

## Invitation to the Annual General Meeting

The Board of Directors of Bahrain Kuwait Insurance Company B.S.C. would like to invite the Shareholders to attend the Annual General Meeting, which will be held on **Monday 27 March 2023 at 10:30 am at BKIC Tower located in Seef District, Manama – Kingdom Bahrain**. In the absence of quorum, a second meeting will be held on Monday 3 April 2023 at the same time and place. In the absence of quorum on the second date, a third meeting will be scheduled on Monday 10 April 2023 at the same time and place to discuss and adopt the agenda items below:

### Agenda for the Ordinary General Meeting

- 1) Approve the previous minutes of Annual General Meeting held on 21 March 2022.
- 2) Discuss and approve the Board of Directors report for the financial year ended 31 December 2022.
- 3) Listen to the external auditors' report on the financial statements for the year ended 31 December 2022.
- 4) Discuss and approve the financial statements for the year ended 31 December 2022.
- 5) Discuss and approve the following recommendations of the Board of Directors in allocating the net profits for the financial year ended 31 December 2022 as follows:
  - a) Transfer BD 424,941/- to the statutory reserve.
  - b) Distribution of BD 3,734,461/- cash dividends of 25% of the paid-up capital equivalent to 25 fils per share (Excluding the Treasury Shares) to shareholders, as follows:

Event	Date
<b>Cum-Dividend Date</b> <i>(Last day of trading with entitlement to dividends)</i>	28 <sup>th</sup> March 2023
<b>Ex-Dividend Date</b> <i>(First day of trading without entitlement to dividends)</i>	29 <sup>th</sup> March 2023
<b>Record Date</b> <i>(The Day on which all shareholders whose names are on the share register will be entitled to dividends)</i>	30 <sup>th</sup> March 2023
<b>Payment Date</b> <i>(The Day on which the dividends will be paid to the entitled shareholders)</i>	12 <sup>th</sup> April 2023

- c) Transfer BD 588,718/- to the retained earnings.
- 6) Approve the recommendation to allocate BD 175,000/- as remuneration to the Board of Directors for the year ended 31 December 2022, subject to the approval of the MOIC.
- 7) Approve to allocate BD 50,000/- for the Charity and Donations.
- 8) Inform shareholders about related party transactions during the year ended 31 December 2022 as detailed in note (30) of the financial statements.
- 9) Discuss and approve the Corporate Governance report for the year 2022 and the Company's compliance with Central Bank of Bahrain's requirements.
- 10) Discharge the Board of Directors of any liability related to their conduct for the financial year ended 31 December 2022.
- 11) Appointment/ Re-appointment of the External Auditors for the financial year 2023, subject to the approval of the Central Bank of Bahrain and authorize the Board of Directors to fix their fees.
- 12) Appoint (6) and Elect (4) board members for the upcoming three years, subject to the approval of the Central Bank of Bahrain.
- 13) Any additional matters in accordance with article (207) of Bahrain Commercial Companies Law.

## PROXY

I / We ....., in the capacity as a shareholder in Bahrain Kuwait Insurance Company B.S.C. hereby appoint Mr/Ms. ....holding ID/ CPR no. .... as my/our true and lawful proxy to attend the Annual General Meeting, which will be held on Monday 27 March 2023 at 10:30 am at BKIC Tower located in Seef District, Manama – Kingdom Bahrain, and at all adjournments thereof. The said proxy is authorized to vote on my/our behalf in the following matters:

<u>Agenda for the Ordinary General Meeting</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
1) Approve the previous minutes of Annual General Meeting held on 29 March 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2) Discuss and approve the Board of Directors report for the financial year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
3) Listen to the external auditors' report on the financial statements for the year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
4) Discuss and approve the financial statements for the year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
5) Discuss and approve the following recommendations of the Board of Directors in allocating the net profits for the financial year ended 31 December 2022 as follows:			
a) Transfer BD 424,941/- to the statutory reserve.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
b) Distribution of BD 3,734,461/- cash dividends of 25% of the paid-up capital equivalent to 25 fils per share.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
c) Transfer BD 588,718/- to the retained earnings.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
6) Approve the recommendation to allocate BD 175,000/- as remuneration to the Board of Directors for the year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
7) Approve to allocate BD 50,000/- for the Charity and Donations.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
8) Inform shareholders about related party transactions during the year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
9) Discuss and approve the Corporate Governance report for the year 2022 and the Company's compliance with Central Bank of Bahrain's requirements.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
10) Discharge the Board of Directors of any liability related to their conduct for the financial year ended 31 December 2022.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
11) Appointment/ Re-appointment of the External Auditors for the financial year 2023, subject to the approval of the Central Bank of Bahrain and authorize the Board of Directors to fix their fees.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
12) Appoint (6) and Elect (4) board members for the upcoming three years, subject to the approval of the Central Bank of Bahrain.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
13) Any additional matters in accordance with article (207) of Bahrain Commercial Companies Law.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**Date:** / 03 / 2023

**Shareholder No :**

**Shareholder Name :**

**Number of shares :**

**Signature:** -----

### Important notes to the shareholders

- 1) All registered shareholders at the annual 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.
- 2) In the case of an institutional shareholders, the representative attending the meeting must submit the proxy signed by an authorized signatory of the relevant institutional shareholder. The proxy must be sealed by the institutional shareholder's stamp.
- 3) A copy of the proxy form is available on the Company's website [www.gigbh.com](http://www.gigbh.com) and Bahrain Bourse's website [www.bahrainbourse.com](http://www.bahrainbourse.com).
- 4) The proxy form should be submitted to KFin Technologies W.L.L. (Bahrain) on its address Office no. 74, 7<sup>th</sup> floor, Al-Zamil Tower, Building, Road, 383, Block 305, Manama, Kingdom of Bahrain, Tel: 17215080, Fax: 17212055 or to Bahrain Kuwait Insurance Company B.S.C. on its address BKIC Tower 2775, Road 2835, Block 428, Seef District - P.O. Box 10166, Manama, Kingdom of Bahrain, no later than 24 hours before the scheduled meeting date. Proxy forms may be delivered by hand, post, or by email: [fardan@gig.com.bh](mailto:fardan@gig.com.bh). Any proxies received after the deadline will not be valid for the AGM.
- 5) All shareholders appointing a proxy to attend the meeting must submit the proxy holder's identification document or passport in addition to the proxy.
- 6) The financial statements for the year ended 31 December 2022 are available on the Company's website [www.gigbh.com](http://www.gigbh.com) and Bahrain Bourse's website [www.bahrainbourse.com](http://www.bahrainbourse.com).
- 7) For any inquiries, please call the Secretary to the Board on 17119914.