



## Minutes of Meeting

### The Ordinary General Meeting for Delmon Poultry Company For the year ended 31/12/2023

The Ordinary General Assembly Meeting of Delmon Poultry Company for the fiscal year ending on 31/12/2023 was held at 10.30 a.m. on Tuesday, March 26, 2024 at Awal Hall at the Gulf Hotel, and the company also obtained the approval of the Ministry of Industry and Commerce and the Central Bank of Bahrain on the text of the invitation and the following agenda items:

1. To read and approve the minutes of the previous AGM dated on, 22 Mar 2023.
2. Review and approval of the Board Directors' report for the year ended 31st Dec 2023.
3. Listen to external auditor's report regarding the Company's financial status 31st December 2023.
4. Review & approval of the audited financial statement for the year ended 31st December 2023.
5. Review and approval of the Board's recommendation of the following appropriations for the year 2023:
  - a) Distribution of cash dividends to shareholders of 8 % share nominal value, 8 fils per share of BD244,763 for the financial year ended 31<sup>st</sup> December 2023, as below:

|  |             |
|--|-------------|
| <b>AGM Date</b>  | 26 Mar 2024 |
| <b>Cum – dividend date</b> (last day of trading with entitlement to dividends)   | 27 Mar 2024 |
| <b>Ex- Dividend Date</b> (First day of trading without entitlement to dividends)   | 28 Mar 2024 |
| <b>Record Date</b> (the day on which all shareholders whose names are on the share register will be entitled to dividends) | 31 Mar 2024 |
| <b>Payment Date</b> (the day on which the dividends will be paid to the entitled shareholders)                             | 8 Apr 2024  |

- b) Transfer to Retained Earnings BD 161,070.
6. Allocation of BD22,000 as Board of Directors' remuneration, subject to the approval of the Ministry of Industry and Commerce.
7. To discuss and approve the Board of Director's Corporate Governance report for the year ended 31<sup>st</sup> December 2023; and comply with the requirements of the Ministry of Industry & Commerce, and Central Bank of Bahrain.



8. To notify and approve the related party transaction carried out during the financial year ended 31 December 2023 as stated in note # 29 of the financial statement in line with Article 189 of the Commercial Companies Law.
9. Relieving the Board Directors of any liability regarding the decisions they have taken during the year ended 31<sup>st</sup> December 2023.
10. Appointment or reappointment of external auditors for 2024 and authorizing the Board of Directors to decide their fees.
11. Any other Business in accordance with Article 207 of the CCL.

The Meeting was chaired by the Chairman of the Board of Directors Mr. Abdul Rahman Jamsheer, in the presence of the members of the Board of Directors:

- |                                       |                                    |
|---------------------------------------|------------------------------------|
| 1. Mr. Abdul Hussain Khalil Dawani    | 5. Mr. Jaafar Mohamed Ali AL Dhaif |
| 2. Mr. Yusuf Saleh Al Saleh           | 6. Mr. Talal Al Mannai             |
| 3. Mr. Abdul Redha Mohamed Al Daylami | 7. Mr. Esam Abdul Hameed Zainal    |
| 4. Mr. Fouad Ibrahim AL Mutawa        | 8. Mr. Abdulla Jasim AL Ahmad      |
|                                       | 9. Mrs. Marwa Khalid AL Sabbagh    |

The Chairman started the meeting by welcoming the attendees, shareholders and representative of the government agencies and companies, the following:

- |                           |  |
|---------------------------|--|
| 1. Mr. Ahmed Salman       | representative of MOIC                   |
| 2. Ms. Rayan Ali          | representative of CBB                    |
| 3. Mr. Mohamed Al Rahma   | representative of Mumtalakat Holding Co. |
| 4. Mr. Ali Naseeb         | representative of Bahrain Bourse         |
| 5. Mr. Abdulla Al Malki   | representative of SIO                    |
| 6. Ms. Rawan Al Banki     | representative of Bahrain Clear          |
| 7. Mr. Habib Jawad        | representative of BDO                    |
| 8. Mr. Nath Venkitachalam | representative of BDO                    |

The chairman announced the presence of the quorum and validity of holding the Ordinary General Meeting, where the total number of shares present in authenticity and agency reached 22,356,004 shares, equivalent to 73.07% of the company's total shares and announced the appointment of Mrs. Alya Al-Khayat as the meeting secretary, and the appointment of KFin Technologies as the registrar of shares in this meeting.

He also clarified that the audited financial statements for the fiscal year ending on 31/12/2023 have been published on February 14, 2024, the invitation to attend the Ordinary General Assembly Meeting on February 29, 2024, and the reminder of the date of the meeting on March 25, 2024, have been published in Albilad newspaper and The Daily Tribune. and that the minutes of the Ordinary General Assembly meeting for the financial year ended 31 December

202 have been made available 3 On the company's website, the annual report for 2023 was also provided on the company's website, which included the following:

- Board of Directors report for the fiscal year ended 31/12/2023.
- Financial statements as of 31/12/2023
- Governance report for the fiscal year ended 31/12/2023.

The chairman started the meeting to discuss the following agenda items:

**1. To read and approve the minutes of the previous AGM dated on, 22 Mar 2023.**

The minute of the previous AGM meeting dated 22 March 2023 was approved by the AGM.

**2. Review and approval of the Board Directors' report for the year ended 31/12/2023.**

The Board of Directors report for the year ended 31/12/2023 has been reviewed and approved by the AGM.

**3. Listen to external auditor's report regarding the Company's financial status 31<sup>st</sup> December 2023.**

Mr. Habib Jawad the representative of BDO – the Company's External Auditors – read the auditor's report, where he confirmed that the financial statements present fairly, in all material respects, the financial position of the Company as at 31/12/2023 and its financial performance and cash flows for the year then ended, in accordance with International Financial Reporting Standards.

**4. Review & approval of the audited financial statement for the year ended 31st December 2023.**

The financial statements for the year ended 31/12/2023 have been reviewed and approved by the AGM.

**5. Review and approval of the Board's recommendation of the following appropriations for the year 2023:**

- Distribution of cash dividends to shareholders of 8 % share nominal value, 8 fils per share of BD244,763for the financial year ended 31<sup>st</sup> December 2023,
- Transfer to Retained Earnings BD 161,070.

A cash dividend of 8% of the paid-up capital at 8 fils per share was approved by the AGM, and an amount of BD 161,070 was approved to be transferred to the retained earnings account.

**6. Allocation of BD22,000 as Board of Directors' remuneration, subject to the approval of the Ministry of Industry and Commerce.**

The AGM approved the distribution of remuneration to the members of the Board of Directors in a total amount of BD 22,000 for the financial year ended 31 December 2023.

**7. To discuss and approve the Board of Director's Corporate Governance report for the year ended 31st December 2023; and comply with the requirements of the Ministry of Industry & Commerce, and Central Bank of Bahrain.**

The Corporate Governance Report for the year 2023 was approved and the company is following the requirements of the Ministry of Industry and Commerce and the Central Bank of Bahrain.

**8. To notify and approve the related party transaction carried out during the financial year ended 31 December 2023 as stated in note # 29 of the financial statement in line with Article 189 of the Commercial Companies Law.**

The company submitted to the shareholders the reporting of the related party transactions and approving the transactions that took place during the financial year ending 31 December 2023 with any of the related parties as set out in Note 29 of the Financial Statements in line with Article 189 of the Commercial Companies Law and approved it.

**9. Relieving the Board Directors of any liability regarding the decisions they have taken during the year ended 31/12/2023.**

The AGM has relieved the Board of Directors of any liability regarding the decision they have made during the year ended 31/12/2023.

**10. Appointment or reappointment of external auditors for 2024 and authorizing the Board of Directors to decide their fees.**

The AGM has approved reappointing the external auditor for the year 2024 and authorizing the Board of Directors to decide their fees.

**11. Any other Business in accordance with Article 207 of the CCL.**

There are no topics under this item.

As there were no questions or reservations from the shareholders, the Chairman of the Board of Directors announced the end of the Ordinary General Assembly at 10.45 a.m.



Abdul Rahman Jamsheer  
Chairman



Page 4 of 4