



## **AGENDA**

### **ANNUAL ORDINARY GENERAL ASSEMBLY MEETING**

**Date & Time: Wednesday 25<sup>th</sup> March, 2020 at 12 pm**

**Venue: UGB Tower - Diplomatic Area – Kingdom of Bahrain**

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1. Read and approve the minutes of the previous General Assembly Meeting held on 31<sup>st</sup> March 2019.
  2. Discuss and approve the Board of Directors' report for the year ended 31<sup>st</sup> December 2019 and approve it.
  3. Listen to the External Auditors' (Ernst & Young) report for the year ended 31<sup>st</sup> December 2019.
  4. Discuss and approve the Company's Financial Statements for the year ended 31<sup>st</sup> December 2019.
  5. Approve the Board of Directors' recommendation on the allocation of the net profit for the year ended 31 December 2019 as follows:
    - 5.1 Transfer of US\$ 975 thousand that is the equivalent of 10% of the Company's net profit to the Company's Statutory Reserves.
    - 5.2 Retaining the remaining balance of net profit amounting to US\$ 8,773 thousand after the above-mentioned appropriation as retained earnings for next year.
  6. Discuss the Corporate Governance report and the Company's compliance with corporate governance guidelines of Ministry of the Industry, Commerce and Tourism and the Central Bank of Bahrain during the year 2019.
  7. Report the transactions conducted during the year ended 31<sup>st</sup> December 2019 with any related parties as described in note (31) of the Financial Statements in line with Article 189 of the Commercial Companies Law.
  8. Discharge the responsibilities of the Company's Board members from their legal actions for the year ended 31<sup>st</sup> December 2019.
  9. Elect and appoint members of the Board of Directors for a period of three years after obtaining necessary regulatory approvals.
  10. Appointment or Re-appointment of the Company's External Auditors for the year ended 31 December 2020 and authorize the Board of Directors to specify their fees after obtaining necessary regulatory approvals.
  11. Any matters that may arise in accordance with article 207 of Commercial Companies' Law".

#### **Important note to shareholders:**

- The financial statements for the year ended 31 December 2018 are available on the Company and Bahrain Bourse website.
- You can obtain a copy of the proxy form at [www.ughbh.com](http://www.ughbh.com).
- Any shareholder who is registered in the Company's shareholder register on the date of the meeting shall be entitled to attend in person or to appoint in writing any person to attend the meeting and vote on his/her behalf, taking into consideration that the representative is not the Chairman, a board member or an employee of the company.
- If the shareholder is a company, the representative attending the meeting must present a letter of authorization from the shareholder that he is entitled to be the authorized representative of that shareholder. The authorization must be in writing and authorized by the company and stamped with the company's official seal.



شركة الخليج المتحد القابضة  
United Gulf Holding Company B.S.C.

- The proxy form must be deposited at least 24 hours prior to the date of the meeting at the Company's address. The proxy form can be delivered by hand, by mail or by fax (+973 17533654) or e-mail (wadia@ugbbah.com) with confirmation of receipt before the deadline. It is worth noting that the power of attorney issued after the deadline will be considered invalid for the meeting.
- For any inquiries, please call (+973 17533233)