

## Invitation to attend the Annual General Assembly Meeting of Arkan Building Materials Company (Public Joint-Stock Company)

The Board of Directors of Arkan Building Materials Company PJSC (the **Company**) invites the Shareholders to attend the annual general assembly meeting virtually through an electronic link for the meeting that will be sent to the Shareholders via SMS or email following registration of their attendance to enable shareholders to attend the meeting virtually and discuss the agenda and vote on the proposed resolutions in real time, at 2:00 PM on Thursday 22nd April 2021 to consider the following agenda:

**I. Authorise the chairman of the general assembly to appoint a secretary to the meeting and a vote collector.**

**II. Matters Requiring Special Resolutions:**

**1.** Approve by Special Resolution the amendment to Articles [1- 15- 16- 17- 18- 19- 20- 24- 25- 28- 29- 30- 32- 33-34- 35- 37- 38- 39 - 43- 44] of the Articles of Association of the Company as published at the Company's page at ADX and uploaded to the Company's website under the following link: [www. https://www.arkan.ae](http://www.https://www.arkan.ae);

**2.** The authorisation of the Board of Directors of the Company, and/or any person so authorised by the Board of Directors, to adopt any resolution or take any action as may be necessary to implement the Ordinary and Special Resolutions to be adopted by the general assembly in this meeting including agreeing any change to any of the above amendments to the Articles of the Company which the SCA or other regulatory authorities may request, or which may be required to prepare and certify a full set of the Articles incorporating all the amendments including the introductory part of the Articles of Association and reference to the resolutions of the general assemblies of the Company amending the Articles.

**III. Matters Requiring Ordinary Resolutions:**

**1.** Review and approve the Board of Directors' report on the Company's activity and its financial position for the fiscal year ended on 31/12/2020

**2.** Discuss and approve the Auditor's Report for the fiscal year ended on 31/12/2020

**3.** Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2020

**4.** Consider and approve the remuneration of the Board of Directors for the year ended 31 December 2020.

**5.** Discharge the members of the Board of Directors from liability for the financial year ended 31 December 2020.

**6.** Discharge the auditors from liability for the financial year ended 31 December 2020.

**7.** Appoint the auditors and determine their fees for the financial year 2021.

**8.** Appoint two representatives for the shareholders and determine their fees in accordance with paragraph (4) of Article (40) of the Corporate Governance Guide issued by Resolution of the Chairman of the SCA No. (3/R.M) of 2020. Or authorizing the company's board of directors and whoever the board collectively or individually authorizes to appoint and determine the representatives' fees

**9.** Election of board of directors' members.

### **Notes:**

**1.** At the direction of the Securities and Commodities Authority, the Company's shareholders who will attend the general assembly virtually should register their attendance electronically to be able to vote on the items of the general assembly. Registration is open from 1:00pm on Wednesday 21 April 2021 and closes at 1:00 pm on Thursday 22 April 2021. For electronic registration, please visit the following website: [www.smartagm.ae](http://www.smartagm.ae). Holders of proxies must send a copy of their proxies to the email address [is@bankfab.com](mailto:is@bankfab.com) with their names and mobile numbers to receive text messages for registration.

**2.** Any shareholder registered entitled to attend the general assembly meeting may delegate any person other than a member of the Board of Directors, employees of the Company, a broker or employees of such broker under a special written proxy. In such capacity, no proxy may represent a number of shareholders who hold more than 5% of the shares in the capital of the Company. Persons of incomplete capacity or incapable shall be represented by their legal representatives. (provided that the requirements set forth in items 1 and 2 of Article (40) of Chairman of Authority's Board of Directors' Decision no. (3/R.M) of 2020 concerning the Approval of Joint Stock Companies Governance Guide are taken into account). Shareholders may review the disclosure posted on the Company's page at ADX in respect of the requirements to be adopted to approve a proxy.

**3.** Assembly meetings shall be held in the presence of the Board of Directors, the auditors, the registrar, the meeting secretary and the polling station, SCA representative and the attendance will be through electronic participation and without personal attendance.

**4.** A corporate person may delegate one of its representatives or those in charge of its management under a decision of its Board of Directors or its authorized deputy to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.

**5.** Shareholders registered in the Shareholders Register on Wednesday 21 April 2021 shall be entitled to vote in the General Assembly meeting.

**6.** The virtual meeting will be recorded. Shareholders are entitled to discuss the items listed in the agenda and ask questions to the Board of the Directors and the auditors of the Company.

**7.** The shareholders can access and review the financial statements and Governance report of the Company on the website of Abu Dhabi Market [www.adx.ae](http://www.adx.ae) and on Arkan website [www.arkan.ae](http://www.arkan.ae).

**8.** The meeting of the General Assembly shall not be valid unless attended by shareholders who hold or represent by proxy at least (50%) of the Company's share capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on Thursday 29 April 2021 in the same time. (The second meeting shall be held after a period of not less than five (5) days and not more than fifteen (15) days from the date of the first meeting. The second meeting shall be valid if attended by at least one shareholder.

**9.** Special Resolutions require the consent of shareholders representing three quarters of the shares represented at the meeting.

**10.** You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link:

<https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>