



SOLID OAK INSURANCE PCC LIMITED

(Incorporated in the Republic of Seychelles on 16 May 2016)

Company Registration Number: 8417764-4

Share Code: SOL; ISIN: SC79431AAH22

(the “**Company**”)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the annual general meeting of shareholders (“**the Annual General Meeting**” or “**the AGM**”) of the Company will be held ***on Thursday 22 January 2026 at 14H00 (Seychelles Time) at 104, First Floor, Waterside Property, Eden Island, Seychelles***

The Agenda for the AGM is as follows:

1. Welcome and quorum.
2. Overview by the chairman of the Company.
3. Tabling of the 2024 annual report, including the annual financial statements for the financial year ended 31 December 2024.
4. Motions: To consider and, if deemed fit, to pass, with or without modification, the ordinary resolutions set out below, namely:
 - a. To approve the financial statements of the Company for the year ended 31 December 2024, together with the reports of the board of directors and auditors; and
 - b. The re-appointment of the auditors, Moore MKM Group Chartered Accountants of Suite 202, Allied Plaza, Francis Rachel Street, Mahe, Seychelles;
 - c. To re-appoint the non-executive directors of the Company until the conclusion of the next Annual General Meeting of the Company to be held accordingly, being Johannes Nicolaas Ackermann and Edmond Joseph Tuohy;
 - d. To re-appoint the executive directors of the Company for a further period of three (3) years, being Nicolaas Johannes Ackermann and Alwyn Jacobus Fourie van Niekerk.
5. General.
6. Closing.

A copy of the Company's annual financial statements for the year ended 31 December 2024 has been published and are available on the SECDEX website.

Resolutions

The following resolutions will be considered at the AGM, and, if deemed fit, passed with or without modification:

1. Ordinary resolution number 1: Approval of financial statements of the Company for the period ended 31 December 2024, together with the directors' and audit report.

"Resolved that the audited annual financial statements for the year ended 31 December 2024 together with the reports of the board of directors and auditors thereon be and are hereby received, considered and adopted."

In order for ordinary resolution number 1 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy, is required to pass this resolution.

2. Ordinary resolution number 2: Re-appointment of the auditors of the Company

"Resolved that the appointment of the auditors of the Company, being Moore MKM Group Chartered Accountants of Suite 202, Allied Plaza, Francis Rachel Street, Mahe, be hereby extended until the conclusion of the next Annual General Meeting of the Company."

In order for ordinary resolution number 2 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy, is required to pass this resolution.

3. Ordinary resolution number 3 (a) and 3 (b): Re-appointment of non-executive directors of the Company.

(a) "Resolved that Johannes Nicolaas Ackermann be hereby re-appointed as non-executive directors of the Company until the conclusion of the next Annual General Meeting".

(b) "Resolved that Edmond Joseph Tuohy be hereby re-appointed as non-executive director of the Company until the conclusion of the next Annual General Meeting".

In order for ordinary resolutions number 3 (a) and 3 (b) to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy, is required to pass these resolutions.

4. Ordinary resolution number 4 (a) and 4 (b): Re-appointment of executive directors of the Company.

(a) "Resolved that Nicolaas Johannes Ackermann be hereby re-appointed as executive director of the Company for a period of three (3) years."

(b) "Resolved that Alwyn Jacobus Fourie van Niekerk be hereby re-appointed as executive director of the Company for a period of three (3) years."

In order for ordinary resolutions number 4 (a) and 4 (b) to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy, is required to pass these resolutions.

Voting and proxies

A shareholder of the Company entitled to attend and vote at the AGM to appoint one or more proxies (who need not be a shareholder of the Company) to attend in his/her stead.

On a show of hands, every shareholder of the Company present in person or represented by proxy shall have one vote only. On a poll, every shareholder of the Company present in person or represented by proxy shall have one vote for every share held in the Company by such shareholder.

A form of proxy is attached for the convenience of any shareholder who cannot attend the AGM. The completed forms of proxy must be completed and submitted by email to support@solid-oak.com or delivered to the office of the Company (104, First Floor, Waterside Property, Eden Island, Seychelles) to be received by **17h00 on Monday 19 January 2026 (Seychelles Time)**. Any member who completes and lodges a form of proxy will nevertheless be entitled to attend the AGM and inform the meeting accordingly.

Electronic participation

Shareholders wishing to vote on resolutions to be presented at the AGM or wishing to appoint a proxy to attend the meeting on their behalf are required to submit their respective shareholder voting form via email on support@solid-oak.com by **on Monday 19 January 2026 (Seychelles time)**. Shareholder voting forms and proxy appointments submitted after this deadline will not be accepted.

Shareholders may attend the meeting by way of electronic communication. Shareholders who wish to participate in the AGM using electronic communication or who wish to appoint a proxy to attend on their behalf, will be required to register to attend the AGM by advising the Company thereof by no later than **17h00 on Monday 19 January 2026 (Seychelles time)** by email to support@solid-oak.com by submitting their relevant contact details or that of their proxy, including email address, cell phone number, as well as full details of the shareholder's title to and amount of shares. Upon receipt of the required information, the shareholder or proxy concerned will be provided with a link to attend the AGM.

Shareholders will not be allowed to raise questions, make statements, or participate verbally during the formal proceedings of the AGM. Shareholders are, however, **invited to submit any questions or comments in writing** to the Company by not later than **17h00 on Monday 19 January 2026 (Seychelles time)** by email to support@solid-oak.com, or by such other method and within such timeframe as may be communicated by the Company. The board will consider all properly submitted questions and, where appropriate, will provide responses **after the conclusion of the AGM**, either in writing or by such other means as the board may determine in its discretion.

By order of the board

PKF Corporate Services Limited
29 December 2025



(Incorporated in the Republic of Seychelles on 16 May 2016)
 Company Registration Number: 8417764-4
 Share Code: SOL; ISIN: SC79431AAH22
 (the “Company”)

Shareholding Voting & Proxy Form

To be used for the annual general meeting of shareholders (“the Annual General Meeting” or “the AGM”) of Solid-Oak Insurance PCC Ltd held *on Thursday 22 January 2026 at 14H00 (Seychelles Time) at 104 First Floor, Waterside Property, Eden Island, Seychelles.*

I/We..... (name in block letters)

Of (address):

being the registered holder of ordinary shares in the capital of the Company wish to vote in the following manner (please tick as appropriate):

| No | Resolution | For | Against | Abstain |
|----|--|-----|---------|---------|
| 1 | Ordinary resolution number 1: Approval of financial statements of the Company for the period ending 31 December 2024 together with the directors’ and auditors report | | | |
| 2 | Ordinary resolution number 2: Confirmation and re-appointment of Moore MKM Group Chartered Accountants as the auditors of the Company | | | |
| 3 | Ordinary resolution number 3 (a): Confirmation and re-appointment of Johannes Nicolaas Ackermann as non-executive director of the Company until the conclusion of the next Annual General Meeting. | | | |
| | Ordinary Resolution Number 3 (b): Confirmation and re-appointment of Edmond Joseph Tuohy as non-executive director of the Company until the conclusion of the next Annual General Meeting. | | | |
| 4 | Ordinary resolution number 4 (a): Confirmation and re-appointment of executive director being Nicolaas Johannes Ackermann for a period of three (3) years. | | | |
| | Ordinary resolution number 4 (b): Confirmation and re-appointment of executive director Alwyn Jacobus Fourie van Niekerk for a period of three (3) years. | | | |

(Indicate instructions to proxy in the spaces provided above.)

To be completed by all shareholders

I/ We wish to *(please select one option)*:

- ☐ Attend the AGM in person
- ☐ Attend the AGM electronically
- ☐ Appoint a proxy to attend the AGM to be held on Thursday 22 January 2026 at 14H00 (Seychelles Time) at 104 First Floor, Waterside Property, Eden Island, Seychelles and at any adjournment thereof, on my behalf.

I HEREBY APPOINT (proxy name in block letters), or

failing whom (proxy name in block letters) or failing whom,

the Chairman, to be my /our proxy to vote for me/us at the AGM as indicated in this voting form.

Unless otherwise instructed above, my proxy may vote as he/she thinks fit.

Signed at **on this** **day of** **202**.....

Signature [Assisted by (if applicable)]

The completed shareholder voting and proxy form must be completed and submitted by email to support@solid-oak.com or delivered to the office of the Company (104, First Floor, Waterside Property, Eden Island, Seychelles), to be received on or before 17h00 on Monday 19 January 2026 (Seychelles' time).

Notes to the shareholder voting and proxy form

A shareholder entitled to attend and vote at the AGM is entitled to appoint a proxy to represent them at the AGM. A proxy need not be a shareholder of the Company. Each shareholder is entitled to appoint one or more proxies to attend, speak and, on a poll, vote in place of that shareholder at the annual general meeting

Please read the undermentioned notes.

1. This form is only to be completed by shareholders who are holding shares in the Company and who wish to appoint another person to represent them at the annual general meeting.
2. Beneficial shareholders whose shares are not registered in their "own name", but in the name of another entity, for example, a nominee, may not complete this form, unless a form of proxy is issued to them by a registered shareholder and they should contact the registered shareholder for assistance in issuing instruction on voting their shares, or obtaining a proxy to attend, speak and, on a poll, vote at the annual general meeting. Documentary evidence establishing the authority of a person signing this form in a representative capacity must be attached to this form of proxy.
3. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space, with or without deleting "the chairman of the annual general meeting". The person whose name stands first on the form of proxy and who is present at the annual general meeting will be entitled to act as proxy to the exclusion of those whose names follow.
4. A shareholder's instructions to the proxy must be indicated by means of a tick or a cross in the appropriate box provided. However, if you wish to cast your votes in respect of a lesser number of shares than you own in the Company, insert the number of shares in respect of which you desire to vote. If; (i) a shareholder fails to comply with the above; or (ii) gives contrary instructions in relation to any matter; or (iii) the resolution listed in the proxy form is modified or amended, the member will be deemed to authorize the chairman of the annual general meeting, if the chairman is the authorized proxy, to vote in favour of the resolutions at the annual general meeting, or any other proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit, in respect of all the member's votes exercisable thereat. If however, the member has provided further written instructions that accompany this form of proxy and which indicate how the proxy should vote or abstain from voting in any of the circumstances referred to in (i) to (iii) above, then the proxy shall comply with those instructions.
5. The shareholder voting and proxy form must be lodged with the Company as per the Notice of the AGM.
6. The completion and lodgement of this form will not preclude the relevant shareholder from attending the AGM to the exclusion of any proxy appointed in terms thereof, should such shareholder wish to do so. In addition to the foregoing, a shareholder may revoke the proxy appointment by (i) cancelling it in writing, or making a later inconsistent appointment of a proxy; and (ii) deliver a copy of the revocation instrument to the proxy, and to the Company. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the shareholder as at the later of the date stated in the revocation instrument, if any; or the date on which the revocation instrument was delivered in the required manner.
7. The chairman of the AGM may reject or accept any form of proxy which is completed and/or received, other than in compliance with these notes provided that, in respect of acceptances, he is satisfied as to the manner in which the shareholder(s) concerned wish(es) to vote. Late proxies may be accepted or rejected by the chairman of the meeting in his absolute and unfettered discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.
8. The chairman shall conduct the AGM in an orderly and efficient manner and shall exercise full discretion over the procedure and conduct of the meeting. Shareholders will not be allowed to raise questions, make statements, or participate verbally during the formal proceedings of the AGM. However, shareholders are invited to submit any questions or comments in writing to the Company. The Chairperson's decision on the conduct of the Meeting and the handling of shareholder questions shall be final.
9. Any alteration to this form of proxy, other than a deletion of alternatives, must be initialled by the signatory/ies.
10. This form may be used at any adjournment or postponement of the AGM, including any postponement due to a lack of quorum, unless withdrawn by the shareholder.