the meeting.

The Board of Directors may, when necessary or urgent, issue some trading decisions provided that all Board members agree in writing to those decisions, provided that they are presented at the next meeting of the Board of Directors to be included in the minutes of the meeting.

Board Secretary:

The Board issues a decision to appoint the Secretary of the Board of Directors. Priority should be given to a person who holds a university degree in law or accounting from a recognized university or its equivalent, and who has at least three years of experience in dealing with the affairs of a listed company. The Secretary may, based on the approval of the Chairman of the Board of Directors, request assistance from any employee in the group to perform his duties. The duties of the Group Secretary are assumed by Mr. Waleed Ibrahim Abu Arjah, in addition to his daily responsibilities as responsible for managing investor relations for the group.



Responsibilities and duties of the Board Secretary:

The Board of Directors determines the responsibilities and duties of the Secretary of the Board of Directors by adopting them within the group's policies and procedures, specifically in the group's governance and compliance regulations. The following are the most important responsibilities and duties of the Secretary of the Board of Directors:

- Recording minutes of Board meetings, and specifying the names of present and absent members. and meeting discussions. Submitting members' objections to any decision taken by the Board, sending meeting invitations to Board members and participants (if any), attaching them to the agenda, and receiving members' requests to add one or more items to the agenda at Board of Directors meetings.
- Recording the decisions of the Board of Directors in the register prepared for this purpose, according to the date of their issuance.
- Recording the meetings held by the Board in a sequentially numbered register prepared for this purpose, arranging it according to the date held, and listing the names of present and absent members, the meeting discussions, and members' objections, if any.
- Maintain minutes of board meetings, decisions, reports, and all board records, correspondence, and writings in paper and electronic records.
- Enabling the Chairman of the Board of Directors and members to access all timely information, documents and data related to the group.
- Full coordination between the Chairman and the members, and between the members themselves, as well as between the Board of Directors and related parties and stakeholders of the group including shareholders, management and employees.
- Preserving the Board of Directors' approval of "not merging prohibited functions."

Number of Board meetings during the year:

Eight (8) Board of Directors meetings were held during the fiscal year ending on December 31, 2023, and the time period between the dates of each of them did not exceed more than three months. The following is a summary of the Board meetings held during the year 2023:

N.	Meeting date	Number of members present	Number of absent members	comments
1	2023-01-11	6	3	• His Excellency Dr. Khalid bin Thani Al Thani (Chairman of the Board) apologized for not attending the meeting • Sheikh Thani bin Abdullah Al Thani apologized for not attending the meeting and authorized in writing Mr. Jamal Abdullah Al-Jamal to represent him at the meeting. • The representative of Al-Wefaq Engineering and Contracting Company did not participate because there was no representative of them until the date of the meeting
2	2023-02-13	8	1	• The representative of Al-Wefaq Engineering and Contracting Company did not participate because there was no representative of them until the date of the meeting
3	2023-02-15	8	1	• The representative of Al-Wefaq Engineering and Contracting Company did not participate because there was no representative of them until the date of the meeting
4	2023-04-09	9	0	• Formation of the Board of Directors for the new session
5	2023-04-30	9	0	• There is no notes
6	2023-07-18	4	5	• It was decided to postpone the meeting due to lack of a quorum
7	2023-08-08	9	0	• There is no notes
8	2023-10-30	9	0	• There is no notes

Board Committees:

Immediately upon its election in April 2023, the Board of Directors formed the committees stipulated in the governance system, and they are:

- Remuneration and Nominations Committee
- Audit and Risk Management Committee

The Board's decision included the formation of the above-mentioned committees and the nomination of a chairman and members for each committee, taking into account the following:

- Availability of the necessary experience that enables them to exercise the committee's powers in accordance with the governance system.
- Taking into account the controls for forming committees stipulated in the governance system.
- The Board also formed the Investment Committee for the purpose of developing investment strategies, plans and policies for the Group.

Each of the above-mentioned committees maintains its own charter that explains the objectives of each committee, the tasks and powers of the committee and its members. In all cases, the Board remains responsible for those committees and their work.



Waleed Ibrahim Abu Arjah

Secretary of the Board of Directors

Investor Relations Officer (IR) certified by the UK IR Society

Investment Committee:

It is one of the committees not stipulated in the governance system. It was formed for the purpose of developing investment strategies, plans and policies for the group, recommending to the Board to take important investment decisions, and following up on investment performance with the executive management on an ongoing basis. The committee's decisions are made by meeting or by circulation.

The Investment Committee consists of a Chairman, two members of the Board of Directors and the Group Chairman.

Sheikh/ Turki bin Khaled bin Thani Al Thani

Member of the Investment Committee

Rashid bin Nasser Saree Al Kaabi

Member of the Investment Committee

Ali Ibrahim Abdulaziz Al-Abdalghani

Member of the Investment Committee

Waleed Ibrahim Abu Arjah

Secretary of the Committee

Abdulrahman Abduljalil Abdulghani Al Abdulghani

Chairman of the Investment Committee

Remuneration and Nominations Committee

The Remuneration and Nominations Committee held five (5) meetings during the year 2023, and the committee meeting is not considered valid unless the majority of members are present. The committee discussed a number of essential points during its meetings, as described below:

N.	Meeting date	Number of members present	Number of absent members	Most important recommendations/decisions
1	2023-01-03	3	0	- Presenting and discussing the evaluation of the Remuneration and Nominations Committee for members of the Board of Directors of its work during the year 2022 and the evaluation of the work of the Secretary of the Board of Directors - Announcing the opening of nominations for 9 vacant seats in the Board for the next three years.
2	2023-02-12	3	0	Recommending remuneration for the Board of Directors, Executive Management, and the Sharia Supervisory Board for the year 2022.
3	2023-02-15	3	0	Study and recommend accepting applications for candidacy for membership in the Board of Directors for the next three years
4	2023-04-26	3	0	Approving the charter of the Remuneration and Nominations Committee and submitting a recommendation for approval to the Board of Directors
5	2023-07-27	3	0	Recommending amending the organizational structure and modifying job benefits in the group

Remuneration and Nominations Committee:

The Remuneration and Nominations Committee consists of a Chairman and two members of the Board of Directors, all of whom are non-executive (as shown in the position distribution table).

Sheikh/ Abdullah bin Khaled bin Thani Al Thani
Member of the Remuneration and Nominations Committee

Sheikh / Thani bin Abdullah bin Thani Al Thani
Member of the Remuneration and Nominations Committee

Rashid bin Nasser Saree Al Kaabi

Chairman of the Remuneration and Nominations Committee

Waleed Ibrahim Abu Arjah
Secretary of the Committee

The most important responsibilities and duties of the committee are the following:

- Developing the general foundations and criteria used by members of the General Assembly to choose the ideal member from among the candidates for membership in the Board of Directors.
- Nominating someone who seems suitable for membership in the Board of Directors when there is a vacancy.
- Develop a draft "employee succession plan" for the group's management.
- Nominating someone who seems suitable to fill any senior executive management position.
- Receiving applications for candidacy for membership in the Board of Directors.
- Submitting a list of candidates for board membership to the Board of Directors, including recommendations in this regard, and sending a copy thereof to the Qatar Financial Markets Authority and the Qatar Central Bank when necessary.
- Submitting an annual report to the Board of Directors that includes a comprehensive analysis of the Board's performance to identify weaknesses and strengths, in addition to submitting proposals in this regard.
- Establishing the foundations for the group's annual compensation, including the method for determining the compensation of the Chairman of the Board of Directors and all Board members.
- Establishing foundations for granting bonuses and incentives within the group, including issuing incentive shares to its employees.

Audit and Risk Management Committee

The Audit and Risk Management Committee held (9) nine meetings during the year 2023, and the committee meeting is not considered valid except in the presence of the majority of members and provided that the Chairman of the Committee is present. The committee discussed a number of essential points during its meetings, as described below:



Audit and Risk Management Committee:

The Committee consists of a Chairman and two independent members of the Board of Directors, all of whom are non-executive (as shown in the position distribution table).

Rashid bin Nasser Saree Al Kaabi
Member of the Audit and Risk Management Committee

Sheikh/ Nasser bin Abdulaziz bin Nasser Al Thani
Member of the Audit and Risk Management Committee

Khaled Mohammed Al-Emadi
Chairman of the Audit and Risk Management Committee

Rami Muhammad Al-Agha
Secretary of the Committee

The most important responsibilities and duties of the committee are the following:

- Ensuring that the group adopts an internal control system and recommending it to the Board for its adoption, conducting periodic reviews of it and evaluating its efficiency.
- Establishing procedures for contracting and nominating external auditors, and ensuring their independence during their implementation of the audit process.
- Supervising the group's internal control work, following up on the work of the external auditor, coordinating between them, and ensuring their compliance with the implementation of the best international standards regarding the auditing process and preparing financial reports in accordance with the International Financial Reporting Standards, auditing standards, international auditing, and their requirements.
- Supervising and reviewing the accuracy and validity of the financial statements, annual and semi-annual reports, and quarterly reports.
- Consider, review and follow the reports and observations of the external auditor regarding the group's financial statements.
- Ensuring the accuracy of the data, financial statements and disclosed affairs presented to shareholders at the General Assembly.
- Coordination between the Board of Directors, senior executive management, and the group's internal audit department.
- Review financial systems, internal control, and risk management.
- Conducting investigations into financial control matters requested by the Board of Directors.
- Coordination between the group's internal audit unit and external auditors.
- Reviewing the group's financial and accounting policies and procedures and presenting opinions and proposals to the Board of Directors in this regard.
- Implementing the tasks of the Board of Directors regarding the group's internal control.
- Establish and regularly review the Group's policies regarding risk management, taking into account the nature of the Group's business, market changes, investment trends, and the Group's expansion plans.
- Supervising the risk management training programs prepared by the group.
- Preparing and submitting periodic reports on risks and their management within the group to the Board of Directors, at a time determined by the Board, including its proposals, and preparing reports on specific risks based on the orders of the Board of Directors or the Chairman of the Board.

N.	Meeting date	Number of members present	Number of absent members	Most important recommendations/decisions
1	2023-01-09	3	0	• The committee approved the feasibility study to accept optional internal reinsurance business from the Gulf Cooperation Board countries and recommended that it be presented at the next Board of Directors meeting for approval. • The committee expressed its satisfaction and approved the annual report of the Risk Management Department for the year 2022 • The committee expressed its satisfaction and approved the 2022 risk management framework review report and recommended that it be presented to the Board of Directors at the next meeting for approval. • The committee recommended submitting the annual announcement of the risk management framework for the year 2022 to the Board of Directors for approval. • The Committee expressed its satisfaction and approved the Audit and Risk Committee's annual report to the Board of Directors for the year 2022 (Risk Management Department), and recommended that the report be presented to the Board of Directors at the next meeting. • The Committee expressed its satisfaction with the report on the Compliance Department's activity and reporting on the management's work for the year 2022 • The committee expressed its satisfaction and approved the list of high-risk clients and recommended that it be submitted to the Board of Directors for approval. • The committee expressed its satisfaction and approved the report on the activity of the Internal Audit Department during the period from January 1, 2022 until December 31, 2022. • The Committee expressed its satisfaction and approved the Audit and Risk Committee's annual report to the Board of Directors for the year 2022 (Internal Audit Management Department). The report will be presented to the Board of Directors at the next meeting. • The committee discussed the proposal for the internal audit plan for the year 2023 and it was approved. • The committee expressed its satisfaction with the list of high-risk clients whose ban was lifted and were dealt with.
2	2023-02-13	3	0	• The committee expressed its satisfaction and approved the governance report for the year 2022 and recommended submitting a recommendation to the Board of Directors for approval. • The committee expressed its approval of the financial statements for the year ending December 31, 2022 and recommended recording an impairment loss for the unified office of 250 thousand Qatari riyals on a quarterly basis starting from the beginning of 2023. • The committee expressed its satisfaction with the analysis of the financial statements for the year ending December 31, 2022 and recommended that it be submitted to the Board of Directors for approval. • The committee agreed to choose KPNG as it has the lowest price and its experience in auditing in the field of insurance, and recommended submitting a recommendation to the Board of Directors for approval.
3	2023-03-15	3	0	• Approved the capital adequacy and financial solvency report as of December 31, 2022 • The Committee approved the risk report as of December 31, 2022 • The committee approved the results of the solvency stress tests in the balance sheet for the fiscal year 2023 • The Committee approved the Risk and Solvency Assessment (ORSA) report as of December 31, 2022 and agreed to present it to the Board of Directors at the next meeting. • The Committee reviewed the Financial Condition Report (FCR) as at 31 December 2022 and expressed its satisfaction. The committee recommended that it be submitted to the Board of Directors at the next Board of Directors meeting for approval.

N.	Meeting date	Number of members present	Number of absent members	Most important recommendations/decisions
4	2023-04-30	3	0	- The committee expressed its approval of the financial statements for the three-month period ending on March 31, 2023. The committee asked the group's financial director to study and develop a plan to finalize the "Makin" company's allocations and present it to them. - The committee approved the selection of "Al-Raeda Company" to carry out the audit work regarding ISO 9001-2015. - The committee directed that the necessary interviews be conducted and that potential candidates be presented to fill the vacancy of the Deputy Compliance and Reporting Officer, "Anti-Money Laundering and Counter-Terrorism Financing Officer," to it to take the decision in this regard, and it agreed to amend the structure of the Compliance and Reporting Department to include the appointment of an additional employee in the position of "Officer."
5	2023-06-19	3	0	- The Committee requested the Chief Risk Officer to obtain an implementation timeframe from management on the fraud detection program and agreed to an updated fraud risk register and annual entity-wide fraud risk assessment. - The committee approved the risk report as of 03-31-2023 - The committee approved the capital adequacy and financial solvency report as of 03-31-2023 - The committee approved the self-assessment of the 2023 money laundering and terrorist financing risk management framework - The committee approves risk records for departments (debris removal, purchases, real estate investment, investments, health and safety, financial management, general insurance claims, general insurance underwriting) - The internal audit report on the Automotive Department (Claims Department) was discussed. The committee recommended the need to take the necessary measures from the administration for correction, and recommended the need to update the policies and procedures manual periodically in line with the instructions of the Qatar Central Bank immediately after the approval of the new organizational structure by the Board of Directors. - The report on vehicle write-offs and wreck sales for the first quarter of 2023 was discussed, and the committee recommended the need to take the necessary measures from management to correct it, and the need to purchase an auction sale program for the group and not rent it. - The committee approved the internal audit management charter, and recommended presenting the audit and risk committee charter and submitting a recommendation to the Board of Directors for approval.
6	2023-08-08	3	0	- The Committee expressed its approval of the financial statements for the period ending on June 30, 2023. - The committee expressed its satisfaction with the analysis of the financial statements for the period ending on June 30, 2023, and submitted a recommendation to the Board of Directors for approval.

N.	Meeting date	Number of members present	Number of absent members	Most important recommendations/decisions
7	2023-09-12	2	1	• All members expressed information security policies, and it was agreed to submit them to the Board of Directors for approval. • The committee discussed and approved the cybersecurity risk assessment and approved the management risk register. • The committee discussed and approved the capital adequacy and financial solvency report as of June 30, 2023. • The committee discussed and approved the risk report as of June 30, 2023 • The committee agreed to update the department's risk records (Human and Administrative Resources, Takaful and Health, Reinsurance) and requested management to follow up on outstanding tasks related to additional risk control measures and update the committee next year. • The Committee reviewed and approved the 2023 Key Risks Report and the updated Enterprise Risk Register and requested Risk Management to follow up on outstanding tasks related to additional risk control actions and update the Committee next year. • The committee discussed the credit risk tolerance limits for receivables from brokers, approved the proposed risk tolerance limit, and recommended submitting it to the Board of Directors for approval. • The Committee approved the Compliance and Reporting Management Charter for the year 2023 • The committee discussed the updated amendments to the policies and procedures manual for compliance and reporting management for the year 2023 and recommended submitting a recommendation to the Board of Directors for approval. • The committee discussed and approved the 2023 Compliance and Reporting Management Risk Register update • The committee discussed and approved the 2023 compliance and reporting management methodology update • The committee expressed its approval of the list of high-risk clients for the first half of 2023, and it was approved. • The appointment of the recommended person has been approved by the Executive Director of the Compliance and Reporting Department, according to the grading structure approved within the group in coordination with executive management. • The committee discussed the report on vehicle write-offs and wreck sales for the second quarter of 2023 and recommended the necessity of updating that is in line with business requirements, so that it is effective and safe. • The committee discussed the internal audit report on ISO 9001-2015. The committee recommended taking the necessary action and improving the necessary procedures in particular.
8	2023-10-30	2	1	• The committee discussed the analysis of the financial statements for the period ending on September 30, 2023, and recommended submitting a recommendation to the Board of Directors for approval.

N.	Meeting date	Number of members present	Number of absent members	Most important recommendations/decisions
9	2023-12-20	2	1	• The committee discussed and approved the capital adequacy and financial solvency report as of 09-30-2023. • The committee discussed and approved the risk report as of September 30, 2023. • The committee reviewed the updated risk management strategy and plan and agreed to submit a recommendation to the Board of Directors for approval. • The committee discussed the IT and Cybersecurity Self-Assessment – 2023. The committee expressed concern about the gaps and directed the management to complete mitigation measures as soon as possible to plug the gaps. • The committee reviewed and approved the results of the stress test in the company's balance sheet – 2023. • The committee discussed and approved the results of the Business Impact Analysis (BIA) and testing of the Business Continuity Plan (BCP) for non-IT scenarios along with the updated BCP. • The committee discussed the policy of distributing the surplus to policyholders in accordance with the decision of the Sharia Supervisory Board and recommended submitting a recommendation to the Board of Directors for approval. • The committee discussed the internal audit report on the reinsurance department, and the committee approved the report and directed senior management to fill the gaps to reduce risks. • The committee discussed the follow-up report on combating money laundering and terrorist financing, expressed its satisfaction with the report and approved it. • The committee discussed the report on vehicle write-offs and wreck sales for the third quarter of 2023. The committee expressed its satisfaction with the report and approved it, and directed senior management to the necessity of amending the auction program. • The committee discussed the internal audit report of vehicle insurance operations through the website and insurance brokers. The committee expressed its satisfaction with the report and approved it, and directed senior management to the need to amend the website and fill whatever gaps possible to reduce risks.

Senior Executive Management:

The senior executive management is represented by the group's president, Mr. Ali Ibrahim Al-Abdulghani, in addition to a group of executive directors, consultants, administrators, legal officers, and other department heads responsible for managing the group, including:



Ali Ibrahim Al-Abdulghani

Group President



Zaki Khamis Akeilah

Director of Islamic Real Estate Investment Company



**Naisamudheen Sadar
Manzil Abdulkhader**

Chief Technical Officer



Karim Salih

Director of Life & Medical Insurance



Gamal Ibrahim El-Hadi

Director of General Claims



Najeeb Haneefa

Director of Information Technology



Mohammed Abbas Al-Rayes

Group President Technical advisor
Chief Technical Officer - Motor



**Mohammed Abdulraoof
Al-Rasheed**

Director of Motor Insurance



Rami Muhammad Al-Agha

Internal Audit Manager



Mohammad Ashraf Siddiqi

Director of Risk Management



Yasser Mohamed Alamy

Group Chief Financial Officer



**Mohammed Abdulwahab
Nasralla**

Director of General Insurance & Energy



Sharif Ziyad Al-Qasem

Head of Compliance & Reporting



Salih Fathalla

Director of Administration & Procurement

Qualifications and experience of senior executive management:

The senior executive management of Qatar Islamic Insurance Group is distinguished by the presence of comprehensive diversity in experience, skills, and academic and professional qualifications that enable it to manage the group's business with high professionalism and craftsmanship, including various academic certificates ranging from accounting and investment background to internal control and risk management, in addition to long professional experience in the field of insurance and reinstatement. Insurance for more than 30 years. Which would help the group in developing and covering the strategic dimension required of management and approved by the Board of Directors or any of its committees; In addition, the administration is always looking to establish and activate the latest professional and technological development methods in implementing its short- and long-term goals. The diversity of professional qualifications and experiences helps management carry out its daily tasks efficiently and with high quality, and conduct the daily business of the group.

The administration also adopts a teamwork method to facilitate work, by forming internal committees to follow up on the operational and technical aspects and develop the business, whether operational or administrative. These committees are usually chaired by a member of the senior executive management, and their meetings are held periodically according to the nature and objectives of each committee.

Powers and responsibilities of senior executive management:

The senior executive management bears the responsibility of fully and directly developing and implementing the group's strategic plans, after their presentation and approval by the Board of Directors. It is also responsible for the group's operational and administrative work plans. Management must ensure that these strategies and plans are consistent with the group's general vision and objectives, so that the group can reach its goals and objectives efficiently and effectively.

The executive management is also responsible for implementing the decisions of the Board of Directors, and ensuring that they are implemented whether in its daily operations or in its future plans. Management must also inform the Board of developments and challenges that the group faces and provide its recommendations with the best means that the group can follow to confront those challenges and risks. Among the main objectives of executive management are, for example - but not limited to - the following:

- Proposing the group's general budget, having it approved by the Board, and working to achieve it;
- Proposing operational and administrative policies and procedures and having them approved by the Board and ensuring their implementation within the group's operations;
- Ensuring the submission of the recommendations and reports required by the Board or any of its committees.

In return, the Board of Directors grants the appropriate powers to the senior executive management so that it can carry out its tasks and responsibilities assigned to it effectively without obstacles or delays in operations. These powers include, but are not limited to, the powers of appointment and dismissal for all job positions therein, except for those directly responsible to the Board; The senior executive management must inform the Board of the senior key appointments for the sake of information and knowledge, but the responsibility for these appointments or dismissals remains with the senior executive management. The Board of Directors also grants financial powers to the executive management within the controls, powers matrix, and financial authority approved by the Board, including purchases and investment in operational assets.

Executive management work during the fiscal year ending December 31, 2023:

During the year 2023, the senior executive management carried out many actions and achievements in the field of strategic expansion in the local insurance market, in line with the Board's strategic vision for the group and its operational work. The following are, but not limited to, some of the management's achievements during the year:

- The group maintained its rating issued by the international rating agency AM. AM Best estimated the financial strength of the group at A- (Excellent) and its long-term credit rating of the issuer at A- (Excellent) in addition to its future outlook at (Stable) during the year 2023.

The group's internal control environment: Internal Control:

The Board of Directors determines the Group's internal control system, which includes internal control mechanisms, the duties and tasks of departments and branches of senior executive management, its regulations and procedures for responsibility, and awareness and education programs for employees about the importance of internal control.

The above-mentioned proposal also includes the group's risk management plan, which includes identifying the major risks facing the group that may affect it and how to confront those risks, especially those related to modern technology, and the group's ability to implement mechanisms for identifying risks in terms of their expected impact and likelihood of their occurrence and implementing precautionary measures. To avoid their occurrence or mitigate their impact to be acceptable to the group's capacity to accept risks (Risk Appetite).

Internal control departments

The group has a number of internal oversight and group control departments, as follows:

- Internal Audit Department
- Risk Management
- Compliance management and reporting
- Actuary

Internal Audit Department:

The Internal Audit Department carries out various audits on all the works and departments of the Executive and Administrative Group in accordance with the audit plan approved by the Audit Committee, and then issues internal audit reports periodically to the Committee.

The group's internal audit department also has a charter that defines its responsibilities and duties towards the group, which is reviewed periodically by the audit committee. The following are the most important responsibilities and tasks of the internal audit department:

- Evaluating the internal control systems in place in the group and the extent to which they achieve the desired objectives of senior management, while providing suggestions and recommendations that increase the efficiency of those systems.
- Evaluating the extent of commitment of all departments to implementing the internal control systems in place in the group, while providing the necessary recommendations to avoid the discovered weaknesses.
- Evaluating the efficiency of the group's financial performance compared to previous years and compared to competing companies, in order to place the group's senior management on the strengths and weaknesses of the group's financial performance and how to address the weaknesses and take the necessary decisions regarding them.
- Carrying out all tasks assigned to the administration by the executive management with the knowledge and approval of the Audit Committee.

Risk Management:

The group has established an independent risk management unit that constantly works to identify and evaluate all risks - of all kinds - to which the group may be exposed, and then develop the necessary visions and recommendations to manage those risks, deal with them and avoid their effects. Periodic reports are submitted to the executive management and the risk committee emanating from the Board of Directors. Administration.

The group's risk department also has a charter that defines its responsibilities and duties towards the group, which is reviewed periodically by the risk management committee. The following are the most important responsibilities and tasks of the group's risk management:

- Assisting the Board of Directors, its committees and senior management in developing and maintaining the general risk management framework.

- Monitor, advise, examine and report all reasonably foreseeable, significant risks in a timely manner.
- Evaluating the expected probabilities and assumptions when facing a risk, in terms of its consequences and how long it will last.
- Submitting regular reports to the Board of Directors and senior management on the background of the group's risks, from the historical aspect, the developments that have occurred to them, the problems it faces, and the appropriate steps to mitigate them in the future.

Compliance management and reporting:

The Group's Compliance and Reporting Department works - under appropriate organizational independence - to ensure the commitment of all executive group departments to implementing all laws and instructions to which the group's business is subject, and submits the necessary reports on the extent of the group's departments' compliance to both the Audit Committee and the Executive Management.

The Group's Compliance and Reporting Department also has a charter that defines its responsibilities and duties towards the Group, which is reviewed periodically by the Audit Committee. The following are the most important responsibilities and tasks of the Group's Compliance and Reporting Department:

- Monitoring the extent of the group's commitment to implementing its internal policies, and the extent of its external compliance with the laws, instructions and legislation of the Qatar Central Bank and the Qatar Financial Markets Authority, taking into account the Anti-Money Laundering and Terrorist Financing Law and the Qatar Central Bank's instructions for combating money laundering and the financing of terrorism.
- Ensure that operational business is conducted ethically, responsibly and reliably;
- Identify and effectively manage actual and potential conflicts of interest;
- Preventing financial crimes - as much as possible - in the group;
- Communicate to the Audit Committee and the Board of Directors on any material matters related to compliance or the AML/CFT process, including significant compliance risks faced by the Group, any significant compliance violations or investigations related to the AML/CFT process, fines or disciplinary actions. Made by the Qatar Central Bank or any other regulated government entity towards the Group or any of its employees;
- Provide advice and support to the Board of Directors and senior management on compliance and compliance matters;
- Training of group employees on compliance issues. Commitment to and around the anti-money laundering and countering the financing of terrorism process;
- Interacting with various governmental and regulatory agencies as needed in the group;
- Establishing the group's compliance follow-up policies, procedures and controls and taking appropriate steps to ensure their application and adherence to them.

Evaluation of the Group's executive management of the internal control framework over financial reports and statements:

The Board of Directors of Qatar Islamic Insurance Group is responsible for establishing and maintaining a framework for internal control over financial reporting and statements ("ICOFR") as required by the Qatar Financial Markets Authority, and the Group's internal control system is designed in a way that would provide reasonable assurance regarding the accuracy of reports. Finance and prepare the group's financial statements for external reporting purposes. The internal control framework also includes special disclosure controls and procedures designed to prevent material misstatements from occurring.

Financial reporting risks

The main risks in financial reporting are that the financial statements may not be presented fairly due to inadvertent or intentional errors or that the publication of the financial statements is not timely. Lack of fair presentation of financial statements arises when one or more financial statements or disclosures contain material errors (or omissions). Errors are considered material if, individually or in the aggregate, they could influence the economic decisions of users that may be taken based on the financial statements.

To limit these financial risks, the Group has established a framework for internal control over the accuracy of financial statements and reports with the aim of providing reasonable (but not absolute) assurance against material misstatements. We also evaluated the design, application and operational effectiveness of the internal control framework based on the criteria identified in the COSO (2013) Integrated Framework for Internal Control, which recommends the establishment of specific objectives to facilitate the design and assessment of the adequacy of the control system. As a result, the administration adopted the following objectives:

- Existence/occurrence – the existence of assets, liabilities, existing and actual occurrence of transactions;
- Completeness - All transactions are recorded and appear in the financial statements.
- Valuation/Masurement - Recording assets, liabilities and transactions in financial reports at the appropriate amounts;
- Rights, liabilities and ownership – rights and liabilities are appropriately recorded as assets and liabilities;
- Presentation and Disclosure - Classify, disclose and present financial reports appropriately.

However, any system of internal control, including a framework for internal control over financial statements and reporting, no matter how well designed and operated, can provide reasonable but not absolute assurance that the objectives of the system of internal control are achieved, and as such, controls may not prevent Detection, procedures or systems for all errors or fraudulent cases. Furthermore, the design of the control system must reflect the reality of resource constraints, and the expected benefits of controls must be considered relative to their costs.

Organizing the internal control system

Tasks involved in the internal control system over financial reporting

Controls within the system of internal control over financial statements and reports are implemented by all sectors, whether operational or administrative, involved in reviewing the reliability of the books and records on which the financial statements are based. As a result, the internal control system is implemented by a different number of employees in different sectors and departments within the group.

Controls to reduce the risk of material errors in financial reports

The internal control system for financial statements and reports consists of a large number of internal controls and procedures that aim to reduce to the minimum possible the risk of material errors occurring in financial reports. These controls are integrated into the operating process and include the following:

- Be ongoing or permanent in nature such as supervision through written policies and procedures or segregation of duties;
- Work on a periodic basis such as that carried out as part of the annual financial statement preparation process;
- Controls that are preventive or exploratory in nature;
- Controls that have a direct or indirect impact on the financial statements. Indirect impact on financial statements Enterprise-level controls and general IT controls such as the powers of the group's accounting system and the power of accounting influence in the group's accounting system, while the control with direct impact could be, for example, debt settlement, which directly impacts Balance sheet item.

- Control Systems and/or Manual Automated controls are control functions built into system operations such as application-enforced separation of work controls and checking the completeness and accuracy of inputs. Manual internal controls are those managed by an individual or group of individuals, such as the authority to approve transactions.

Measure the design, implementation and operating effectiveness of internal control

For the fiscal year 2023, the Group conducted a formal evaluation of the efficiency, soundness of the design, implementation and operating effectiveness of the system of internal control over financial reporting and statements, taking into account the following:

- The risk of material misstatement of items included in the financial statements, taking into account factors such as the materiality and detectability in the financial statements of the misstatement;
- Determined controllability to failure, taking into account factors such as degree of complexity, risk of management override, competence of employees, and level of human intervention in decision making.
- Collectively, these factors determine the nature, timing and extent of evidence required by management in order to evaluate whether the design, implementation and effectiveness of internal control are consistent with its design intent. Evidence itself is generated from procedures integrated within the day-to-day responsibilities of employees or from procedures performed specifically for the purposes of evaluating internal control. Information from other sources also forms an important component of the evaluation, as this evidence may interest management or may corroborate the results.
- The evaluation included an evaluation of the design, implementation and operating effectiveness of controls in various processes including cash and treasury, purchasing, underwriting, claims, reinsurance, general ledger and financial reporting, investments, human resources, payroll and risk management. The evaluation also included an evaluation of the design, implementation and operating effectiveness of controls. At the enterprise level, general information technology controls and disclosure controls.



The result of management's evaluation of internal control over financial statements and reports

As a result of evaluating the design, implementation and effectiveness of the operation of the internal control over financial statements and reports (ICOFR) system, management was not aware of the existence of any material weaknesses and concluded that the internal control system over financial statements and reports was designed, implemented and operated appropriately and effectively, as in 31 December 2023.

Group external control:

The group's external auditor (auditor) is appointed by the ordinary general assembly annually upon the recommendation of the Board of Directors and the Audit Committee. The group is keen to be one of the largest international audit offices, and that the same audit office does not continue for more than five consecutive years. The auditor External auditing and submitting external audit reports on a quarterly basis.

The Audit Committee reviews, considers, and evaluates the external auditors' offers technically and financially, which were submitted by the Internal Audit Department. It also sends to the Board of Directors a recommendation that includes the reasons for choosing one or more proposals to appoint the group's external auditor. Immediately, after the Board of Directors approves the recommendation, it will be included on the agenda of the Group's Ordinary General Assembly. The KPMG office has been appointed to carry out the work of auditing the Group's accounts for the financial year ending on December 31, 2023, based on the decision of the Ordinary General Assembly in 09 April 2023.

Risk Management:

The Group is very interested in implementing an integrated system of administrative systems to ensure the provision of an effective system for managing and estimating all risks associated with the Group's work, the proper management of which would achieve its goals and future plans.

The group's primary objective within the framework of risk management and financial management is to protect the group's shareholders from events that hinder the achievement of a set of financial operating objectives in a sustainable manner. Senior management is aware of the extreme importance of having effective and efficient risk management systems. The types of risks to which the group is exposed are divided into: the following:

- Market risk
- Information risks
- Operational risks
- Investment risks
- Insurance and reinsurance risks
- Credit risk
- Liquidity risk
- Currency risks

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices, whether these changes are caused by factors specific to a particular security or its issuer or factors affecting all securities listed on the market.

The group limits market risks by maintaining a diversified portfolio and constantly monitoring developments in global and local stock and bond markets. In addition, the group actively monitors the main factors that affect stock and bond market movements, including conducting an analysis of the operational and financial performance of investee companies.

Information risks:

Since the group relies in its work on the availability of an effective and growing information technology system, the risks associated with this aspect are monitored continuously so that all means of security, safety, support and support for that system are available, especially the availability of disaster management plans associated with the system.

Investment risks:

The Board of Directors - through the Investment Committee - manages investment risks, as a result of which the investment asset allocation policy is developed and amended according to the change that occurs in investment standards and risks.

Currency risk:

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. The Qatari Riyal is effectively pegged to the US Dollar and therefore currency risk only occurs in relation to currencies other than the Qatari Riyal. Therefore, the Group's exposure to foreign currency risks is limited because most transactions are carried out in Qatari riyals or US dollars.

Liquidity risk:

Liquidity risk is the risk represented by the difficulties that the group faces in obtaining funds to meet its obligations. Liquidity requirements are monitored on a daily/weekly/monthly basis, and the financial management ensures the provision of sufficient funds to meet any obligations when they arise. Among the most important procedures that ensure the provision of the necessary liquidity for the group is The group's policy in investing its funds is always based on keeping an appropriate percentage of the group's funds in the form of current or savings accounts or deposits with banks without investing them in real estate or stocks.



Operation risks:

This is the risk of loss that arises from system failure, human error, fraud, or from external events. In the event that controls fail to perform, operational risks may cause reputational risks, may have legal or legislative implications, or may lead to financial loss. The Group cannot expect to eliminate all operational risks, but by establishing a strict control system and by monitoring and treating potential risks, it can The Group is able to manage these risks. The Group also has detailed work manuals and job descriptions with effective separation of tasks, access controls, authorization and settlement procedures, methods for training and evaluating employees, etc., in addition to internal audit work.

Disclosure of the actions taken by the group regarding the implementation of the governance system:

The Group has implemented many decisions and procedures to comply with the governance system. The following are the most important procedures and decisions taken by the Group:

- Understand the requirements of the governance system and identify areas of improvement required to comply with it and its principles.
- Reviewing and updating governance applications and the extent of the group's commitment to those applications.
- Contracting with an expert house in the field of auditing and technical consulting (Mrs. Grand Thornton "GT") for the purpose of preparing a report on the gaps for implementing an effective cybersecurity system, and developing some of the policies and procedures required under the governance system.
- The Board of Directors approved a large number of policies and procedures that were developed in accordance with the governance system.

Disclosure of the Group's compliance with laws, legislation and governance principles during the year:

No financial or administrative penalties or sanctions were imposed on the group during the fiscal year ending on December 31, 2023, whether by the Qatar Financial Markets Authority or by the Qatar Central Bank.

There are also no substantive lawsuits against the group during the fiscal year ending on December 31, 2023, and all lawsuits, whether by or against the group, are within the normal framework of insurance operations and relate to general and automobile insurance accidents.

The group also conducted a self-evaluation to measure the extent of its commitment to the governance system for companies and legal entities listed on the main market issued by Resolution No. (5) of 2016 from the Qatar Financial Markets Authority. The result of the evaluation is the following:

N.	Article number	Compliant	Non-compliant	Reasons for non-compliance	N.	Article number	Compliant	Non-compliant	Reasons for non-compliance
1	Article (2)	✓		-	20	Article (21)	✓		-
2	Article (3)	✓		-	21	Article (22)	✓		-
3	Article (4)	✓		-	22	Article (23)	✓		-
4	Article (5)	✓		-	23	Article (24)	✓		-
5	Article (6)	✓		-	24	Article (25)	✓		-
6	Article (7)	✓		-	25	Article (26)	✓		-
7	Article (8)	✓		-	26	Article (27)	✓		-
8	Article (9)	✓		-	27	Article (28)	✓		-
9	Article (10)	✓		-	28	Article (29)	✓		-
10	Article (11)	✓		-	29	Article (30)	✓		-
11	Article (12)	✓		-	30	Article (31)	✓		-
12	Article (13)	✓		-	31	Article (32)	✓		-
13	Article (14)	✓		-	32	Article (33)	✓		-
14	Article (15)	✓		-	33	Article (34)	✓		-
15	Article (16)	✓		-	34	Article (35)	✓		-
16	Article (17)	✓		-	35	Article (36)	✓		-
17	Article (18)	✓		-	36	Article (37)	✓		-
18	Article (19)	✓		-	37	Article (38)	✓		-
19	Article (20)	✓		-	38	Article (39)	✓		-

Disclosure of ownership percentages of the group's shares to members of the Board of Directors:

N.	Name of stockholder	Number of Shares	Percentage of ownership of the group's total shares
1	Jamal Abdullah Ahmed Jassim Al-Jamal	-	-
2	Abdul Rahman Abdul Jalil Al Abdul Ghani	1,588,060	% 1.06
3	Tareeq Al-Haq Trading & Services	375,000	% 0.25
4	Al-Baydakh Investment Company	743,900	% 0.50
5	Thubair Investment Group	748,900	% 0.50
6	Dar Al-Thuraya Investment Company	375,000	% 0.25
7	Medicare Group	375,000	% 0.25
8	Rashid Nasser Rashid Saree Al Kaabi	-	-
9	Khaled Muhammad Asad Al-Emadi	-	-

Disclosure of the ownership percentages of the group's shares to the group's senior executive management:

According to the shareholders' statement at the end of 2023, five members of the senior executive management owned shares in the group, with a total of 150,051 shares, which represents (0.1%) of the total shares collected.

Disclosure of the amounts paid and the amounts remaining as credit balances with the group to support sports, cultural, social and charitable activities:

Pursuant to Law No. (13) of 2008, as amended by Law No. (8) of 2011, which stipulates the collection of an amount equivalent to (2.5%) of the group's net annual profits to support sports, cultural, social and charitable activities, the Group is committed to the provisions of this law, as we show in The table below is the value of the amounts paid and the amounts remaining as credit balances with the group:

the year	deserved amount	Amounts paid	The outstanding amounts
2022	2,527,464	2,527,464	-
2023	3,569,982	-	3,569,982



Disclosure of material events during the fiscal year ending December 31, 2023:

The group is committed to disclosing all material events that may interest stakeholders. The following is the most important information and events that were disclosed during the year 2023:

N.	Disclosure date	Disclosure
1	2023-01-10	The group announced the date of its Board of Directors meeting on Monday, February 13, 2023, to disclose the financial statements ending on December 31, 2022.
2	2023-01-10	The group announced the invitation to hold a conference call directed to investors to discuss the results of the financial statements, as well as answer their inquiries regarding the financial statements for the year 2022, on Thursday, 02/16/2022, at 12:30 noon.
3	2023-01-26	The Group's Board of Directors announced the opening of nominations for membership of the Board of Directors in its next new session for the period from 2023 to 2025, starting from 01/30/2023 until 03:00 pm 02/13/2023.
4	2023-02-13	- The group announced its annual financial statements for the period ending on December 31, 2022, where net profit amounted to 101,098,580 Qatari riyals, compared to a net profit of 83,079,297 Qatari riyals for the same period of the previous year. Earnings per share also amounted to 0.67 Qatari riyals in the annual period. From the year December 31, 2022, compared to earnings per share of 0.55 Qatari riyals for the same period of the previous year. - The Board of Directors also recommended distributing cash dividends of 45% of the nominal value of the share, at 0.45 riyals per share, for the fiscal year 2022.
5	2023-02-13	The group announced the closing of nominations for membership in its Board of Directors for the period 2023-2025.
6	2023-03-09	The Group announced the invitation of the Ordinary and Extraordinary General Assembly to convene on 04/02/2023 at the Group's main headquarters at 09:30 pm. In the event that the quorum is not reached, the alternative meeting will be held on 04/09/2023 at the main headquarters at 09:00: 30 pm.
7	2023-03-22	The group announced the date of its Board of Directors meeting on Sunday, April 30, 2023, in order to disclose the financial statements ending on March 31, 2023.

N.	Disclosure date	Disclosure
8	2023-03-22	The group announced the invitation to hold a conference call directed to investors to discuss the results of the financial statements, as well as answer their inquiries regarding the financial statements for the first quarter of 2023, on Tuesday, 05/02/2023, at 12:30 pm.
9	2023-04-03	The group announced that, due to the lack of quorum necessary to hold the ordinary and extraordinary general assembly, which was scheduled to be held on 04/02/2023, the meeting will be postponed to the reserve date on 04/09/2023 at the main headquarters at 09:30 pm.
10	2023-04-09	On Sunday, April 9, 2023, the group announced the holding of the second Ordinary and Extraordinary General Assembly meetings, and the following was approved: First - Results of the second ordinary assembly meeting 1) The Board of Directors' report on the group's activity and financial position for the year 2022 was approved 2) The Sharia Supervisory Board's report for the year 2022 was approved 3) The external auditor's report on the group's budget, the revenue and expense account for insurance policyholders, the income statement for shareholders for the year 2022, and his report on internal control over financial reports and the extent of compliance with governance principles was approved and ratified. 4) The group's balance sheet, the revenues and expenses account for insurance policyholders, and the income statement for shareholders for the year 2022 were approved, and the Board's recommendation to distribute cash dividends to the shareholders at a rate of 45% of the nominal value of the share (0.45 riyals per share) for the year 2022 was approved. 5) It was approved to absolve the Board members from responsibility and determine their remuneration for the year 2022. 6) The governance report for 2022 was approved 7) The members of the Board of Directors were elected for the next three years (2023 - 2025). First: The 6 non-independent members were elected after the shareholders voted on them according to the following: 1- Tareq Al Haq Trading Company, represented by Sheikh Mohammed bin Thani Al Thani - non-independent 2- Mr. Abdul Rahman Abdul Jalil Al Abdul Ghani - non-independent 3- Dar Al-Thuraya Investment Company, represented by Sheikh Turki bin Khalid Al Thani - non-independent 4- Thubair Investment Group, represented by Sheikh Abdullah bin Khalid Al Thani - non-independent 5- Al-Baydakh Investment Company, represented by Sheikh Nasser bin Abdulaziz Al Thani - non-independent 6- The Medicare Group, represented by Sheikh Thani bin Abdullah Al Thani - non-independent 7- Tihama Business Development Company Sheikh Hamad bin Abdulaziz Al Thani - non-independent, first reserve 8- Wethaq Business Development Company - their representative will be named later - non-independent, second reserve 6- The Medicare Group, represented by Sheikh Thani bin Abdullah Al Thani - non-independent

N.	Disclosure date	Disclosure
10	2023-04-09	7- Tihama Business Development Company Sheikh Hamad bin Abdulaziz Al Thani - non-independent, first reserve 8- Wethaq Business Development Company - their representative will be named later - non-independent, second reserve Second - After holding elections for the candidates for the independent members category, three members were chosen after being voted on by the shareholders according to the following: 9- Mr. Jamal Abdullah Al-Jamal - Independent 10- Mr. Rashid Nasser Al Kaabi - Independent 11- Mr. Khaled Mohammed Al-Emadi - Independent 12- Mr. Hamad Abdullah Al-Emadi - Independent / First Reserve 8) The appointment of 3 members to the Sharia Supervisory Board for the next three years (2023 - 2025) was approved: 1- Sheikh Dr. Walid Muhammad Hadi - Chairman 2- Sheikh Dr. Abdulaziz Khalifa Al-Qassar - Member 3- Sheikh Dr. Muhammad Ahmeen - Member The General Assembly of Shareholders authorized the Board of Directors to determine their annual fees 9) The appointment of KPMG office to audit the group's accounts for the fiscal year 2023 was approved Second - Results of the second extraordinary assembly meeting Ratifying the amendment of a number of articles in the statute in accordance with the amendments to the Commercial Companies Law by Law No. 11 of 2015 and No. 8 of 2021. Approval to authorize the Chairman of the Board or his deputy individually to sign everything necessary to amend the group's bylaws.
11	2023-04-10	The group announced the formation of the Board of Directors for the next three years (2023 - 2024 - 2025), according to the following: - 1- Mr. Jamal Abdullah Ahmed Al-Jamal Chairman of the Board of Directors - Independent 2- Mr. Abdulrahman Abduljalil Abdulghani Al Abdulghani Vice Chairman of the Board of Directors - non-independent 3- His Excellency Sheikh / Mohammed bin Thani bin Abdullah Al Thani Representative of Tareq Al Haq Trading Company Member of the Board of Directors - non-independent 4- His Excellency Sheikh Turki bin Khaled bin Thani Al Thani A representative of Dar Al-Thuraya Investment Member of the Board of Directors - non-independent 5- His Excellency Sheikh Abdullah bin Khalid bin Thani Al Thani A representative of Thubair Investment Group Member of the Board of Directors - non-independent

N.	Disclosure date	Disclosure
11	2023-04-10	6- His Excellency Sheikh Nasser bin Abdulaziz bin Nasser Al Thani A representative of Al-Baydakh Investment Company Member of the Board of Directors - non-independent 7- His Excellency Sheikh Thani bin Abdullah bin Thani Al Thani A representative of the Medicare Group Member of the Board of Directors - non-independent 8- Mr. Rashid Nasser Rashid Sari'a Al Kaabi Member of the Board of Directors - Independent 9- Mr. Khaled Muhammad Asad Al-Emadi Member of the Board of Directors - Independent
12	2023-04-30	- The group announced the quarterly financial statements for the period ending on March 31, 2023, where net profit amounted to 29,296,675 Qatari riyals, compared to a net profit of 27,337,973 Qatari riyals for the same period of the previous year. - Earnings per share amounted to 0.20 Qatari riyals for the first quarter of the year, March 31, 2022, compared to earnings per share of 0.18 Qatari riyals for the same period of the previous year.
13	2023-05-11	The group announced that the approval of the Board of Directors and the Sharia Supervisory Board has been obtained to increase the agency wage ratio from the policyholders' account to the shareholders' account to become 33% instead of 27.5%, as of 5/8/2023 AD, which will reflect positively on the shareholders' profits.
14	2023-05-28	The group announced that A. Mother. AM Best has announced that the credit rating of the Qatar Islamic Insurance Group has been fixed at A- (stable).
15	2023-07-05	The group announced the date of its Board of Directors meeting on Tuesday, 08/08/2023, in order to disclose the financial statements ending on 06/30/2023.
16	2023-07-05	The group announced an invitation to hold a conference call directed to investors to discuss the results of the financial statements, as well as answer their inquiries regarding the semi-annual financial statements for the year 2023, on Tuesday, 08/10/2023, at 12:30 pm.

N.	Disclosure date	Guaranteed disclosure
17	2023-08-08	- The group announced the semi-annual financial statements for the period ending on June 30, 2023, where the net profit amounted to 64,230,759 Qatari riyals, compared to a net profit of 52,971,593 Qatari riyals for the same period of the previous year. - Earnings per share reached 0.43 Qatari riyals in the semi-annual period of the year June 30, 2023, compared to earnings per share of 0.35 Qatari riyals for the same period of the previous year.
18	2023-10-02	The group announced the date of its Board of Directors meeting on Monday, October 30, 2023, in order to disclose the financial statements ending on September 30, 2023.
19	2023-10-02	The group announced the invitation to hold a conference call directed to investors to discuss the results of the financial statements, as well as answer their inquiries regarding the financial statements for the third quarter of 2023, on Wednesday, 01/11/2023, at 12:30 pm.
20	2023-10-30	- The group announced the quarterly financial statements for the period ending on September 30, 2023, where net profit amounted to 103,283,053 Qatari riyals, compared to a net profit of 79,514,547 Qatari riyals for the same period of the previous year. - Earnings per share amounted to 0.69 Qatari riyals for the third quarter of the year, September 30, 2023, compared to earnings per share of 0.53 Qatari riyals for the same period of the previous year.

Evaluating the performance of the Board of Directors, committees and senior executive management:

Mechanism for evaluating the performance of Board of Directors members and their work in committees:

The Remuneration and Nominations Committee evaluated the members' work for the year 2023 according to the following data:

- Percentage of member attendance at Board of Directors meetings
- Interacting and making proposals during Board of Directors meetings.
- The member's attendance rate in the committee/committees to which he is affiliated.
- Interacting and making proposals during his work in the committee/committees to which he is affiliated.

Evaluation results of members' performance and work in committees:

The evaluation result for all members was satisfactory and consistent with the expected objectives and strategies for the fiscal year ending December 31, 2023.

Mechanism for evaluating the performance of executive management:

The Board evaluated the performance of senior executive management by requesting a report from executive management that includes the following points:

- Comparing the results achieved for the year with the approved budget for the year 2023, explaining the reasons for achieving or not achieving (if any) the expected results of the budget.
- The most important works completed during the year.
- The group's growth rate over the past five years, explaining the factors and challenges that management faced and how it overcame them.

Evaluation results of senior management's work:

The result of the evaluation of the work of senior management was satisfactory to the Board and consistent with the expected objectives and strategies for the fiscal year ending December 31, 2023.

Mechanism for evaluating the work of the Board Secretary:

The Board evaluated the performance of the Board Secretary through the Remuneration and Nominations Committee by evaluating the extent of the Secretary's compliance with the duties and responsibilities specified for him in the Group's Governance and Compliance Regulations (referred to previously in this report under the responsibilities and duties of the Board Secretary).

Evaluation results of the work of the Board Secretary:

The result of the evaluation of the work of the Board Secretary was satisfactory to the Board and consistent with the duties and responsibilities expected of him for the fiscal year ending on December 31, 2023.

Disclosure of the remuneration of members of the Board of Directors, the Sharia Supervisory Board and the senior executive management:

The Remuneration and Nominations Committee determines the remuneration of the Board members and the allowances for the sessions of its meetings and committees, in addition to the remuneration of the Sharia Supervisory Board and the senior executive management in accordance with the text of Article (119) of the Commercial Companies Law and the Group's bylaws. The Group is also committed to the internal regulations regarding evaluating the performance of its employees and determines the method of granting Their remuneration. Shareholders are informed of the remuneration recommended by the Board when presenting the clause of discharging the Board members and approving their remuneration at the group's ordinary general assembly, and they are included in the minutes of the group's general assembly meeting. The following is a table showing the value of Board of Directors' remuneration for the year 2022, which was approved by the Group's General Assembly at its meeting held on April 9, 2023 for the fiscal year ending on December 31, 2022:

N.	member name	Adjective	The equivalent is in Qatari riyals
1	Thubair Investment Group Represented by: His Excellency Sheikh Dr. Khalid bin Thani bin Abdullah Al Thani	Chairman	809.612
2	Abdulrahman Abduljalil Al Abdulghani	Deputy Chairman	404.806
3	Al-Wefaq Engineering and Contracting Represented by: No one represents her	Board Member	404.806
4	Tareeq Al-Haq Trading & Services Represented by: Sheikh Mohammed bin Thani bin Abdullah Al Thani	Board Member	404.806
5	Dar Al-Thuraya Investment Represented by: Sheikh Turki bin Khaled bin Thani Al Thani	Board Member	404.806
6	Medicare Group Represented by: Sheikh Thani bin Abdullah bin Thani Al Thani	Board Member	404.806
7	Rashid Nasser Rashid Al Kaabi	Board Member	404.806
8	Jamal Abdullah Ahmed Al-Jamal	Board Member	404.806
9	Hamad Abdullah Sharif Al-Emadi	Board Member	404.806

The remuneration of the Sharia Supervisory Board and senior executive management is also disclosed in the group's financial statements, which amounted to a total of QAR 360,000. To the Sharia Supervisory Board and the amount of 6,750,000 QAR. For senior executive management and executive directors for the fiscal year ending December 31, 2022.



Conflicts of interest and related party dealings:

Since the Chairman, Vice Chairman, members of the Board of Directors, and the executive management and financial management staff of the Group represent those familiar with internal information that is not available to the public and that could have a positive or negative impact on the Group's share price on the Qatar Stock Exchange, the liaison officer who links the Group and the market is the Executive Director. For the group's financial affairs - he supervises the verification of the group's permanent compliance with the instructions regulating insider trading issued by the Qatar Financial Markets Authority and the Qatar Stock Exchange.

The Board of Directors is committed to adhering to the controls and procedures for dealings with related parties - if any - in accordance with what is stipulated in the Group's articles of association and the Board of Directors' Charter, which ensure that the interests of the Group take precedence over personal interests, achieve justice among all the Group's shareholders, and ensure that no one is informed of the information benefits at the expense of the rest of the shareholders. And stakeholders, with the concerned party not voting in any decision regarding dealing with it.

The Board is also committed to the principle of full transparency and disclosure in the event of transactions with any related party included in the group's annual report. All significant transactions with related parties have been disclosed in the notes to the financial statements.

Community development and advancement and environmental preservation:

Qatar Islamic Insurance Group believes in the societal role and duty that aims to develop and advance society, which prompts it to participate in a number of events and social activities when the appropriate opportunity exists. It is also worth noting that the group participates in a number of community donation campaigns in addition to paying all amounts. Due to the Sports, Cultural, Social and Charitable Activities Support Fund, some of them are shown in the table below:

N.	Name	Amount
1	Fund to support sports, cultural, social and charitable activities	3,569,982
2	Qatar Charity Association	22,000
3	Qatar Cancer Society	20,000

Investor Relations Department:

The group is linked to direct and easy communication channels with a high degree of transparency with its shareholders and other parties with which it deals. Mr. Waleed Ibrahim Abu Arjah is responsible for investor relations, in addition to his responsibilities as secretary of the group's board of directors. He also supervises the communication channels with shareholders and stakeholders effectively so that He receives their opinions and complaints, whether through direct review or through postal correspondence received on the group's e-mail or even through the Investor Relations Conference, and informs the Board of Directors of them. The Group's Investor Relations Unit organizes communication with investors on a quarterly basis through the Investor Relations Conference available on the Group's website - the Investor Relations Department - which is the primary channel through which the Group receives requests from shareholders and analysts to obtain information, complaints and grievances towards the decisions and actions of officials and management. The senior executive in the group. The channels of communication between the group and stakeholders are represented by the following:

- The quarterly, semi-annual and final financial reports that are announced on time in local newspapers, the Qatar Stock Exchange website and the group's website, as well as publishing press releases on the dates specified by the market for announcement.
- The annual report and periodic news issued by the group.
- The group's website (www.qiic.com.qa), which is regularly updated with the group's news, products, results and financial data.
- The group will hold a general assembly meeting for shareholders within four months of the end of the fiscal year. To this end, the group is committed to announcing the date and place of the general assembly electronically in addition to local newspapers.
- The group's bylaws stipulate the right of shareholders to view the group's budget and the report of the board of directors an appropriate period before the general assembly is held. They are also provided with comprehensive data, which is also mentioned in the annual report every year, about all the advantages and benefits that the members of the board of directors received during the financial year and other benefits. Important data.
- The articles of the group's bylaws also regulate all the work of the "regular" and "extraordinary" general assembly of the group and the rights of all shareholders, including minority shareholders, to know the date of the assembly meeting at least fifteen days before the meeting date, in addition to organizing and technicalizing all the work of the "ordinary" general assembly. And "extraordinary" to fully guarantee shareholders' rights.
- The group's bylaws also explain how to determine the net surplus and net shareholders' profits and how to distribute each of them in a way that ensures justice and the public interest for both policyholders and all shareholders.



THE END

Qatar Islamic Insurance Group