

NASS CORPORATION B.S.C.
INVITATION TO THE ANNUAL GENERAL AND EXTRA ORDINARY ASSEMBLY
MEETING OF THE COMPANY'S SHAREHOLDERS.

The Chairman of the Board of Directors of Nass Corporation BSC, (CR No.60037) is pleased to invite the shareholders to attend the Annual General and Extra Ordinary General Meeting to be held via ZOOM - Video Conferencing at 11.00 a.m. on Wednesday the 30th March 2022 to discuss and approve the following agenda. If the quorum is not present, the 2nd meeting will be held on Wednesday, the 6th April 2022 at the same venue and time. Further, if the quorum is not present, the 3rd meeting will be held on Wednesday, the 13th April 2022 via ZOOM Video Conferencing at the same time.

A. Agenda of Annual General Meeting:

1. To approve the minutes of the previous Annual General Meeting of the company held on 30th March 2021.
2. To discuss and approve the Board of Director's Report on the activities of the Company for the Financial Year ended December 31, 2021.
3. To read the External Auditor's Report for the year ended December 31, 2021.
4. To discuss and approve the Consolidated Financial Statements for the year ended December 31, 2021.
5. To discuss the report on the company's compliance with the Corporate Governance Guidelines as per MOIC&T and the Central Bank of Bahrain's requirements.
6. To notify and approve the transactions carried out during the financial year ended 31st December 2021 with the related parties as described in note no.23 of the financial statements in line with Article 189 of the Commercial Companies Law.
7. To absolve the members of the Board from liability in respect of actions taken and administration of the Company for the financial year ended December 31, 2021.
8. To re-appoint KPMG Fakhro as External Auditors of the company for the financial year ending December 31, 2022 and to authorise the Board of Directors to determine their remuneration.
9. To discuss any matters arising according to Article 207 of the Commercial Companies Law.

B. Agenda of Extra Ordinary General Meeting:-

1. To approve the minutes of the previous Extra Ordinary General Meeting of the Company held on 30th March 2021.
2. To approve the merger of Nass Mechanical Contracting Co W.L.L. CR No 50304-01 (a wholly owned subsidiary of Nass Corporation BSC) with Nass Industrial Services CR No.60037-04 (a Branch of Nass Corporation BSC) subject to MOIC&T approval.
3. To approve the discontinuation and sale of Nass Dredging Company W.L.L. CR No. 61822-01 (a wholly owned subsidiary of Nass Corporation BSC) and to authorise the Board of Directors to conclude the sale transaction subject to MOIC&T approval.
4. To add a new branch of Nass Commercial with the following activity subject to MOIC&T approval:

-Warehousing and Storage ISIC4 Code 521
5. To open a new branch/subsidiary of Nass Foods in Kingdom of Saudi Arabia and/or to buy an existing business with its same line of activities as per the Rules and Regulations of Kingdom of Saudi Arabia subject to MOIC&T approval.
6. Approve the amendments of the Company's Memorandum and Articles of Association in accordance with, and subject to the approval of regulatory authorities:
 - Legislative Decree no. (3) of the year 2022, no. (20), (63), and (64) of the year 2021, and no. (28) of the year 2020, and in relation to the amendments to the legislative decree no. (21) of the year 2001, promulgating the Commercial Companies Law ("CCL") and all preceding amendments.
7. To authorise Mr. Adel Abdulla Nass, to sign on behalf of Nass Corporation BSC, all concerned papers, documents and to submit the applications to Bahrain Investors' Centre, MOIC&T and sign the amended Memorandum and Articles of Association of Nass Corporation BSC before notary and/or private notary .

Sameer Abdulla Nass
Chairman

PROXY

I / We, in the capacity as a shareholder in Nass Corporation BSC hereby appoint Mr/Ms.as my/our true and lawful proxy to attend the Annual General and Extra Ordinary General Meeting to be held via ZOOM - Video Conferencing at 11.00 a.m. on Wednesday the 30th March 2022 to discuss and approve the following agenda. And at all adjournments thereof. The said proxy is authorised to vote on my/our behalf in the following matters.

A. Agenda of Annual General Meeting:

- | | <u>Yes</u> | <u>No</u> | <u>Abstained</u> |
|--|-----------------------|-----------------------|-----------------------|
| 1. To approve the minutes of the previous Annual General Meeting of the company held on 30 th March 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 2. To discuss and approve the Board of Director's Report on the activities of the Company for the Financial Year ended December 31, 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 3. To read the External Auditor's Report for the year ended December 31, 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 4. To discuss and approve the Consolidated Financial Statements for the year ended December 31, 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 5. To discuss the report on the company's compliance with the Corporate Governance Guidelines as per MOIC&T and the Central Bank of Bahrain's requirements. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 6. To notify and approve the transactions carried out during the financial year ended 31 st December 2021 with the related parties as described in note no.23 of the financial statements in line with Article 189 of the Commercial Companies Law. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 7. To absolve the members of the Board from liability in respect of actions taken and administration of the Company for the financial year ended December 31, 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 8. To re-appoint KPMG Fakhro as External Auditors of the company for the financial year ending December 31, 2022 and to authorise the Board of Directors to determine their remuneration. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 9. To discuss any matters arising according to Article 207 of the Commercial Companies Law. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |

B. Agenda of Extra Ordinary General Meeting:-

- | | | | |
|---|-----------------------|-----------------------|-----------------------|
| 1. To approve the minutes of the previous Extra Ordinary General Meeting of the Company held on 30th March 2021. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 2. To approve the merger of Nass Mechanical Contracting Co W.L.L. CR No 50304-01 (a wholly owned subsidiary of Nass Corporation BSC) with Nass Industrial Services CR No.60037-04 (a Branch of Nass Corporation BSC) subject to MOIC&T approval. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 3. To approve the discontinuation and sale of Nass Dredging Company W.L.L. CR No. 61822-01 (a wholly owned subsidiary of Nass Corporation BSC) and to authorise the Board of Directors to conclude the sale transaction subject to MOIC&T approval. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 4. To add a new branch of Nass Commercial with the following activity subject to MOIC&T approval:
-Warehousing and Storage ISIC4 Code 521 | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |
| 5. To open a new branch/subsidiary of Nass Foods in Kingdom of Saudi Arabia and/or to buy an existing business with its same line of activities as per the Rules and Regulations of Kingdom of Saudi Arabia subject to MOIC&T approval. | <input type="radio"/> | <input type="radio"/> | <input type="radio"/> |

Yes No Abstained

6. Approve the amendments of the Company’s Memorandum and Articles of Association in accordance with, and subject to the approval of regulatory authorities:
- Legislative Decree no. (3) of the year 2022, no. (20), (63), and (64) of the year 2021, and no. (28) of the year 2020, and in relation to the amendments to the legislative decree no. (21) of the year 2001, promulgating the Commercial Companies Law (“CCL”) and all preceding amendments.
 - 7. To authorise Mr. Adel Abdulla Nass, to sign on behalf of Nass Corporation BSC, all concerned papers, documents and to submit the applications to Bahrain Investors’ Centre, MOIC&T and sign the amended Memorandum and Articles of Association of Nass Corporation BSC before notary and/or private notary .

Date: / 3 / 2022

Shareholder No :

Shareholder Name :

Number of shares :

Signature: _____

Note:

1. Any registered shareholder wishing to attend the meeting via electronic/teleconferencing means is requested to send an email request to bahrain.helpdesk@kfintech.com no later than 24 hours before the scheduled meeting date containing a clear copy of the relevant shareholder and proxy holder’s identification documents or passport. Once the information provided is verified, details on how to access the meeting will be sent to the attendee.
2. Shareholders may obtain the proxy form from **KFin Technologies (Bahrain) W.L.L.**, 7th Floor, Al-Zamil Tower, Building 31, Road 383, Block 305, P.O. Box 514, Manama, Kingdom of Bahrain. (Tel: +973 17 215080; Fax: +973 17-212055, email: bahrain.helpdesk@kfintech.com). The proxy form should be registered with **KFin Technologies (Bahrain) W.L.L.**, at the above mentioned address at least 24 hours prior to the general meeting.
3. A proxy shall not be the Chairman, members of the Board or employees of the Company.
4. In case the shareholder is a company, the proxy attending the meeting must submit a written authorisation letter from the shareholder, assigning him/her to be the proxy for that shareholder. The authorisation must be written, issued by the authorised person in the company, stamped by the company’s stamp and submitted prior to the deadline of submitting proxies.
5. The financial statements for the year 2021 and Proxy Form can be downloaded through Bahrain Bourse website and company’s website www.nasscorporation.com.
6. For any clarification, please contact Compliance Manager on 17-725522, email: compliance@nasscorporation.com.