

Invitation to attend the Annual General Meeting and Extraordinary General Meeting of Al-Matahin

The Board of Directors of Bahrain Flour Mills Company (B.S.C.) is pleased to invite the honorable shareholders to attend the company's Annual General Meeting and Extraordinary General Meeting on Sunday, March 27, 2022, at 10 am in (Awal 3) hall in the Gulf Hotel or via video conferencing to discuss and approve the following agenda:

First: The Agenda of the Annual General Meeting

1. Review and approve the Minutes of the Previous Annual General Meeting held on 28 March 2021.
2. Discuss and Approve the Board of Directors Report on the Company's Business/Activities for the year ended 31 December 2021.
3. Listening to the Auditors' report on the financial statements ended 31 December 2021.
4. Discuss and approve the financial statements for the year ended 31 December 2021.
5. The approval of the Board's recommendation to allocate the Net Profit for the year ended 31 December 2021 as follows:

- The Distribution of cash dividends to shareholders at 25 fils per share or 25% of the paid-up capital (excluding treasury shares), which is BD 620,640 for the fiscal year ended 31 December 2021:

Event	Date
Cum-Dividend Date (Last day of trading with entitlement to dividends)	28 March 2022
Ex-Dividend Date (First day of trading without entitlement to dividends)	29 March 2022
Record Date (The Day on which all shareholders whose names are on the share register will be entitled to dividends)	30 March 2022
Payment Date (The Day on which the dividends will be paid to the entitled shareholders)	10 April 2022

- Allocation of BD 20,000 for Charity.
 - Transfer of BD 3,306,232 to Retained Earnings before deducting the Board of Directors Remuneration.
6. Approve the recommendation of the Board of Directors' total remuneration amount of BD 60,000 for the fiscal year ended 31 December 2021 subject to the approval of the Ministry of Industry, Commerce and Tourism.
 7. Discuss the Corporate Governance Report for the year ended 31 December 2021 and the Company's compliance with requirements of the Ministry of Industry, Commerce and Tourism.
 8. Reporting and Approving transactions that took place during the financial year ended 31 December 2021 with any of the related parties as described in note (23) of the financial statements in line with Article 189 of the Commercial Companies Law.
 9. Authorizing the Board of Directors to borrow and obtain facilities from banks or local and non-local financial institutions within the limits of BD 25,000,000 from all banks and financial institutions and all loans or credit facilities.
 10. Absolve the Board of Directors from their actions/activities for the year ended 31 December 2021 Financial Statements.

11. Appointment or Re-appointment of the External Auditors for the fiscal year 2022 and authorize the Board of Directors to specify their remuneration.
12. Discuss any other business according to Law (207) of the Commercial Companies Law.

Second: The Agenda of the Extraordinary General Meeting

- 1- To review and approve the minutes of the previous Extraordinary General Meeting held on 28 March 2021.
- 2- To approve adding new business activities under “Article (5): Objects of the Company” in the Articles of Association, subject to the approval of regulatory authorities :

#	ISIC4 Code	Business Activity Name
1	8292	Packaging activities
2	4721	Sale/Trade of Food and Beverages
3	521	Warehousing and storage - Storage of Food Items
4	5224	Cargo handling
5	469	General Trade

- 3- Approve the amendments of the Company’s Memorandum and Articles of Association in accordance with, and subject to the approval of regulatory authorities:
 - a) Decree Law 28 of 2020 amending certain provisions of the Commercial Companies Law, which was issued by virtue of Decree 21 of 2001
 - b) Decree Law 20 of 2021 amending some provisions of the Commercial Companies Law promulgated by Decree Law 21 of 2001
 - c) The Resolution 3 of 2022 regarding the amendment of some provisions of the executive regulations of the Commercial Companies Law promulgated by Decree-Law No. 21 of 2001 issued by Resolution No. 6 of 2002.
- 4- To approve the authorization of the Board Chairman, or who is delegated to take the necessary actions related to the aforementioned, including signing the amended Articles of Association and the Memorandum of Association to the Notary Public.

Marwan Khalid Tabbara
Chairman

PROXY

I / We ----- in the capacity as a shareholder in Bahrain Flour Mills Company BSC, hereby appoint Mr/Ms ----- To represented on my behalf at the Annual General Meeting and Extraordinary General Meeting of the Company on Sunday 28 March 2021 at 10 am, personally or via video communication (Electronically) or any postponed meeting.

Agenda of Annual General Meeting:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
1. Review and approve the Minutes of the Previous Annual General Meeting held on 28 March 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2. Discuss and Approve the Board of Directors Report on the Company's Business/Activities for the year ended 31 December 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
3. Listening to the Auditors' report on the financial statements ended 31 December 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
4. Discuss and Approve the financial statements for the year ended 31 December 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
5. The approval of the Board's recommendation to allocate the Net Profit for the year ended 31 December 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
6. To approve the proposal to distribute remuneration to the members of the Board of Directors.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
7. Discuss the Corporate Governance Report for the year ended 31 December 2021 and the Company's commitment to the requirements of the Ministry of Industry, Commerce and Tourism.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
8. Reporting and approval of transactions carried out during the financial year ended 31 December 2021	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
9. Authorizing the Board of Directors to borrow and obtain facilities from banks or local and non-local financial institutions.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
10. Absolve the Board of Directors from their actions/activities for the year ended 31 December 2021 Financial Statements.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
11. Appointment or Re-appointment of the External Auditors for the fiscal year 2022 and authorize the Board of Directors to specify their remuneration.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
12. Discuss any other business according to Law (207) of the Commercial Companies Law.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda of Extraordinary General Meeting:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
1. To review and approve the minutes of the previous Extraordinary General Meeting held on 28 March 2021.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2. To approve adding a new business activities under "Article (5): Objects of the Company" in the Articles of Association.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
3. Approve the amendments of the Company's Memorandum and Articles of Association in accordance with what mentioned above.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
4. To approve the authorization of the Board Chairman, or who is delegated to take the necessary actions related to the aforementioned, including signing the amended Articles of Association and the Memorandum of Association to the Notary Public.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Date: / 03 / 2022

Shareholder No :

Shareholder Name :

Number of shares :

Signature:-----

Important note to shareholders:

- You can download the financial data for the year ending on December 31, 2021, and the form of power of attorney or delegate to attend the meeting through the company's website: www.bfm.bh. (Financial data is also available on the Bahrain Bourse website)
- The documents relating to the meetings can be obtained from the Company's website: www.bfm.bh.
- Sending the meeting attendance request with a clear copy of the ID card or passport of the shareholder or whoever will represent him in addition to a copy of the authorization card and contact number to the email registry@bahrainclear.com in order to verify the identity of the attendee's description at least 24 hours before the meeting the meeting. For inquiries, you can contact Bahrain Clear Tel: 17108836.
- After receiving all the required documents and information, those wishing to attend will be provided with the link of the visual communication system (Zoom), before the assembly convenes, in order for the program to be installed, whether on cellular devices or computers, and the presence of the audio and video feature is also required.
- For any inquiries, you may contact the Shareholders Relations on +973 1772 9984 or email ahmed.b@bfm.bh