NCT&H
المؤسسة الوطنية للسياحة والفنادق
National Corporation for Tourism and Hotels
Catering & Support Services Division

Nomination Form for Membership of the Board of Directors of The National Tourism and Hotels Institution (P.J.S.C.)

Instructions to complete this form

1. Please complete all of the requested information in this application.
2. This form together with the supporting documents must be sent to the Company via registered mail to the following address:, National Corporation for Tourism & Hotels P.O. Box: 6942, Abu Dhabi, United Arab Emirates or by email to murtadha.hamed@ncth.ae no later than ten (10) days, from 4/4/2026 to 13/4/2026 with all the attachments referred to in section 8 of this Form.

For use by the nominee for membership, whether in a personal capacity or as a representative of a legal entity.

I, _____, wish to nominate myself for the position of Board of Directors Member at The National Tourism and Hotels Institution (P.J.S.C.) for a three-year term starting from the date of the Company's General Assembly meeting, which is scheduled to be held on 30 April 2026. My details are as follows:

1. Personal Data:

Full Name:	Date of Birth:
Nationality:	Current Address (Place of Residence):
Profession:	Unified Number (UID):
Phone/Fax:	Email:
Investor Number:	
Number of shares I own in the Company as of the date of completing this form (if any): __ **shares (** shares)	
ID Number: _____ :Expiry Date: _____Place of Issue: _____	

2. Nature of Membership (Mark with an 'X')

☐ ☐ ☐

Non-Independent Member Independent Member Non-Executive Member

Conditions for Nomination to the Board of Directors:

The nominee for Board membership must meet the following conditions:

a) Possess experience in the activity undertaken by the company for whose board they are nominated.

b) Has not been previously convicted of a felony or a crime involving dishonesty or breach of trust, unless their reputation has been legally restored.

c) No judicial order has been issued to remove or disqualify them as a board member of any listed public joint stock company in the financial market during the year preceding the nomination.

d) Their professional record issued by the Authority is free from administrative sanctions.

e) There are no ongoing lawsuits, reports, or public prosecution investigations against them related to trustworthiness and integrity.

f) Any other conditions required by the Companies Law or the Company's Articles of Association.

g) A Certificate of Good Conduct issued or attested by an official authority in the United Arab Emirates or abroad in case the nominee resides outside the UAE.

h) To submit the following documents to the Company:

1- A Curriculum Vitae clearly stating practical experience, academic qualifications, and the capacity (Non-Independent / Non-Executive / Independent) for which they are nominating themselves.

2- An undertaking accepting the nomination and committing to the provisions of the Companies Law, its implementing decisions, and the Company's Articles of Association, and that they will exercise due diligence in performing their duties.

3- This undertaking shall include a statement of the names of companies and institutions in which they work or hold board memberships, as well as any work performed directly or indirectly that constitutes competition with the Company.

4- .In the case of representatives of a legal entity, an official letter from the legal entity specifying the names of its nominated representatives for Board membership must be attached.

5- Copy of ID, Passport, and a Photograph.

3. Academic Qualifications and Practical Experience:

Practical Experience	Academic Qualifications

4. Current Membership on the Boards of Directors of Other (Listed or Unlisted) Joint Stock Companies within the United Arab Emirates, and Significant Supervisory, Governmental, or Commercial Positions

Company Name	Main Activity	Type of Membership (Member, Managing Member, or Chairman of the Board)	Capacity of Membership (Executive, Non-Executive, Independent, Non-Independent)	Committee Memberships Significant Supervisory	Governmental or Commercial Positions

5. Statement Regarding Public Joint Stock Companies in which the nominee was a member and which underwent Bankruptcy, Liquidation, Seizure, Sale, or Merger:

Company Name	Position on the Board	Status that befell the Company

6. Interests Related to the Company in Detail

Please complete the following if the nominee is a legal entity:

7. Legal Entity Data:

Legal Entity Name	Nationality:
Mailing Address	Phone:
Fax	Main Activity
Number of shares owned in the Company	Unified Depository Number (UDN)
Number of shares owned in the Company: Unified Depository Number (UDN): Commercial Registry Number: _____ Issued by: _____, Date	

8. Data of the Legal Entity's Executive Management (CEO, General Manager, and those under them according to the Company's organizational structure)

Name	Job Title

9. Interests Linking the Legal Entity to the Company

10. Current Membership of the Legal Entity in Public Joint Stock Companies:

Company Name	Main Activity	Position Held by its Representative

11. Statement Regarding Public Joint Stock Companies in which the Legal Entity was a member and which underwent Bankruptcy, Liquidation, Seizure, Sale, or Merger:

Company Name	Position on the Board	Status that befell the Company

12. Authorization:

I, the undersigned ---------- as a legal entity, authorize Mr./Ms. ---------- to nominate for Board membership as our representative.

I confirm the accuracy of all data contained in this form and its attached documents, and I acknowledge my full responsibility and the invalidity of this application in case any of the information is incorrect, with all resulting legal consequences.

Signature of the nominee for Board membership, whether in a personal capacity or as a representative of a legal entity _____

Legal Entity _____ Stamp _____

The following are required for the acceptance of this application:

• Completion of all data in this form clearly and accurately by the applicant.

• A statement of the commercial companies in which the applicant has contributed or participated in ownership, and the number of shares and stakes therein.

• An undertaking of non-violation of the Commercial Companies Law, Federal Decree-Law No. (32) of 2021 concerning Commercial Companies and its amendments from time to time, the Decision of the Chairman of the Authority's Board of Directors No. (3/R.M) of 2020 concerning the adoption of the Corporate Governance Guide for Public Joint Stock Companies and its amendments issued by the Capital Market Authority, and the Company's Articles of Association and its amendments from time to time.

• Commitment to submit the application within the deadline specified in the announcement.

Note:

1. Please use additional sheets if necessary and the allocated spaces in this form are insufficient.
2. Please ensure the applicant signs every page of this form as well as the attached documents.

For use by the employee responsible at the Company:

We have received the form within the legal period _____ on date _____

We have reviewed the form and confirm:

1. All required data has been recorded. Yes ☐ No ☐
2. The nominee meets the conditions required by applicable laws and regulations. Yes ☐ No ☐

Signature _____ **Stamp** _____

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Annex 1	مرفق 1
Candidate Declaration for Board Membership	**إقرار المترشح لعضوية مجلس الإدارة**
I, the undersigned, the candidate for membership of the Board of Directors of National Corporation for Tourism and Hotels (PJSC), hereby declare and acknowledge the following, in compliance with Federal Decree-Law No. (32) of 2021 on Commercial Companies and the Capital Market Authority Corporate Governance Guide for Public Joint-Stock Companies, as amended from time to time: My membership complies fully with the provisions of the Commercial Companies Law and the Corporate Governance Guide, and I undertake to abide by all related rules, regulations, and requirements throughout my term as a Board member. I am aware of and accept the responsibilities, duties, and liabilities vested in me as a Board member. I own a minimum of 5,000 shares in the Company's share capital, which I shall deposit with an approved bank within one month from the date of my appointment, and I acknowledge that such shares shall be non-transferable until the end of my Board membership. I confirm that no criminal judgment has been issued against me involving dishonesty or breach of trust. My Board membership shall not result in my being a member of the board of more than five public joint-stock companies in the United Arab Emirates in my personal capacity or as a representative of any legal person; nor shall I serve as Chairman or Vice Chairman of more than two UAE public joint-stock companies, nor as Managing Director of more than one UAE company. I am not a Board member of any other UAE company whose activities compete with or are similar to those of the Company; I shall not engage in any competitive activity or any activity resulting in a conflict of interest with the Company, and I shall not receive any commission from the Company's business. Neither I nor any relative is a partner or employee of the Company's external auditors, nor have I been one in the two years preceding the date of assuming Board membership. I undertake to notify the Board of Directors immediately if I cease to satisfy any of the conditions required for Board membership, and I acknowledge that my seat shall be deemed vacant upon such notification. I am not directly associated with any non-profit entity that receives significant funding from the Company or its subsidiaries. I undertake to provide any information or documentation requested by the Capital Market Authority in relation to my Board membership.	أنا الموقع أدناه، المترشح لعضوية مجلس إدارة المؤسسة الوطنية للسياحة والفنادق (ش.م.ع.)، أقر وأعترفّ بما يلي، بما يتوافق مع قانون الشركات التجارية الاتحادي رقم (32) لسنة 2021 ودليل حوكمة الشركات المساهمة العامة الصادر عن هيئة السوق المالية وتعديلاته: إن عضويتي تتوافق تماماً مع أحكام قانون الشركات التجارية ودليل حوكمة الشركات المساهمة العامة، وأتعهد بالالتزام بجميع القوانين واللوائح والقرارات الصادرة ذات الصلة طوال مدة عضويتي في مجلس الإدارة. أقرّ بوعي تام بالمسؤوليات والواجبات الملقاة على عاتقي نتيجة انتخابي كعضو في مجلس الإدارة. أمتلك ما لا يقل عن 5,000 سهم في رأس مال الشركة، وسأقوم بإيداعها في أحد البنوك المعتمدة خلال شهر واحد من تاريخ تعييني، وتكون هذه الأسهم غير قابلة للتداول طوال فترة عضويتي. لم يصدر ضدي أي حكم في أي جناية أو جريمة تتعلق بالشرف أو الأمانة. إن حصولي على العضوية في المجلس لن يؤدي إلى أن أكون عضوًا في مجلس إدارة أكثر من خمس شركات مساهمة عامة في دولة الإمارات العربية المتحدة، سواء بصفتي الشخصية أو ممثلاً لشخص اعتباري؛ كما لن أكون رئيسًا أو نائب رئيس مجلس إدارة لأكثر من شركتين، ولن أكون عضوًا منتدبًا للإدارة لأكثر من شركة واحدة. لست عضوًا في مجلس إدارة أي شركة أخرى تمارس أعمالاً منافسة أو مشابهة لأعمال الشركة، ولن أشارك أو أقوم بأي نشاط منافس لأعمال الشركة، ولن أتقاض أي عمولة من أعمال الشركة. لا أنا ولا أحد من أقاربي شريك أو موظف لدى مدققي حسابات الشركة، ولم أكن كذلك خلال السنتين السابقتين لتاريخ شغلي عضوية المجلس. أتعهد بإبلاغ مجلس الإدارة فور فقداني أي من الشروط اللازمة للعضوية، ويعتبر مكاني شاغرًا اعتبارًا من تاريخ الإبلاغ. لست مرتبطًا مباشرة بأي جهة غير هادفة للربح تتلقى تمويلًا كبيرًا من الشركة أو شركاتها التابعة. أتعهد بتقديم أي معلومات أو بيانات تطلبها هيئة السوق المالية بخصوص عضويتي في مجلس الإدارة.

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I shall protect the Company's interests, exercise due care and diligence, act in good faith, and in accordance with applicable laws, regulations, the Company's Articles of Association, and internal policies.	سأحافظ على حقوق الشركة، وأتصرف بحسن نية وبعناية الشخص الحريص، وأقوم بجميع التصرفات بما يتفق مع أغراض الشركة والقوانين واللوائح والنظام الأساسي واللوائح الداخلية للشركة.
I shall disclose to the Company any direct or indirect business interests that could compete with the Company's business, including the names of companies or institutions where I hold positions, significant time commitments to such interests, and any changes thereto immediately upon occurrence.	سأفصح عن أي مصالح مباشرة أو غير مباشرة قد تتعارض مع مصالح الشركة، وأعلن أسماء الشركات أو الجهات التي أعمل فيها أو أشغل عضوية مجالس إدارتها، وأبلغ عن أي تغييرات فور حدوثها.
I shall allocate sufficient time to fulfil my Board responsibilities, including preparing for and attending meetings of the Board and its committees.	سأخصص وقتًا كافيًا للاضطلاع بمسؤولياتي، بما في ذلك التحضير وحضور اجتماعات مجلس الإدارة ولجانه.
I undertake to notify the Company of any trades in the securities of the Company or its parent or subsidiaries prior to and after such trades.	أتعهد بإخطار الشركة بأي تداولات أقوم بها على أوراق مالية للشركة الأم أو الشركات التابعة قبل وبعد إجراء تلك التداولات.
I shall maintain strict confidentiality of the Company's proprietary and material information, ensuring it is not exploited or misused.	سأحافظ على السرية التامة للمعلومات والبيانات الجوهرية الخاصة بالشركة، لضمان عدم استغلالها بأي شكل.
I shall disclose to the Board any actual or potential conflict of interest in any transaction or matter presented to the Board, ensure such disclosure is reflected in the meeting minutes, and shall refrain from voting on decisions related to such matters.	سأبلغ مجلس الإدارة عن أي مصلحة متضاربة أو مشتركة في أي صفقة تعرض على المجلس، ويُسجَّل إقراري في محضر الجلسة، ولن أشارك في التصويت على القرار المتعلق بهذه الصفقة.
I understand that related parties must not exploit confidential information obtained by virtue of their position to achieve personal or third-party benefit, including through influence on the prices of the Company's securities or other transactions.	يُحظر على أي طرف ذي صلة استغلال المعلومات التي اطلع عليها بحكم منصبه لتحقيق مصالح شخصية أو للغير، بما في ذلك التأثير على أسعار الأوراق المالية للشركة أو أي معاملات أخرى، كما لا يجوز لأي منهم أن يكون له مصلحة مباشرة أو غير مباشرة مع أي جهة تقوم بعمليات تؤثر على أسعار أوراق الشركة المالية.
Name:	الاسم: .....
Signing:.....	التوقيع:.....
Date:.....	التاريخ:.....

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Annex 2	**مرفق 2**
Acknowledgement of Independent Board Member	**إقرار عضو مجلس الإدارة المستقل**
I, the undersigned, acknowledge that I do not have any relationship with the Company or any of its senior executive management personnel, its auditor, or its parent, subsidiary, sister, or allied company that may lead to a material or moral benefit that may affect my decisions. I also acknowledge that there is nothing that negates my capacity of independence in the cases mentioned in the Governance Guide for Public Joint Stock Companies attached to the decision of the Chairman of the Authority's Board of Directors No. (03/ Chairman) of 2020, in particular the following: • Neither I nor any of my relatives up to the second-degree work or have worked in the senior executive management of the Company, its parent company or its subsidiary during the last two years prior to the date of my nomination for membership in the Board of Directors. • Neither I nor any of my first-degree relatives have a direct or indirect interest in the contracts and projects concluded with the Company or its subsidiaries during the last two years, where these deals in their total exceeded (5%) of the company's paid-up capital or the amount of five million dirhams or its equivalent of a foreign currency, whichever is less, unless the relationship falls within the nature of the Company's business work and without preferential conditions. • I do not work or have worked with the Company or its subsidiaries during the last two years prior to the date of my membership in the Board of Directors. • I do not work or have been a partner in a company which carries out consulting work for the Company or	أقر أنا الموقع أدناه بأنني لا تربطني بالشركة أو بأي من أشخاص الإدارة التنفيذية العليا فيها أو مدقق حساباتها، أو الشركة الأم، أو التابعة أو الشقيقة أو الحليفة أي علاقة قد تؤدي إلى منفعة مادية أو معنوية قد تؤثر على قراراتي، كما أقر بأنه لا يوجد ما ينفي صفة الاستقلالية عني في الحالات الواردة في دليل حوكمة الشركات المساهمة العامة المرفق بقرار رئيس مجلس إدارة الهيئة رقم (03/ر.م) لسنة 2020 وعلى وجه الخصوص ما يلي: ▪ لست أعمل أو قد عملت أنا أو أي من أقاربي حتى الدرجة الثانية في الإدارة التنفيذية العليا في الشركة أو الشركة الأم أو الشركة التابعة لها خلال العامين الأخيرين السابقين لتاريخ ترشحي لعضوية مجلس الإدارة.. ▪ ليس لي أو أحد أقاربي من الدرجة الأولى مصلحة مباشرة أو غير مباشرة في العقود والمشاريع التي تعقد مع الشركة أو الشركات التابعة لها خلال العامين الأخيرين وتجاوزت هذه الصفقات في مجموعها نسبة (5%) من رأس مال الشركة المدفوع أو مبلغ خمسة ملايين درهماً أو ما يعادلها من عملة أجنبية أيهما أقل إلا اذا كانت العلاقة مما يدخل في طبيعة عمل الشركة وبدون شروط تفضيلية. ▪ لا أعمل أو قد عملت لدى الشركة أو الشركات التابعة لها خلال العامين الأخيرين السابقين لتاريخ شغلي لعضوية مجلس الإدارة.

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- لا أعمل أو كانت شريكاً بشركة تقوم بأعمال استشارية للشركة أو أي من الشركات الأم أو التابعة أو الشقيقة أو الحليفة لها خلال العامين الأخيرين.
- ليس لدي أية عقود خدمات شخصية مع الشركة أو أي من الشركات الأم أو التابعة أو الشقيقة أو الحليفة لها خلال العامين الأخيرين.
- لست مرتبطًا مباشرة بإحدى الجهات التي لا تهدف إلى الربح والتي تتلقى قدراً كبيراً من التمويل من الشركة أو الشركات التابعة لها .
- لست أنا أو أحد أقاربي شريكاً لمدقق حسابات الشركة أو موظفاً لديه، ولم أكن خلال العامين الأخيرين السابقين لتاريخ شغلي لعضوية مجلس الإدارة شريكاً أو موظفاً لدى مدققي حسابات الشركة.
- لا تبلغ ملكيتي أنا أو أبنائي القصر أو جميعنا في رأسمال الشركة نسبة (10%) فأكثر.
- لم يتم اختياري عضو مجلس الإدارة لمدة رابعة متتالية.

كما أتعهد بالالتزام التام بما جاء في دليل حوكمة الشركات المساهمة العامة المرفق بقرار رئيس مجلس إدارة الهيئة رقم (03/ر.م) لسنة 2020 وكافة تعديلاته المتعلقة بعضويتي، وبالإفصاح عن أي تغيير قد يؤثر على استقلاليتي لاحقاً وذلك فور حدوثه.

السيد/ .....

الصفة / .....

شركة / .....

التوقيع /.....

التاريخ :...../...../ 2026

any of its parent, subsidiary, sister or allied companies during the last two years.

- I do not have any personal service contracts with the company or any of its parent, subsidiary, sister or allied companies during the last two years.
- I am not directly affiliated with a non-profit organization that receives a significant amount of funding from the Company or its affiliates.
- Neither I nor any of my relatives are a partner or employee of the Company's auditor, and during the last two years prior to the date of my membership in the Board of Directors, I have not been a partner or employee with the Company auditors.
- The ownership of me, my minor children, or all of us in the Company capital does not amount to 10% or more.
- I have not been selected as a member of the Board of Directors for a fourth consecutive term.

I also undertake to fully adhere to what is stated in the Governance Guide for Public Joint Stock Companies attached to the decision of the Chairman of the Authority's Board of Directors No. (03/Chairman) of 2020 and all of its amendments related to my membership, and to disclose any change that may affect my independence later as soon as it occurs.

Mr./ .....

Capacity / .....

Company / .....

signature /.....

Date: ...../...../ 2026