

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

The Chairman of the Board of Directors of Nass Corporation B.S.C., (CR No.60037) is pleased to invite the shareholders to attend the Annual General and Extra Ordinary General Meetings to be held at Abdulla Ahmed Nass Auditorium, Applied Science University, Located at Building 166 Road 23 Block 623 East Al Eker, Kingdom of Bahrain at 11.00 a.m. on Thursday, the 28th March 2024 to discuss and approve the following agenda. If the quorum is not present, the 2nd meeting will be held on Thursday, the 4th April 2024 at the same venue and time. Further, if the quorum is not present, the 3rd meeting will be held on Monday, the 15th April 2024 at the same venue 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 29th March 2023.
2. To discuss and approve the Board of Director's Report on the activities of the Company for the Financial Year ended December 31, 2023.
3. To read the External Auditor's Report for the year ended December 31, 2023.
4. To discuss and approve the Consolidated Financial Statements for the year ended December 31, 2023.
5. To approve the Board of Directors' recommendations for the appropriation of the net profits for the year ended December 31, 2023 as follows:-
 - a) Transferring BD 320,467/- to the Statutory Reserve.
 - b) Transferring BD 2,884,208/- to Retained Earnings.
6. To discuss the report on the company's compliance with the Corporate Governance Guidelines as per MOIC and the Central Bank of Bahrain's requirements.
7. To notify and approve the transactions carried out during the financial year ended 31st December 2023 with the related parties as described in note no.11 of the financial statements in line with Article 189 of the Commercial Companies Law.
8. 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, 2023.
9. To re-appoint KPMG Fakhro as External Auditors of the company for the financial year ending December 31, 2024 and to authorise the Board of Directors to determine their remuneration.
10. To elect 10 members of the board of directors for next term 2024-2027 of 3 years.
11. 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 29th March 2023.
2. To Open a new branch or a new company of Nass Corporation B.S.C in the Kingdom of Saudi Arabia and/or to buy an existing business to carry out all business activities of the company and all business activities of its branches and subsidiaries, and/or adding new activities according to the laws and regulations applicable in the Kingdom of Saudi Arabia subject to MOIC approval.
3. To approve adding the following new activity to Branch No.60037-3 of Nass Foods, subject to MOIC approval: -
 - Sale / Trade of Food and Beverages - Health Foods (ISIC Code: 4721-3)
4. To approve adding the following new activity to Branch No.60037-2 of Nass Commercial, subject to MOIC approval:
 - Sale / Trading in Industrial Chemicals (ISIC Code: 46691-1)
5. To approve authorizing Mr. Adel Abdulla Nass, to sign on behalf of Nass Corporation B.S.C., all concerned papers, documents and he has the right to authorize and delegate others to sign on his behalf in all or some of that and to submit the applications to Bahrain Investors' Centre, MOIC, and sign the amended Memorandum and Articles of Association of Nass Corporation BSC before notary and/or private notary, subject to Regulatory Authorities approvals.

Sameer Abdulla Nass
Chairman

Important Information:

1. 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 meetings. It is worth noting that the proxies received after the deadline will not be entertained.
2. All registered shareholders at the annual general and extraordinary general meeting date are eligible to attend the meeting in person or appoint, in writing, a proxy to attend and vote on their behalf provided that such proxy is not a director or employee of the company, as prescribed in article (203) of Bahrain Commercial Companies Law.
3. 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.
4. The financial statements for the year 2023 and Proxy Form can be downloaded through Bahrain Bourse website and company's website www.nasscorporation.com.
5. For any clarification, please contact Compliance Manager on +973 17-725522, email: compliance@nasscorporation.com.