#### **Awareness**

# Statement to Amana and Enaya shareholders, clients, policyholders / members, and employees (a high-level overview on the Merger)?

Following the merger agreement between Amana and Enaya in May 2021, both companies have received necessary regulatory approvals, and are working towards completing the merger by Q1 2022.

Shareholder proposition: The merger is expected to enhance the market position of the combined entity, increase scale and generate significant synergies, which will strengthen the financial position of the combined entity and improve shareholder returns.

Policyholder proposition: Policyholders will benefit from a diversified product offering (across Medical, Motor, and other General lines of business), access to diversified sales channels, better coverage and an enhanced customer experience.

Employees proposition: Unifying competencies and experiences to achieve a larger entity and promising growth potentials that contribute to creating new opportunities for development and success, and to maintain competencies.

### Q.1. How does the Merger align with the objectives of Vision 2030?

- **A.1.** The merger aligns with the objectives of Vision 2030 across the following key areas:
  - Drive consolidation in the Insurance sector and strengthen the overall position of the industry.
  - Provide a diversified product offering that are accessible to the wider KSA population, aim to increase insurance market penetration and hence increase overall contribution to the KSA economy
  - Increase digitization using the existing strengths of both entities and additional investments to enhance the customer experience

Focus on developing local talent at all levels based on the ambition and requirements of the combined entity

#### Q.2. What is the Merger effective date?

**A.2.** The merger is expected to become effective in Q1'2022.

# Q.3. What is the added value to Amana's shareholders from the Merger? What is the added value to Enaya's shareholders from the Merger?

- **A.3.** The merger is expected to benefit Amana and Enaya shareholders and improve future returns. Specifically, the added value of the merger includes:
  - Improved market and brand position of the combined entity and larger scale which can accelerate revenue growth
  - Significant operational synergies / efficiencies by combining both companies to improve short-term and long-term profitability
  - Investment / capital deployment synergies to support capital adequacy, solvency recovery and fund the growth and transformation for the combined entity

Improved return on equity, higher valuation and potential for dividend yield in the future





Q.4. How much will my shares in Amana be worth after the Merger? How much will my shares in Enaya A.4. Upon the completion of the Merger Amana will issue 15,858,024 new shares to the Enaya shareholders aggregate shares in Amana to 28,858,024 shares with a total value of SR 158,580,240. Where (1.05720160) will be issued in Amana for every (1) share owned in Enaya.

### Q.5. What will happen to my insurance policy in Amana after the Merger? What will happen to my insurance policy in Enaya after the Merger?

A.5. There are no changes to the existing insurance policy terms & conditions and you will continue enjoying the benefits of the insurance policy as detailed in your insurance policy document. Instead, you will enjoy a better coverage of insurance facilities, thanks to a wider network of hospitals, workshops & sales and customer care channels. Your policy will remain valid until it expires.

### Q.6. How will this affect the existing employees in Amana after the Merger? How will this affect the existing employees in Enaya after the Merger?

A.6. The existing employees of both Amana and Enaya will work towards achieving the vision of the combined entity. A new combined entity organization structure is being developed to support a more efficient delivery model and enhanced customer experience. Existing employees will be transitioned to the new organization structure in a smooth manner to minimize any disruption.

### Q.7. What will happen to Amana if the Merger does not go through? What will happen to Enaya if the Merger does not go through?

A.7 If the merger does not go through, each entity will continue to operate independently. Each entity will also احلة انحماج need to individually develop their respective future strategies including solvency recovery plans. However, without a merger, the entities will not benefit from the value creation potential highlighted above.

#### Q.8. Where can I find more details on Amana offer to Enaya shareholders?

A.8. You can check the Merger File located at Amana's website www.amana.sa or for more information Amana is providing documents available for inspection at its head office (Address: Riyadh, Salah Al-Din Al-Ayoubi Street, Platinum Center - Second Floor, PO Box 27986, Riyadh 11427, Kingdom of Saudi Arabia) during normal business hours.

#### Q.9. Where can I get more information about the merger, Amana, and/or Enaya?

A.9. For more information, please visit Amana or Enaya company websites www.amana.sa or www.saudienaya.com . You can also get in touch with the below representatives from each company with specific questions:

Enaya	Amana	
Mr. Mazen Shahawi	Mr. Ali Jazzar (investor Relations)	
Mrs. Esraa Magboul Investor Relations Officer	Mrs. Sahar Habtar (Customer care)	
Mr. Abdul-Jabbar Al Marbai Customer Care Officer		
Contact Number : 8003010030	Contact Number: 8001240242	





#### Q.10. Who can I contact in case I have additional questions?

**A.10.** For more information, please visit Amana or Enaya company websites www.amana.sa or www.saudienaya.com. You can also get in touch with the below representatives from each company with specific questions.

Enaya	Amana	
Mr. Mazen Shahawi	Mr. Ali Jazzar (investor Relations)	
Mrs. Esraa Magboul Investor Relations Officer	Mrs. Sahar Habtar (Customer care)	
Mr. Abdul-Jabbar Al Marbai Customer Care		
Officer		
Contact Number : 8003010030	Contact Number: 8001240242	

In case you have any additional queries or need any information related to your policy, please get in touch with your insurance advisor or contact our customer service team.

# Q.11. What will happen to the reinsurers of Amana? What will happen to the reinsurers of Enaya? Same applies to all other service providers.

**A.11.** Contractual terms to service the existing policies will not change as a result of the transaction. All existing services shall continue with the current arrangements. We look forward to mutually beneficial arrangements with all our service providers in the future, as we embark upon our journey of growth and transformation.

#### Q.12. What is the market value of the newly issued share to Enaya's shareholders?

**A.12.** The total market value of the newly issued shares based on the agreed swap ratio and the closing price of the Amana a shares (i.e. SR 37.10) on 06/12/2021 is SR 588,332,690. The market value of the newly issued shares will be determined later based on the closing price of Amana on the last trading day before the Merger becomes effective.

# Q.13. I have pending claim from Enaya; what is the course of action to be taken by Amana to fulfill it? Is there any action to be taken by me as a policyholder?

**A.13.** Your claim will be processed according to the existing terms and conditions of your policy and there will be no impact on the claim settlement because of this transaction.

#### Q.14. What are the shareholders rights in the newly issued shares to Enaya's shareholders?

**A.14.** The shares issued to Enaya shareholders will be standard in all aspects with same rights and responsibilities as for the existing shareholders of Amana. The new shares shall have all the rights of current shares, as all of Amana's current shares are one class and no share gives the holder preferential rights.





## Q.15. In case the merger is completed, what is Amana's shareholding structure after the Merger? A.15.

Shareholder	Ownership
Amana Gulf Insurance Company BSC	6.14%
Munich Re Company	8.24%
National Health Insurance Company (Daman)	5.50%
Public	80.12%
Total	100 %

#### Q.16. Can I still buy a new insurance policy from Amana and / or Enaya?

A.16. The process for buying a new insurance policy will remain the same. Going forward, we will start to operate as a combined entity where you will notice a transition in branding only. We will continue to operate as usual, with our people, products and services all remaining the same.

#### Q.17. Can I renew my insurance policy with Amana and / or Enaya?

**A.17.** You can renew your insurance policy by contacting your existing channel partner or by visiting our website. In case of any difficulty, kindly email us at customer care of Amana customercare@amana-coop.com.sa or call us at (8001240242) /or Enaya care@saudienaya.com or call us at (8003010030). You may also visit any of our branches.

#### Q.18. Can I continue to make claims in my existing insurance policy?

**A.18.** You can continue to make claims under you existing policy as per the current terms and conditions of the policy. There will no change in the claims settlement process because of this transaction.

#### Q.19. Will there be any changes to the lines and contacts of customer care and call centers?

A.19. Our customer services' contacts and call center details will remain the same for the time being. We will notify you in case of any changes.



