

BAHRAIN CINEMA COMPANY BSC- BAHRAIN

Invitation to the Annual and Extraordinary General Meeting

The Chairman of the Board of Directors of Bahrain Cinema Company B.S.C. (CINECO) (CR-1192-09) is pleased to invite the shareholders to attend the Annual General Meeting and Extraordinary General Meeting to be held on Tuesday, 25th March, 2025 at 11:00 a.m. at Cinema 1, Oasis Mall, Juffair to discuss the items mentioned in the agenda given below. In the absence of quorum, a second meeting will be held on Thursday, 3rd April, 2025 and in the absence of quorum on the second date, a third meeting will be held on Thursday, 10th April, 2025 at the same time and place.

A. Agenda: Annual General Meeting

1. To approve the minutes of the previous Annual General Meeting held on 26th March, 2024.
2. To discuss and approve the Board of Directors' report on the Company's activities for the year ended 31st December, 2024.
3. To listen to the external auditor's report on the financial statements for the year ended 31st December, 2024.
4. To review and approve the financial statements for the year ended 31st December, 2024.
5. To approve the Board of Directors' recommendations for the year ended 31st December, 2024 on the following proposed appropriations:
 - i) Distribution of cash dividends of 15 fils per share or 15% of paid up share capital, amounting to BD 1,173,642 for the year ended 31st December, 2024

Event	Date*
Cum-Dividend Date (Last day of trading with entitlement to dividends)	26-03-2025
Ex-Dividend Date (First day of trading without entitlement to dividends)	27-03-2025
Record Date (The Day on which all shareholders whose names are on the share register will be entitled to dividends)	02-04-2025
Payment Date (The Day on which the dividends will be paid to the entitled shareholders)	14-04-2025

**If a public holiday falls on any of the specified dates above, the recommended date will be moved to the next business day.*

6. To approve Board of Directors' remuneration in the aggregate amount of BD 54,200 for the year ended 31st December, 2024.
7. To receive and review the Corporate Governance Report 2024 on the Company's compliance with the Corporate Governance Guidelines as per the Central Bank of Bahrain's and Ministry of Industry and Commerce.
8. To notify and approve the transactions carried out during the financial year ended 31st December, 2024 with any of the related parties as described in note number: 31 of the financial statements in line with Article 189 of the Commercial Companies Law.

9. To absolve the members of the Board from liability for their actions during the year ended 31st December, 2024.
10. To re-appoint BDO as the Company's external auditors for the year ended 31st December, 2025 and authorize the Board of directors to fix their remuneration.
11. To elect seven members of the Board of directors for the next 3-year term (2025-2028).
12. To discuss any other business according to Article 207 of the Commercial Companies Law.

B. Agenda: Extraordinary General Meeting

1. To approve the minutes of the previous Extraordinary General Meeting held on 26th March, 2024.
2. To approve the amendment and restatement of the Memorandum and Articles of Association. The additions/ amendments are as follows:
 - a. To approve the addition of the following commercial activities to Article 3 'Objects of the Company' of the Memorandum of Association and Article 6 'Objects of the Company' of the Articles of Association of the Company:
 - Reservation/Ticket Sales Activities for entertainment or recreational purposes (excluding air transportation) (ISIC4 code 79902).
 - Subject to obtaining the approval of the Bahrain Tourism and Exhibitions Authority to add the commercial activity "Organization of conventions events, and trade shows – Offices for organizing tourism festivals" (ISIC4 code 823-2), otherwise to add the commercial activity "Organization of conventions events, and trade shows" (ISIC4 code 823-1).
 - Production of live theatrical presentations and other stage productions (ISIC4 code 90001).

All the above mentioned amendments are subject to the approval of the regulatory authorities

3. To authorize Mr. Ahmed Abdulrahman Rashed Albastaki, the Managing Director and Chief Executive Officer of the Company, or any person who he may authorize, to represent the Company before all concerned authorities in the Kingdom of Bahrain, including the Ministry of Industry and Commerce, to submit the required applications to effect and execute the above resolutions. He shall also be authorized to sign all required documents, including but not limited to the Amendment to the Memorandum of Association and Articles of Association of the Company before a licensed notary in the Kingdom of Bahrain, as required to execute and complete the above resolutions.



Dr. Esam Abdulla Fakhro
CHAIRMAN

Important notes to shareholders:

1. The copies of Financial Statements for the year ended 31st December, 2024 will be available on the Company's website: www.cineco.net and Bahrain Bourse website: www.bahrainbourse.com
2. Shareholders whose names are registered on the Company's shareholders' list on the date of the Meetings are entitled to attend in person or appoint a proxy from amongst the shareholders or otherwise, to vote on their behalf, provided that the proxy may not be the Chairman, director or employee of the Company, unless the proxy is a first degree relative of the concerned shareholder in accordance with Article 203 of the Commercial Companies Law.
3. The Proxy Form must be filled and signed by the shareholder/shareholder's legal representative, in which case the notarized/legalized Power of Attorney must be attached to the Proxy Form. If the shareholder is a corporate entity, the proxy attending the meeting must submit a written authorization letter issued by the authorized person in the company and duly stamped by the company's stamp, assigning him/her to be the proxy for that shareholder.
4. Proxies should be submitted to KFin Technologies (Bahrain) W.L.L., Zamil Tower, Office No.74, 7th Floor, PO Box 514, Manama, Kingdom of Bahrain no later than 24 hours before the meeting time on 25th March 2025. Tel: +973 17215080 or Fax: + 973 17212055. Email: Bahrain.helpdesk@kfintech.com
5. Shareholders or their proxies are requested on the day of the meeting to present clear and valid identify cards or passports for inspection as proof of identity.
6. For any queries please contact at : Telephone: +973 17 258 900 or Email: cinecosec@cineco.net