



Invitation to the Ordinary General Meeting

The Chairman of the Board of Directors of Bahrain Commercial Facilities Company B.S.C. (CR: 13444) cordially invites the shareholders to attend the Ordinary General Meeting to be held on Wednesday 29 March 2023, at 10:00 AM in person at Al Fanar Hall at the Diplomat Radisson Blu Hotel, Residence & Spa, Manama - Kingdom of Bahrain. As per the provisions of the Commercial Companies Law, in the absence a quorum on the first scheduled date of the meeting, a second meeting with the same agenda will be scheduled on Wednesday 05 April 2023 at the same time and venue; and in the absence of quorum on such second date of the meeting, a third meeting with the same agenda will be scheduled on Wednesday 12 April 2023 at the same time and venue.

Ordinary General Meeting Agenda:

- To read and approve the minutes of the last Annual General Meeting held on 29 March 2022.
- To review and approve the Board of Directors' Report and the financial position on the activities of the Company for the year ended 31 December 2022.
- To receive the external auditor's report on the financial statements for the year ended 31 December 2022.
- To review and approve the Company's financial statements for the year ended 31 December 2022.
- To appropriate the net profit for the year on the recommendation of the Board of Directors as follows:
 - Distribution of cash dividends of 20% of paid-up capital at 20 Fils per share (BD 4,028,569); BD 3,664,952 from the profit for the year and BD 363,617 from the retained earnings, on the 17th of April 2023.

| Event | Date |
|---|----------------------|
| Ordinary General Meeting | 29 March 2023 |
| Cum-Dividend Date (Last day of trading with entitlement to dividends) | 30 March 2023 |
| Ex-Dividend Date (First day of trading without entitlement to dividends) | 2 April 2023 |
| Record Date (The Day on which all shareholders whose names are on the share register will be entitled to dividends) | 3 April 2023 |
| Payment Date (The Day on which the dividends will be paid to the entitled shareholders) | 17 April 2023 |

- Approval of a proposal to pay BD 275,000 for the Board of Directors' Remuneration for 2022, after obtaining the Ministry of Industry and Commerce approval.
- To approve the validity to issue new bonds / Sukuk up to BD 50 million. Terms and conditions shall be determined by the Board of Directors, subject to the CBB prior approval.
- To review and approve the Company's Corporate Governance Report and its compliance with the CBB regulatory requirements for the year ended 31 December 2022.
- Ratification of the appointment of Board Member Mrs. Dana Aqeel Raees in place of Outgoing Board Member Mr. Mohammed Jehad BuKamal, in the Board of Directors, after his exemption as a representative of the Social Insurance Organization during the term.
- To absolve the members of the Board from liability for their actions during the year ended 31 December 2022.
- To approve the re-appointment of Ernst & Young as external auditor for 2022 and authorize the Board of Directors to determine their remuneration, subject to the approval of the Central Bank of Bahrain on this appointment.
- Disclosure of Related Party Transactions carried out during the financial year ended 31 December 2022 as described in Note (27) of the Financial Statements in line with Article (189) of the Commercial Companies Law No. (21) of 2001.
- To elect 5 and appoint 5 members to the Board of Directors for the next three years, subject to the CBB prior approval.
- Any Other Business in accordance with Article (207) of the Commercial Companies Law No. (21) of 2001.

Abdulrahman Yusuf Fakhro
Chairman of the Board

Important notes to the shareholders:

- Shareholders wishing to nominate themselves for the Board of Directors membership for the next three years, are advised to refer to the previous Announcement that appeared in the local press on 8 February 2023 and on the Bahrain Bourse's and Company's websites.
- To view and download the financial statements for the financial year ending on 31st December 2022, you can visit the Company's website at www.bahraincredit.com.bh or the Bahrain Bourse website at www.bahrainbourse.com. The meeting minutes of the last Ordinary General Meeting and Agenda are also available and posted on the Company's website. The Annual Report of the Company will be made available in English and Arabic languages by the second week of March 2023 at BCFH Headquarters in Tubli, Kingdom of Bahrain, Share Registrar, the Company's website and the website of Bahrain Bourse.
- Shareholders whose names are registered in the share register of the Company on the date of the meeting have the right to attend the meeting in person or by written proxy to vote on their behalf in the said meeting, while taking into consideration social distancing. Neither the Board of Directors nor the company's staff shall act as proxies. Proxies can be obtained from the Company's headquarters or website or share registrar M/s. Bahrain Clear B.S.C. (Closed), Offices on the 4th Floor of Bahrain Financial Harbour (Harbour Gate) Building 31, Road 383, Block 305, P.O. Box 3203, Tel: 17261260 - 17108835, Fax: 17256352 - 17228061, email: registry@bahrainclear.com, Manama, Kingdom of Bahrain, effective from Wednesday 8 March 2023 and must be deposited at least 24 hours prior to the Meeting's date with the Share Registrar.
- The share registrar's registration and verification process will commence at 8:00 AM and end at 9:45 AM. For further enquiries, please send an email at registry@bahrainclear.com or contact at 00973-17108786 or WhatsApp at 00973-33510008.
- For any further information or inquiries, please contact the Company's Board Secretary on 17787209, or fax: 17911900, or email: jalmousawi@bahraincredit.com.bh.