

ريسبونس بلس القابضة ش.م.خ
RESPONSE PLUS
HOLDING PJSC **RPM**

CORPORATE GOVERNANCE REPORT-2025



1. A STATEMENT DESCRIBING THE MEASURES ADOPTED DURING 2025 TO COMPLETE & ENHANCE THE COMPANY'S CORPORATE GOVERNANCE FRAMEWORK, AND HOW SUCH MEASURES WERE IMPLEMENTED.

The Board of Directors of Response Plus Holding PJSC, in cooperation with the Audit Committee, the Nomination and Remuneration Committee, and the External Auditor of the Company, have applied the rules of the Corporate Governance and standards of corporate discipline under Federal Law No. (32) of 2021 concerning the Commercial Companies regarding the standards of institutional discipline and corporate governance.

The Board of Directors encouraged the Company's team to participate in the training programs and workshops organized by the regulatory bodies such as the Securities and Commodities Authority (SCA), and Abu Dhabi Securities Exchange (ADX) in order to raise the level of compliance and transparency by protecting the rights of shareholders.

The Management of Response Plus Holding PJSC has committed itself to providing the Board of Directors and its committees with sufficient information in a timely and complete manner to enable it to make decisions on the basis of proper performance of its duties and responsibilities. The Board of Directors were provided all the information that enables them to take their decisions on a sound basis.



2. A STATEMENT DETAILING THE OWNERSHIP OF, AND TRANSACTIONS IN, THE COMPANY'S SECURITIES DURING 2025 BY BOARD MEMBERS, THEIR SPOUSES, AND THEIR CHILDREN, USING THE TABLE BELOW:

No.	Name	Position/Relationship	Shares Held as at 31 December 2025	Total sale	Total purchase
1	Mr. Omran Al Khoori	Chairman	50,000	N/A	N/A
2	Dr. Mohamed Monir	Vice-Chairman	13,790	N/A	N/A
3	Dr. Shamsheer Vayalil	Member	108,000,000	N/A	N/A
4	Mr. Kashif Shamsi	Member	N/A	N/A	N/A
5	Mr. Hari Mohan	Member	150,000	N/A	N/A

3. BOARD COMPOSITION :

A statement setting out the current composition of the Board (as at 31 December 2025), including the names of members appointed and those who resigned, using the table below:



EXECUTIVE BOARD MEMBER

A member that holds a position in the Company or receives a monthly or annual salary therefrom.



NON-EXECUTIVE BOARD MEMBER

A member that neither holds any position in the company, nor receives a salary therefrom, and the remuneration it receives as a Board member shall not be considered as a salary.



INDEPENDENT BOARD MEMBER

A member that has no relationship with the Company, any of its Senior Executive Management persons or its auditor, parent company, subsidiaries, sister company, or affiliate company in a manner that may lead to financial or moral benefit that may affect its decisions. A member forfeits its independence capacity in the cases stipulated in this decision.

No.	Name	Category (Executive/ Non-Executive/ Independent)	Board Tenure (from the Date of First Election)	Memberships and Positions in Other Joint- Stock Companies	Other Significant Regulatory, Governmental, or Commercial Positions
1	Mr. Omran Al Khoori	Non-Executive	4.5 years	Mr. Al Khoori currently serves as <ul style="list-style-type: none"> Executive Director/ Board Member of Burjeel Holdings Chairman of Areca Real Estate Board Member of Global Link Holding Board Member of Al Jazeera Sport Club Board Member of Abu Dhabi Cricket Club, and Board Member of Al Maryah Community Bank 	N/A
2	Dr. Mohamed Monir	Non-Executive, Independent	4.5 years	Managing Director of LifeCore Private Clinic LLC	N/A
3	Dr. Shamsheer Vayalil	Non-Executive	4.5 years	<ul style="list-style-type: none"> Chairman of Burjeel Holdings PLC Chairman of Amanat Holdings PJSC 	N/A
4	Mr. Kashif Shamsi	Non-Executive	3.5 years	Group Chief Executive Officer Mawarid Holding Investment	N/A
5	Mr. Hari Mohan	Independent Board Member	4.5 years	N/A	N/A

**THE EXPERIENCES & QUALIFICATIONS OF THE ABOVE LISTED BOARD MEMBERS ARE AS FOLLOWS
(AS AT 31 DECEMBER 2025):**



**Mr. Omran Mohammed Saleh
Mahmood Husain Al Khoori**
Chairman

Mr. Omran Al Khoori has over 17 years' experience in the healthcare, oil & gas industry sectors and has held key positions in marketing and business development, including Member of Board of Directors of Burjeel Holdings (2022 – Present), Member of Board of Directors of Amanat Holdings (2024 – Present), Member of Board of Directors of Al Maryah Community Bank (2021 – Present), Secretary General of Union for Human Rights Association (2024 – Present), Member of the Board of Directors of Aman Insurance Company (2021 – Present) and Chairman of Keita Catering LLC (2021 – Present). He holds a Bachelor's Degree in Business Administration and a Diploma in Science from Suffolk University, Boston, United States.



**Mr. Mohamed Monir
Mohamed Yaqoub Khan**
Vice-Chairman

Dr. Mohamed Monir has over 50 years' experience in practicing medicine and in managing medical facilities. Dr. Monir has worked as the Managing Director for Royal Medical Abu Dhabi. Dr. Monir also had the honour to work as a physician and team leader for the Royal Medical Team of Late Sheikh Zayed bin Sultan Al Nahyan. He holds a Bachelor of Medicine & Bachelor of Surgery from Khyber Medical College, Peshawar University. Dr. Monir also has a Diploma in Tropical Medicine.



**Dr. Shamsheer Vayalil
Parambath Pokkinari Hashim**
Board Member

Dr. Shamsheer Vayalil holds a Bachelor of Medicine, Bachelor of Surgery degree from Kasturba Medical College, Mangalore and a doctorate in Radiology from the Sri Ramachandra Medical College and Research Institute, India, as well as an honorary Doctorate from Aligarh Muslim University, India. He was the recipient of the 2015 Global Humanitarian Award from the Global Partnerships Forum and the youngest recipient of the Pravasi Bharatiya Samman Award, India's highest civilian award presented to non-resident Indians. Dr. Shamsheer is the Founder of VPS Healthcare, Founder & Chairman of Burjeel Holdings, Chairman of Amanat Holdings, a member of the UAE Medical Council, a board member of the Abu Dhabi University, a member of the advisory committee of the University of Sharjah College of Medicine, Director of Kannur International Airport Limited, and Chairman of Educare Institute of Dental Science.



Mr. Kashif Shamsi
Ashraf Azharuddin Shamsi
Board Member

Mr. Kashif Shamsi is a Chartered Accountant with extensive management experience, during a career spanning over 25 years with some of the leading organizations in the region. Kashif serves as the Group CEO of Mawarid Holding, a distinguished UAE-based organization with a diverse portfolio in agriculture, forestry management, and wildlife conservation throughout the Middle East. Prior to his role at Mawarid, Kashif was the Group CFO at Alpha Dhabi Holding, where he played a crucial role in the company's US\$73 billion initial public offering in 2021. He began his career with PricewaterhouseCoopers in 1995, working in audit, taxation & legal services, as well as the mergers & acquisitions teams. He is a non-executive Board Member at Canal Sugar in Egypt, home to the world's biggest sugar beet processing plant, where he also serves as Chairman of the Audit and Risk Committee. Kashif is a proud member of the Institute of Chartered Accountants of Pakistan and an alumnus of the prestigious London Business School.



Mr. Hari Mohan Haritas
Board Member

Mr. Hari Mohan has over 30 years' experience in finance, general management and board level responsibilities working with multicultural workforce in various organisations and handling diverse projects/roles within healthcare, pharmaceutical and financial sector. He has played an instrumental role in evaluating and developing suitable business plans and financial modelling, upscaling the existing revenue streams and identifying suitable opportunities for business acquisitions and valuations. He was a key figure in centralizing and developing all the back-end functions of Burjeel Holdings. He is Fellow member of the Institute of Chartered Accountants of India.

A statement indicating the percentage of female representation on the Board during 2025. Where there was no female representation, this must be expressly stated.

There is no female representation on the Board of Directors as on 31 December 2025.

Where no female candidate was nominated for Board membership, a statement explaining the reasons for the absence of female nominations (e.g., no female candidate stood for election).

No vacancy / resignation has come up on the Board of Directors as of 31 December 2025.

A statement of bonuses, allowances, and fees received by Board members, including:

1. Total remuneration paid during 2024.

AED 2,100,000 has been approved and paid in the year 2025 to the Board members for the Financial Year 2024.

2. Total proposed remuneration for 2025, to be submitted to the Annual General Meeting for approval.

The total proposed remuneration (inclusive of incentives) for the Board members for the Financial Year 2025 is AED 2,100,000, subject to approval at the Annual General Assembly in 2026.

3. Allowances paid for attending Board committee meetings during 2025.

No allowances were paid for attending the meetings of the Board of Directors and/or its Sub-Committees during 2025.

4. Details of any additional allowances, salaries, or fees paid—other than attendance allowances—together with the reasons for such payments.

No allowances, salaries or additional fees were disbursed to the Board members during 2025.

Board of Directors

The Board of Directors of the Company are as follows:

Mr. Omran Al Khoori	Chairman
Dr. Mohamed Monir	Vice Chairman
Dr. Shamsheer Vayalil	Board Member
Mr. Hari Mohan	Board Member
Mr. Kashif Shamsi	Board Member

5. A statement indicating the number and dates of Board meetings held during 2025, including in-person attendance and attendance by proxy. The names of Board members must correspond to those disclosed under point number 3 above, using the table below.

No.	Meeting Date	Number of attendees	Number of Members Represented by Proxy	Names of Absent Members
1	13/03/2025	5	None	None
2	30/07/2025	5	None	None
3	11/11/2025	5	None	None
4	23/12/2025	5	None	None

6. A statement indicating the number of resolutions adopted by circulation during 2025 and the dates on which they were passed.

No.	Date of Decisions Issued by Circulation
1	07 February 2025
2	07 May 2025
3	16 July 2025
4	31 October 2025
5	31 October 2025
6	31 October 2025

4. BOARD COMMITTEES

Audit Committee:

- A. A declaration by the Chair confirming responsibility for the Committee's operating framework, review of its procedures, and assurance of its effectiveness.

"Mr. Kashif Shamsi, Chairman of the Audit Committee, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness."

B. A statement setting out the names of members, their competencies, & assigned responsibilities.



Mr. Kashif Shamsi

Chairman of Audit Committee

Mr. Kashif Shamsi, Chairman of the Audit Committee, is a Chartered Accountant with extensive management experience, during a career spanning over 25 years with some of the leading organizations in the region. Kashif serves as the Group CEO of Mawarid Holding, a distinguished UAE-based organization with a diverse portfolio in agriculture, forestry management, and wildlife conservation throughout the Middle East. Prior to his role at Mawarid, Kashif was the Group CFO at Alpha Dhabi Holding, where he played a crucial role in the company's US\$73 billion initial public offering in 2021. He began his career with PricewaterhouseCoopers in 1995, working in audit, taxation & legal services, as well as the mergers & acquisitions teams. He is a non-executive Board Member at Canal Sugar in Egypt, home to the world's biggest sugar beet processing plant, where he also serves as Chairman of the Audit and Risk Committee. Kashif is a proud member of the Institute of Chartered Accountants of Pakistan and an alumnus of the prestigious London Business School.



Mr. Mohamed Monir

Member of Audit Committee

Dr. Mohamed Monir, Member of Audit Committee, has over 50 years' experience in practicing medicine and in managing medical facilities. Dr. Monir has worked as the Managing Director for Royal Medical Abu Dhabi. Dr. Monir also had the honour to work as a physician and team leader for the Royal Medical Team of Late Sheikh Zayed bin Sultan Al Nahyan. He holds a Bachelor of Medicine & Bachelor of Surgery from Khyber Medical College, Peshawar University. Dr. Monir also has a Diploma in Tropical Medicine.



Mr. Hari Mohan

Member of Audit Committee

Mr. Hari Mohan, Member of Audit Committee, has over 30 years' experience in finance, general management and board level responsibilities working with multicultural workforce in various organisations and handling diverse projects/roles within healthcare, pharmaceutical and financial sector. He has played an instrumental role in evaluating and developing suitable business plans and financial modelling, upscaling the existing revenue streams and identifying suitable opportunities for business acquisitions and valuations. He was a key figure in centralizing and developing all the back-end functions of Burjeel Holdings. He is Fellow member of the Institute of Chartered Accountants of India.

C. A statement indicating the number and dates of meetings held during 2025 to review financial statements and other matters, including meetings attended in person.

No.	Date of Meeting	Number of Attendees	Names of Absent Members
1	11/03/2025	3	None
2	21/07/2025	3	None
3	28/07/2025	3	None
4	27/10/2025	3	None
5	11/11/2025	3	None
6	17/12/2025	3	None

NOMINATIONS AND REMUNERATION COMMITTEE:

A. A declaration by the Chair confirming responsibility for the Committee's operating framework, review of its procedures, and assurance of its effectiveness.

"Dr. Shamsheer Vayalil, Chairman of the Nomination & Remuneration Committee, acknowledges his responsibility for the committee system in the Company, his review of its work mechanism and ensuring its effectiveness."

B. A statement setting out the names of members, their competencies, and assigned responsibilities (as at 31 December 2025).



Dr. Shamsheer Vayalil

Chairman of
Nomination and Remuneration
Committee

Dr. Shamsheer Vayalil, Chairman of the Nomination and Remuneration Committee, holds a Bachelor of Medicine, Bachelor of Surgery degree from Kasturba Medical College, Mangalore and a doctorate in Radiology from the Sri Ramachandra Medical College and Research Institute, India, as well as an honorary Doctorate from Aligarh Muslim University, India. He was the recipient of the 2015 Global Humanitarian Award from the Global Partnerships Forum and the youngest recipient of the Pravasi Bharatiya Samman Award, India's highest civilian award presented to non-resident Indians. Dr. Shamsheer is the Founder of VPS Healthcare, Founder & Chairman of Burjeel Holdings, Chairman of Amanat Holdings, a member of the UAE Medical Council, a board member of the Abu Dhabi University, a member of the advisory committee of the University of Sharjah College of Medicine, Director of Kannur International Airport Limited, and Chairman of Educare Institute of Dental Science.



Dr. Mohamed Monir

Member of
Nomination and Remuneration
Committee

Dr. Mohamed Monir, Member of the Nomination and Remuneration Committee, has over 50 years' experience in practicing medicine and in managing medical facilities. Dr. Monir has worked as the Managing Director for Royal Medical Abu Dhabi. Dr. Monir also had the honour to work as a physician and team leader for the Royal Medical Team of Late Sheikh Zayed bin Sultan Al Nahyan. He holds a Bachelor of Medicine & Bachelor of Surgery from Khyber Medical College, Peshawar University. Dr. Monir also has a Diploma in Tropical Medicine.



Mr. Hari Mohan

Member of
Nomination and Remuneration
Committee

Mr. Hari Mohan, Member of Audit Committee, has over 30 years' experience in finance, general management and board level responsibilities working with multicultural workforce in various organisations and handling diverse projects/roles within healthcare, pharmaceutical and financial sector. He has played an instrumental role in evaluating and developing suitable business plans and financial modelling, upscaling the existing revenue streams and identifying suitable opportunities for business acquisitions and valuations. He was a key figure in centralizing and developing all the back-end functions of Burjeel Holdings. He is Fellow member of the Institute of Chartered Accountants of India.

C. A statement indicating the number and dates of meetings held during 2025, including meetings attended in person.

No.	Date of Meeting	Mode of Meeting	Number of Attendees
1	14 January 2025	Circulation	N.A.
2	07 March 2025	Circulation	N.A.
3	17 June 2025	Circulation	N.A.
4	04 July 2025	Circulation	N.A.
5	07 October 2025	Circulation	N.A.

OTHER BOARD COMMITTEES

A. A declaration by the Chair of the Committee confirming responsibility for the Committee's operating framework, review of its procedures, and assurance of its effectiveness..

Not Applicable

B. A statement setting out the names of any other committees established by the Board.

There are no other committees established by the Board.

C. A statement setting out the names of members, their competencies, & assigned responsibilities.

Not Applicable

D. A statement indicating the number and dates of meetings held during 2025, including meetings attended in person.

Not Applicable

A statement describing any delegation of powers or responsibilities by the Board to a Board member or to executive management during 2025, including the duration and scope of such delegation, using the table below:

No.	Delegate Name	Scope of Delegation	Duration of Delegation
1	Dr. Rohil Raghavan – CEO	Operations and management of Response Plus Holding PrJSC and its subsidiaries in UAE and outside of UAE with further power to sub-delegate.	Effective 19/09/2023 till 18/09/2026

Statement of details of transactions that took place with related parties (stakeholders) during the year 2025:

During the year, AED 8,000,000 was repaid to the founding shareholder against the funds previously provided to support the Group's long-term capital requirements, which totaled AED 13,694,953.

During the year, the Group entered into the following transactions with the related parties:

Revenue (AED)	18,056,740
Purchases (AED)	177,107

Organizational Structure and Executive Management

The Company's organizational structure, identifying senior management positions, including the Managing Director, General Manager and/or Chief Executive Officer, Deputy General Manager, Chief Financial Officer, and other departmental heads.



Statement of compensation for key management personnel

Remuneration of key management during the year were as follows:

Salaries and other benefits	2,274,455
Bonus	400,000
Employees' end of service benefits	53,642
Number of key management personnel	2

External Auditor:

A. A brief profile of the external auditor.

Ernst & Young (EY) was appointed as the company's external auditor for the fiscal years 2021, 2022, 2023, 2024 & 2025. EY has people and operations in more than 150 countries, which are organized into three areas – Americas, Asia-Pacific and EMEIA – and further divided into regions. It has been in the MENA region for more than 90 years, and in the UAE since 1966.

EY has been the company's external auditors for the period of the last five fiscal years.

Mr. Bulund Iqbal and Mr. Walid J Nakfour have been the partners assigned to perform the audit on RPM for the fiscal year 2025.

B. A statement of audit fees and any non-audit fees, using the table below:

Name of the audit office	Ernst and Young
Name of partner auditor	Mr. Bulund Iqbal and Mr. Walid J Nakfour
Number of years the audit office spent as the company's external auditor	Five years
The number of years the partner auditor spent auditing the company's accounts	Five years
Total value of audit fees for the year 2025 (AED)	The total audit fees for 2025 for the company and its six (6) subsidiaries amounted to AED 402,160/- for the year 2025.
Details and nature of <u>other services provided by the company's auditor</u> (if any). In the event that there are no other services, this will be explicitly mentioned.	The Company's external auditor, in addition to conducting the statutory audit of the financial statements for the year ended 2025, provided certain other services during the year. These services comprised the preparation of Special Purpose Aggregated Financials for UAE Corporate Tax purposes and the review of the Purchase Price Allocation in connection with the acquisition of Prometheus International Ltd.
The value of fees & costs for other special services other than auditing the financial statements for the year 2025 (AED), if any. In the event that there are no other fees, this is explicitly mentioned.	<ul style="list-style-type: none">• AED 38,625/- for Special Purpose Aggregated Financials for UAE Corporate Tax filing.• AED 40,000/- for Purchase Price Allocation review.
The statement of the other services provided by an external auditor other than the company's auditor during the year 2025 (if any). In the event that there are no professional services from another external auditor, this will be stated explicitly.	<p>The Company's external auditor, in addition to conducting the statutory audit of the financial statements for the year ended 2025, provided certain other services during the year. These services comprised the preparation of Special Purpose Aggregated Financials for UAE Corporate Tax purposes and the review of the Purchase Price Allocation in connection with the acquisition of Prometheus International Ltd.</p> <p>Auditor name: Ernst & Young</p> <p>Details of services provided: Auditing the financial statements for Response Plus Holding PrJSC and its subsidiaries for the year 2025.</p>



C. A statement of any reservations expressed in the interim and annual financial statements for 2025. If none, this must be expressly stated.

The Company's external auditor did not have any reservations to any item of the interim and annual financial statements during 2025.

7. INTERNAL CONTROL SYSTEM:

A. A declaration by the Board confirming responsibility for the internal control system, review of its operating framework, and assurance of its effectiveness.

The Company is committed to an Internal Control System aimed at developing an assessment of the Company's risk management methods and procedures, and properly implementing the rules of governance therein, verifying that the Company and its employees adhere to the provisions of applicable laws, regulations and decisions that govern its work, internal policies and procedures, and reviewing the financial data presented to the senior management of the Company, which is used in preparing the financial statements.

B. A statement setting out the name, qualifications, and date of appointment of the Head of Internal Control Department.

In order to adapt with the changing needs of the organisation and to enhance assurance over internal controls and risk management, the Company has continued to outsource the internal audit function during 2025 to AMA Audit Tax Advisory.

AMA Audit Tax Advisory has been developed to provide services in the field of Auditing, Compliance, Regulatory, Economic and Business Feasibility Studies. AMA takes pride in adhering to the highest ethical norms and professional standards and aims to deliver quality services through great execution of work. In addition, AMA administers the provision of innovative ideas and solution based on the professional capabilities, industry insight and marketing knowledge.

C. A statement setting out the name, qualifications, and date of appointment of the Compliance Officer.

The Company routinely obtain services from certified legal & compliance service providers.

D. A statement describing how material issues identified by the Internal Control Department, or disclosed in reports and annual statements, were addressed. Where no material issues arose, this must be expressly stated.

The Internal Control System is approved by the Board of Directors after consulting with the Management, and the application of this system will be undertaken by the Company's internal control department.

The Internal Control System defines the objectives, tasks, and powers of the internal control department, provided that it enjoys sufficient independence to perform its duties and reports directly to the Board of Directors.

The Board of Directors conducts an annual review to ensure the effectiveness of the Internal Control System in the Company and its subsidiaries and discloses its findings to the Shareholders in its annual report on corporate governance.

E. A statement indicating the number of internal control reports submitted to the Board during 2025.

In 2025, the outsourced Internal Audit team issued reports to management. During the year, no significant operational internal control failures were identified. However, process level improvements were identified and accepted by management for implementation towards the continuous improvement of internal controls of the company.

8. A STATEMENT DETAILING VIOLATIONS COMMITTED DURING 2025, INCLUDING THEIR CAUSES AND THE REMEDIAL MEASURES TAKEN TO PREVENT RECURRENCE.

No violations were committed during the year 2025.

9. A STATEMENT OF CASH AND IN-KIND CONTRIBUTIONS MADE BY THE COMPANY DURING 2025 TO COMMUNITY DEVELOPMENT AND ENVIRONMENTAL INITIATIVES. IF NONE, THIS MUST BE EXPRESSLY STATED.

- RPM, along with Burjeel Holdings, presented the \$1 million Human Energy Health and Wellbeing Award to Norway-based University of Stavanger in November, honouring its contributions to advancing health innovation in remote environments. The award aims to recognize and reward excellence in physical and mental well-being in global Energy sector.
- RPM, through its subsidiary Health Tech Training Center, conducted a two-day Cardiopulmonary Resuscitation (CPR) and Automated External Defibrillator (AED) awareness session in Abu Dhabi's Al Falah community in July. The session, conducted by RPM's Emirati employees, was part of its commitment to enhance public health and emergency readiness.
- RPM's medical team provided healthcare services for Hajj 2025 Pilgrims. With a fleet of 125 ambulances, 18 fully equipped medical clinics, and 350 trained medical professionals, RPM ensured the safety, health, and well-being of all pilgrims throughout their sacred journey.
- RPM regularly conducts thousands of health awareness campaigns and sessions across its clients' offices and sites. During the year, RPM and its group companies conducted over 2500 health awareness sessions with over 40,000 attendees.

10. GENERAL INFORMATION:

A. A statement of the Company's share price, including monthly closing, highest, and lowest prices during 2025.

Month	Open (AED)	Close (AED)	High (AED)	Low (AED)
January	4.4	4.4	4.5	4.1
February	4.4	4.4	4.5	4.1
March	4.3	4.3	4.3	3.8
April	4.0	4.0	4.4	4.0
May	4.4	4.5	4.7	4.0
June	4.4	4.4	4.5	4.3
July	4.1	4.1	4.4	4.1
August	3.9	3.9	4.2	3.9
September	3.9	3.9	4.1	3.9
October	3.7	3.7	3.9	3.7
November	3.2	3.2	3.8	3.2
December	3.2	3.2	3.3	3.1

B. A statement presenting a comparative analysis of the Company's share-price performance against the general market index and the relevant sector index during 2025.

Month	High	Low	Close	Market Index	ADX Healthcare Index	Absolute	Vs Market	Vs Sector
January	4.5	4.1	4.4	9,586.1	2,546.3	2.1%	0.3%	-3.7%
February	4.5	4.1	4.4	9,564.6	2,229.0	-1.1%	-0.9%	11.3%
March	4.3	3.8	4.3	9,368.8	2,088.2	-1.1%	0.9%	5.2%
April	4.4	4.0	4.0	9,534.3	2,051.8	-7.7%	-9.4%	-5.9%
May	4.7	4.0	4.5	9,685.1	1,955.0	12.1%	10.5%	16.8%
June	4.5	4.3	4.4	9,957.5	1,948.2	-2.2%	-5.1%	-1.9%
July	4.4	4.1	4.1	10,370.7	2,162.1	-4.8%	-9.0%	-15.8%
August	4.2	3.9	3.9	10,094.7	2,090.9	-5.3%	-2.7%	-2.0%
September	4.1	3.9	3.9	10,014.6	2,038.9	-1.5%	-0.7%	1.0%
October	3.9	3.7	3.7	10,099.9	2,015.4	-3.9%	-4.7%	-2.7%
November	3.8	3.2	3.2	9,747.2	1,820.2	-15.1%	-11.6%	-5.4%
December	3.3	3.1	3.2	9,992.7	1,849.1	1.0%	-1.6%	-0.6%

C. A statement of share ownership distribution as at 31 December 2025, classified by shareholder category (individuals, corporate entities, and government entities) and by nationality (local, GCC, Arab, and foreign), using the table below.

Percentage of Shares Held				
Shareholder Classification	Individuals	Corporate Entities	Government Entities	Total
Local	3.05%	37.45%	0.0%	40.50%
Arab	0.03%	0.08%	0.0%	0.11%
Foreign	55.86%	3.53%	0.0%	59.39%
Total	58.94%	41.06%	0.0%	100%

D. A statement identifying shareholders holding 5% or more of the Company's share capital as at 31 December 2025, using the table below:

No.	Name of Shareholder	Number of Shares Held	Percentage of Issued Share Capital
1	Dr. Shamsheer Vayalil	108000000	54%
2	Alpha Dhabi Health Holding LLC	72000000	36%

E. A statement of the distribution of shareholders by size of shareholding as at 31 December 2025, using the table below:

Shareholding Range (Number of Shares)	Number of Shareholders	Number of Shares Held	Percentage of Issued Share Capital
Lass than 50,000	618	3911560	2.0%
From 50,000 to less than 500,000	51	7435274	3.7%
From 500,000 to less than 5,000,000	6	8653166	4.3%
More than 5,000,000	2	180000000	90%

F. A statement setting out the Company's investor relations arrangements, including:

- The name of the Investor Relations Officer: **Venkatasubramanian Iyer**
- Contact details (email address, telephone, mobile, and fax): **venkat.i@rpm.ae**
- Mobile: **+971 50 841 9128**
- A link to the investor relations page on the Company's website: <https://rpm.ae/investor-relations/>

G. A statement of special resolutions presented to the Annual General Meeting held in 2025 and the actions taken.

- None

H. A statement setting out the name and date of appointment of the Board Secretary.

Mr. Sanjay Kasture has been appointed as the Board Secretary from 01 September 2025 onwards. Previously, Ms. Marwa Zaydan Nasser held the position of Board Secretary from 06 November 2023 till 31 August 2025.

I. A statement detailing material events and disclosures concerning the Company during 2025.

- Response Plus Medical, ICATT sign MoU to strengthen global emergency medical collaboration
- University of Stavanger wins \$1 Million Human Energy Award by RPM & Burjeel Holdings
- RPM signs MoU with Falcon Aviation to build first-of-its-kind Air Ambulance capabilities in UAE
- Response Plus Holding to distribute AED 20 million dividend to shareholders
- RPM's medical team provides healthcare services for Hajj 2025 Pilgrims
- RPM and its subsidiary Prometheus to boost emergency response capabilities in Bahamas
- Prometheus Medical opens new office in Oslo, reinforces expansion plans in Nordic region
- Response Plus Medical joins International Assistance Group as Accredited Service Provider
- Response Plus Holding wins Innovative Healthcare Leadership Award
- Response Plus Medical and Austability sign strategic partner non-financial MoU

J. A statement detailing related-party transactions during 2025 amounting to 5% or more of the Company's share capital.

The Company did not conduct transactions with any related parties amounting to 5% or more of Company's capital for the year 2025.

K. A statement indicating Emiratization percentages at the end of 2023, 2024, and 2025, excluding employees of construction companies.

Type of Employees	Number of Employees - 2023	Number of Employees 2024	Number of Employees - 2025
Emirati employees	68	116	176
Non-Emirati Employees	1637	1930	2215
Total	1695	2046	2391
Percentage	4%	5.66%	7.36%



51.2362

36.2514

69.23021

51.2362

99.8575

79.2563


41.2536

87.2102

51.2362

L. A statement of innovation-related projects and initiatives implemented or under development by the Company during 2025.

Response Plus Medical is working with its partners to develop first-of-its-kind Artificial Intelligence-powered solutions in occupational health. The company is also working on embedding new technologies through wearable devices to monitor vital health parameters.

Name	Position	Signature
Mr. Omran Al Khoori	Chairman of the Board of Directors	
Dr. Rohil Raghavan	Chief Executive Officer	



INVESTOR RELATIONS

For More Information:

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