

DTC'S GOVERNANCE ARCHITECTURE

Governance Framework

The governance framework of Dubai Taxi is built on clear principles of transparency, accountability, and responsible leadership. It ensures that the Company operates in line with regulatory requirements, governance best practices, and the long-term interests of its shareholders and stakeholders.

In 2025, DTC further strengthened its governance foundation by enhancing Board oversight, reinforcing the independence of control functions, and integrating risk, compliance, and sustainability considerations into strategic decision-making. The framework continues to be dynamic, reviewed regularly to reflect regulatory updates, market expectations, and the Company's evolving operational landscape.



These frameworks collectively ensure that DTC maintains strong compliance and adheres to the highest governance standards.

Governance Policies and Procedures

A comprehensive set of governance policies underpins DTC's operations and behaviours. These policies were reviewed throughout 2025 under a structured annual cycle by the Audit, Compliance, Legal and Governance functions and were formally ratified by the Board. Key policies include:

- Delegation of Authority Manual and Policy
- Insider Trading Policy
- Code of Conduct Policy
- Conflict of Interest Policy
- Disclosure and Transparency Policy
- Related Party Transactions Policy
- Whistleblowing Policy
- Corporate Social Responsibility (CSR) Policy

- Data Confidentiality Policy
- Anti-Bribery and Corruption Policy
- Dividend Policy
- Stakeholder Relationship Policy
- Diversity & Inclusion Policy

Governance Manual

A consolidated reference document that brings together DTC's governance policies, procedures, and operating practices. The Governance Manual provides a single source of clarity on governance roles, decision-making authorities, Board and Committee processes, and organisational governance expectations, supporting consistent application of governance principles across the Company.

This suite of policies forms the operational backbone of DTC's governance environment.

CORPORATE GOVERNANCE REPORT

Governance Structures

The governance structure of Dubai Taxi ensures clear lines of oversight, effective accountability, and a well-balanced relationship between the Board and Executive Management. It reflects the Company’s commitment to strong governance practices that support sustainable growth and responsible leadership.

Executive Management

The CEO leads execution of strategy and day-to-day operations under a defined Delegation of Authority (DoA) Framework approved by the Board. A clear Schedule of Matters Reserved for the Board ensures an appropriate balance between oversight and management responsibilities.

Board of Directors

The Board provides strategic direction, oversees performance, and ensures that the Company’s decisions support long-term value creation. The Board is composed entirely of independent, non-executive members, reinforcing DTC’s commitment to impartial oversight.



Audit, Risk, and Compliance Committee (ARCC):

Oversees financial reporting, risk management, compliance, internal controls, and auditor independence.



Nomination and Remuneration Committee (NRC):

Oversees Board composition, executive appointments, succession planning, and remuneration governance.



Investment Committee (IC):

Evaluates investment proposals and aligns capital allocation with strategic objectives.



Insider Trading Supervisory Committee (ITSC):

Monitors compliance with insider trading regulations and maintains the insider register.

Board Committees

The Board is supported by specialised committees that ensure focused oversight in key areas.

Each committee operates under a formal charter reviewed annually to ensure continued relevance and alignment with regulatory expectations.

Independent Governance Functions

To maintain objectivity and strengthen the integrity of the control environment, the following functions report directly to the ARCC and the Board:



Internal Audit



Risk Management



Compliance

Their independence ensures unbiased monitoring and transparent reporting on governance, risk, and control matters.

Governance Facets

The Governance Facets model represents DTC’s holistic approach to governance. Introduced during the first year following the Company’s listing, the model continues to guide how governance responsibilities and behaviours are embedded across the organisation.

In 2025, Dubai Taxi further refined these facets to support strategic priorities, strengthen accountability, and reflect maturing governance expectations.

Board Governance

Board Governance remains the core element, ensuring effective oversight, strategic direction, and accountability throughout the organisation.

1

Internal Control & Risk Governance

Ensures effective risk management, internal controls, ICFR, and assurance mechanisms.

2

Transparency & Disclosure Governance

Supports accurate, timely, and regulatory-compliant disclosure to the market and stakeholders.

3

Ethical Governance

Promotes ethical behaviour, integrity, and adherence to Company policies and regulations.

4

Sustainability & CSR Governance

Integrates environmental, social, and governance (ESG) considerations into strategy and operations.

Core Governance Facets

5

Information Governance

Ensures responsible management of data, confidentiality, and information security.

6

Technology Governance

Supports digital transformation, cybersecurity, and efficient use of technology.

7

Executive Compensation Governance

Ensures fair, transparent, and performance-linked remuneration frameworks.

8

Stakeholder Engagement & Communication Governance

Supports structured dialogue with investors, regulators, and key stakeholders.

Governance Principles

The governance principles of Dubai Taxi Company form the foundation of how the Company operates and makes decisions. These principles guide the Board, Committees, Executive Management, and all employees in their commitment to ethical, transparent, and responsible conduct.

1 Integrity and Ethical Conduct

We uphold honesty, fairness, and professionalism across all levels of the organisation.

2 Accountability at All Levels

Clear responsibilities and oversight mechanisms ensure accountability for actions and decisions.

3 Acting in the Best Interests of the Company and its Stakeholders

All decisions prioritise the long-term interests of Dubai Taxi and its shareholders, with proactive management of potential conflicts of interest.

4 Transparency and Timely Disclosure

DTC ensures accurate and timely disclosure of material information in line with regulatory expectations and market best practices.



5 Effective Delegation Supported by Oversight

The Board delegates defined authorities to management through a structured framework, while retaining ultimate oversight.



6 Strategic Alignment and Long-Term Value Creation

Governance supports DTC's strategy, enabling sustainable growth and long-term value for shareholders.



7 Risk Awareness and Responsible Decision-Making

Decisions are informed by structured risk assessment, promoting a risk-aware culture across all functions.



8 Commitment to Sustainability and Corporate Responsibility

Dubai Taxi integrates ESG considerations into its strategy, governance, and community engagement efforts.



9 Continuous Improvement of Governance Practices

The governance framework is regularly reviewed to ensure alignment with evolving regulations, expectations, and best practices.

Group and Subsidiary Governance



Dubai Taxi applies a unified governance framework across the Company and its subsidiaries, ensuring consistent standards of oversight, accountability, and compliance at Group level.

The framework is designed to ensure that subsidiary activities operate within the strategic direction, risk appetite, and governance expectations approved by the Board of Directors. Oversight of subsidiaries is exercised through the Board and its Committees, particularly in areas relating to strategy, investment, risk management, compliance, and internal control.

Subsidiary governance arrangements are aligned with DTC's Articles of Association, applicable laws and regulations, and the SCA Governance Guide, while allowing for operational flexibility appropriate to the nature and scale of subsidiary activities. This approach supports effective supervision, transparency, and consistency across the Group.