



NOTICE OF ANNUAL GENERAL MEETING – APPENDIX C
ANNUAL GENERAL MEETING PROXY VOTING FORM

Date of AGM: 26 June 2025 (Thursday), 2:00 pm (UAE time) / 1:00 pm (KSA time)

Please read the notes to the Notice of Annual General Meeting before completing and returning this form signed and dated to your broker/custodian/registrar no later than 5:00 pm (UAE time) on 20 June 2025.

*For use of beneficial owners of Depa PLC shares as at 12 June 2025 (the **Record Date**) in connection with the Annual General Meeting to be conducted electronically via web application (the **Virtual AGM Venue**) at 2:00 pm (UAE time) / 1:00 pm (KSA time) on 26 June 2025, or at any adjournments thereof (the **AGM**).*

*I/We, (**Insert Name**), Holding (EID, Passport, Driving Licence No.) (**Insert No.**), Of the Address (**Insert Address**) being a shareholder of Depa PLC (the **Company**), hereby appoint the Chairman of the Meeting as *my/our proxy to attend, communicate and vote for *me/us on *my/our behalf at the AGM of the Company to be conducted electronically via web application on 26 June 2025 (Thursday) at 2:00 pm (UAE time) / 1:00 pm (KSA time) and at any adjournment thereof.

*I/We direct the Chairman as *my/our proxy to vote for or against the resolutions to be proposed at the AGM as indicated hereunder.

If no specific direction as to voting is given, *I/we acknowledge that the Chairman intends to cast undirected proxy votes in favour of each of the proposed resolutions. *I/we acknowledge that the Chairman may exercise *my/our proxy even if he/she has an interest in the outcome of the resolution.

Note to beneficial owner:

Voting will be conducted by poll. If you wish to exercise all your votes “For” or “Against” the relevant resolution, please tick (✓) within the relevant box provided below. Alternatively, if you wish to exercise your votes both “For” and “Against” the relevant resolution, please indicate the number of shares in the relevant boxes provided below.

No.	Resolutions relating to	Number of Votes For	Number of Votes Against
ORDINARY RESOLUTIONS			
Resolution 1	THAT the Company's financial statements as at and for the financial year ended 31 December 2024, together with the notes thereto and the auditor's report thereon, be and are hereby approved and adopted.		
Resolution 2	THAT PricewaterhouseCoopers (PwC) be and is hereby reappointed as independent external auditor of the Company, to hold office from the conclusion of this meeting until the conclusion of the next general assembly meeting of the Company at which audited financial statements are laid.		
Resolution 3	THAT subject to PwC being reappointed, the Board of Directors of the Company be and is hereby generally and unconditionally authorized to determine the remuneration of the external auditor.		
Resolution 4	THAT Mr. Muteb Al Shathri be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 5	THAT Mr. Fadi AlSaid be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 6	THAT Mr. Faisal Al Areefi be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		

No.	Resolutions relating to	Number of Votes For	Number of Votes Against
Resolution 7	THAT Mr. Ahmad Al Ghamdi be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 8	THAT Mr. Sadhak Bindal be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 9	THAT Mr. Mussab AlKhudairi be and is hereby appointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 10	THAT Mr. Marwan Shehadeh be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 11	THAT Mr. Abdulrahman Ibrahim Almodaimeegh be and is hereby appointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 12	THAT Mr. Charbel Khoury be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 13	THAT Mr. Fouad Alrashed be and is hereby reappointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		
Resolution 14	THAT Mr. Fergus Hedley Rossiter be and is hereby appointed as a non-executive director of the Board of Directors of the Company in accordance with the Articles of Association, effective immediately upon the conclusion of the AGM.		

Number of shares as at the Record Date: _____

Name of Broker / Custodian* (if applicable): _____

Account number with Broker / NIN account number*: _____

*Delete where applicable

Dated this _____ day of _____ 2025

Signature of shareholder(s) or Common Seal

IMPORTANT: PLEASE READ NOTES TO THE AGM NOTICE