

Bahrain National Holding Company B.S.C.

Invitation of the Annual General Assembly Meeting

The Board of Directors of Bahrain National Holding Company B.S.C. is pleased to invite the shareholders to attend the Annual General Assembly Meeting (AGM) that will be held on Tuesday 26/3/2024 at 12:00 pm. If the required quorum is not met, a second meeting will be held on Tuesday 2/4/2024 or a third meeting, if required, will be held on Tuesday 9/4/2024. All the above meetings will be held at 12:00 pm in Al Dana 3 Hall, Gulf Hotel, Manama to consider the below mentioned AGM agenda.

AGM Agenda:

- Approval of the minutes of the previous Annual General Assembly Meeting of the company held on 20/3/2023.
- Discuss and approve the Board's report on the Company's activities during the year ended 31/12/2023.
- Review the external auditor's report for the year ended 31/12/2023.
- Discuss and approve the audited consolidated financial statements for the year ended 31/12/2023.
- Discuss and approve the following recommendations of the Board of Directors regarding the appropriation of profits for the year ended 31/12/2023:
 - Distribution of cash dividends to the shareholders at 35% of the paid-up capital (35 fils per share) amounting to BD 4,171,125 for the year ended 31/12/2023.

Event	Date
General Meeting Date (Shareholders' approval date)	26 th March 2024
Cum-Dividend Date (Last day of trading with entitlement to dividends)	27 th March 2024
Ex-Dividend Date (First day of trading without entitlement to dividends)	28 th March 2024
Record Date (The Day on which all shareholders whose names are on the share register will be entitled to dividends)	31 st March 2024
Payment Date* (The Day on which the dividends will be paid to the entitled shareholders)	11 th April 2024

*In the event a public holiday falls on the specified date, the dividend payment will be made to shareholders the next business day

- Transfer BD 2,755,875 to retained earnings.
- Approval of recommendation to allocate BD 175,000 as remuneration for the Members of the Board of Directors for the year ended 31/12/2023.
 - Discuss and approve the Corporate Governance report for the year 2023 of the Board of Directors on the company's compliance with the requirements of Ministry of Industry & Commerce and Central Bank of Bahrain.
 - Discuss and approve the transactions that took place during the financial year ended 31/12/2023 with any of the related parties as shown in note No. 28 of the consolidated financial statements in accordance with article 189 of the Commercial Companies Law.
 - Absolve the conduct of the Members of the Board of the company and discharge them from liability for their actions during the year ended 31/12/2023.
 - To appoint or re-appoint external auditors for the year 2024, and to authorize the Board of Directors to determine their remuneration.
 - Any other matters in accordance with article 207 of the Commercial Companies Law.

Important Notes:

- The annual report for the year 2023 can be found on **Bahrain Bourse website** and Company's **website: www.bnhgroup.com**
- Any shareholder recorded in the shareholders register at the date of AGM has the right to participate in the meeting personally or by written proxy to any other person.
- The proxy must be delivered to KFin Technologies W.L.L (Office No. 74, 7th floor, Al-Zamil Tower, Building. 31, Road. 383, Block 305, Manama, Tel: 17215080, Fax: 17212055) or electronically via email (Legal@bnhgroup.com), at least 24 hours prior to the meeting. Please note that you may not issue a proxy in favor of the Chairman or Board Members or any of the company's employees unless they are relatives to the first degree of relationship (Article 203 of the Commercial Companies' Law No. 21/2001 as amended by degree Law 50/2014).
- In the case the shareholder is a company, the proxy attending the meeting must present an authorization letter from the shareholder authorizing that he is the proxy of that shareholder. Such authorization must be in written form and signed by the authorized person in the company and stamped by that company's stamp and to be presented before the expiry of the fixed time for depositing the proxy.
- For any clarifications, please contact the Board Secretary Mrs. Fatima AlEmadi on phone No. **17587338**