



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 Tuesday 26 March 2024, at 11:00 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 Tuesday 02 April 2024 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 Tuesday 09 April 2024 at the same time and venue.

Ordinary General Meeting Agenda:

1. To read and approve the minutes of the last Annual General Meeting held on 29 March 2023.
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 2023.
3. To receive the external auditor's report on the financial statements for the year ended 31 December 2023.
4. To review and approve the Company's financial statements for the year ended 31 December 2023.
5. To approve the Board of Directors recommendation to authorize the net loss of BD 30,811,969 for the year ended 31st December 2023.
6. To approve the recommendation of the Board of Directors on the allocation of BD 100,000 for the Charity and Donation Fund from the retained earnings.
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 approve the Board of Directors' recommendation for the Company to repurchase its own shares up to a maximum of 10% of its issued shares (treasury shares) for the purpose of providing liquidity on the market, subject to the Central Bank of Bahrain prior approval.
9. 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 2023.
10. To absolve the members of the Board from liability for their actions during the year ended 31 December 2023.
11. To approve the re-appointment of Ernst & Young as external auditor for 2024 and authorize the Board of Directors to determine their remuneration, subject to the approval of the Central Bank of Bahrain on this appointment.
12. Disclosure of Related Party Transactions carried out during the financial year ended 31 December 2023 as described in Note (27) of the Financial Statements in line with Article (189) of the Commercial Companies Law No. (21) of 2001.
13. 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:

1. To view and download the financial statements for the financial year ending on 31st December 2023, 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 2024 at BCFC Headquarters in Tubli, Kingdom of Bahrain, Share Registrar, the Company's website and the website of Bahrain Bourse.
2. 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. 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](tel:17261260) - [17108836](tel:17108836), Fax: [17256362](tel:17256362) - [17228061](tel:17228061), email: registry@bahrainclear.com, Manama, Kingdom of Bahrain, effective from Tuesday 05 March 2024 and must be deposited at least 24 hours prior to the Meeting's date with the Share Registrar.
3. If the shareholder is a corporate entity, a representative needs a written authorization letter from the shareholder to attend the meeting as a corporate proxy. This letter, issued by an authorized signatory, must bear the corporate entity's stamp and be deposited before the proxy deadline.
4. The share registrar's registration and verification process will commence at 09:00 AM and end at 10:45 AM. For further enquiries, please send an email at registry@bahrainclear.com or contact at [00973-17108786](tel:00973-17108786) or WhatsApp at [00973-33510008](tel:00973-33510008).
5. For any further information or inquiries, please contact the Company Secretary on [17782209](tel:17782209), or fax: [17911900](tel:17911900), or email: jalmousawi@bahraincredit.com.bh.