



Bahrain National Holding Company B.S.C Invitation of the Ordinary General Meeting

The Board of Directors of Bahrain National Holding Company B.S.C is pleased to invite you to attend the Annual General Meeting (AGM) of that will be held on Wednesday 25/3/2020 at 12 noon at Rotonda Hall, Ritz Carlton Hotel, Seef District, Kingdom of Bahrain. If the required quorum is not met, a second meeting will be held on Wednesday 8/4/2020 or a third meeting, if required, will be held on Wednesday 22/4/2020 at the same time and location to consider the following AGM agenda:

AGM Agenda:

1. Approval of the minutes of the previous Ordinary General Assembly Meeting of the company held on 27/3/2019.
2. Discuss and approve the Board's report on the Company's activities during the year ended 31/12/2019
3. Review the auditor's report for the year ended 31/12/2019
4. Discuss and approve the audited financial statements for the year ended 31/12/2019
5. Discuss and approve the following recommendations of the Board of Directors regarding the appropriation of profits for the year ended 31/12/2019:
 - a. Distribution of cash dividends to the shareholders @ 22% of the paid-up capital (22 fils per share) amounting to BD2,477,387.

Below are the key dates to be taken note of:

Event	Date
Cum-Dividend Date (Last day of trading with entitlement to dividends)	26th March 2020
Ex-Dividend Date (First day of trading without entitlement to dividends)	29th March 2020
Record Date (The Day on which all shareholders whose names are on the share register will be entitled to dividends)	30th March 2020
Payment Date (The Day on which the dividends will be paid to the entitled shareholders)	9th April 2020

- b. Transfer BD 2,314,155 to retained earnings.
6. Approval of recommendation to allocate BD199,000 as remuneration for the members of the Board of Directors for the year 2019.
7. Discuss the Corporate Governance report of the Board of Directors on the company's compliance with the requirements of Ministry of Industry, Commerce & Tourism and Central Bank of Bahrain.
8. Discuss and approve the operations that took place during the financial year ended December 31, 2019 with any of the related parties as shown in the note No. 35 of the financial statements in accordance with article 189 of the Commercial Companies Law.
9. Absolve the conduct of the members of the Board of the company and discharge them from liability for their actions during the year ended 31/12/2019.
10. To appoint or re-appoint auditors for the year 2020, and to authorize the Board of directors to determine their remuneration.
11. Election and/or appointment of 10 board's members for the next three years (2020-2022)
12. Any other matters in accordance with article 207 of the commercial companies' law.

Important Notes:

- You may collect the annual report for the year 2019 and the proxy form from (Karvy Computershare W.L.L), Office No. 74, 7th floor, Al-Zamil Tower, Bldg. 31, Rd. 383, Block 305, Manama, Tel: 17215080, Fax: 17212055. Furthermore, the annual report for the year 2019 can also 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 attend the meeting personally or by written proxy to any other person.
- The proxy must be delivered to Karvy Computershare W.L.L, on the above-mentioned address 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 on phone No. 17587310 or 17587308

Farooq Yusuf Almoayyed
Chairman of the Board