



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 shareholders to attend the Ordinary General Meeting on Tuesday, 25 March 2025, at 11:00 AM. The meeting will be held in person at Awal 3 Hall, Gulf Hotel, Manama, Kingdom of Bahrain. In accordance with the provisions of the Commercial Companies Law, if a quorum is not present on the first scheduled date, a second meeting with the same agenda will be held. As the second meeting may coincide with the third day of the Eid al-Fitr holiday, it will be rescheduled to Wednesday, 02 April 2025. If a quorum is still not present on this second date, a third meeting with the same agenda will be held on Wednesday, 09 April 2025, at the same time and venue.

PROXY: (To be filled out when appointing a proxy to attend the OGM)

I, the undersigned, _____ in my capacity as a shareholder of Bahrain Commercial Facilities Company B.S.C., have authorised _____, on my behalf to attend and vote in the OGM to be held on Tuesday 25 March 2025 or any deferred meeting.
Issued on ____ / ____ / 2025

The Agenda of the Ordinary Annual General Meeting:

	Yes	No	Abstain
1. To read and approve the minutes of the last Annual General Meeting held on 26 March 2024.	_____	_____	_____
2. 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 2024.	_____	_____	_____
3. To receive the External Auditor's Report on the Financial Statements for the year ended 31 December 2024.	_____	_____	_____
4. To review and approve the Company's Financial Statements for the year ended 31 December 2024.	_____	_____	_____
5. To appropriate the net profit for the year on the recommendation of the Board of Directors as follows:			
a. Distribution of cash dividends of 15% of paid-up capital at 15 Fils per share (BD 3,021,427), on the 16 of April 2025	_____	_____	_____
b. Allocation of BD 150,000 for the Charity and Donation Fund.	_____	_____	_____
c. Transfer of BD 1,862,337 to Retained Earnings.	_____	_____	_____
6. To approve a proposal to pay BD 300,000 for the Board of Directors' Remuneration for 2024, after obtaining the Ministry of Industry and Commerce approval.	_____	_____	_____
7. 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 Central Bank of Bahrain prior approval.	_____	_____	_____
8. To review and approve the Company's Corporate Governance Report and its compliance with the Central Bank of Bahrain regulatory requirements for the year ended 31 December 2024.	_____	_____	_____
9. To ratify the appointment of Board Member Mr. Yaser Abduljalil Alsharifi in place of Outgoing Board Member Dr. AbdulRahman Ali Saif, in the Board of Directors, after his retirement as a representative of the Bank of Bahrain and Kuwait B.S.C. during the term.	_____	_____	_____
10. To absolve the members of the Board from liability for their actions during the year ended 31 December 2024.	_____	_____	_____
11. To approve the re-appointment of Ernst & Young as external auditor for 2025 and authorize the Board of Directors to determine their remuneration, subject to the approval of the Central Bank of Bahrain on this appointment.	_____	_____	_____
12. To authorize the Board of Directors to appoint the Sharia Supervisory Board, reappoint or discontinue its services, and to determine the fees in accordance with the rules and requirements of the Central Bank of Bahrain.	_____	_____	_____
13. Disclosure of Related Party Transactions carried out during the financial year ended 31 December 2024 as described in Note (27) of the Financial Statements in line with Article (189) of the Commercial Companies Law No. (21) of 2001.	_____	_____	_____
14. Any Other Business in accordance with Article (207) of the Commercial Companies Law No. (21) of 2001.	_____	_____	_____

Abdulrahman Yusuf Fakhro

Chairman of the Board

Shareholder's No.: _____ Shareholder's Name: _____

Number of Shares: _____ Shares (%): _____

Shareholder's Contact Information: _____ Signature: _____ Date: _____

By submitting the Proxy Form, the Proxy confirms that as of the date of submission, the shareholder on whose behalf the Proxy is attending is not deceased.

Important notes to the shareholders:

- To view and download the financial statements for the financial year ending on 31st December 2024, please 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 the agenda are also available on the Company's website. The Annual Report of the Company will be made available in both English and Arabic by the second week of March 2025 at BCFC Headquarters in Tubli, Kingdom of Bahrain, the Share Registrar, the Company's website, and the Bahrain Bourse website.
- 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. Neither the Board of Directors nor the Company's staff shall act as proxies. Proxies can be obtained from the Company's headquarters, website, or share registrar M/s. Bahrain Clear B.S.C. (Closed), located on the 4th Floor of Bahrain Financial Harbour (Harbour Gate) Building 31, Road 383, Block 305, P.O. Box 3203, Tel.: 17261260 - 17108836, Fax: 17256362 - 17228061, email: registry@bahrainclear.com, Manama, Kingdom of Bahrain. Proxies will be available effective from Tuesday, 04 March 2025, 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 09:00 AM and end at 10:45 AM. For further inquiries, please send an email to registry@bahrainclear.com, contact 00973-17108786, or WhatsApp 00973-33510008.
- For any further information or inquiries, please contact the Group Corporate Secretary at 17787209, fax: 17911900, or email: jalmousawi@bahraincredit.com.bh.