

**Takaful International Company B.S.C.**  
**Invitation to the Annual General and Extraordinary General Meetings**  
**To be held on Tuesday 29<sup>th</sup> March 2022 at 10:30 am**



The Board of Directors of Takaful International Company B.S.C. (CR. No. 21100) would like to invite the Shareholders to attend the Annual General Meeting (AGM) and the Extraordinary General Meeting (EGM), which will be held on **Tuesday 29<sup>th</sup> March 2022 at 10:30 am, at the Company Headquarters (Seef Area) and via electronic/ teleconferencing means.** In the absence of quorum, a second meeting will be held on **Tuesday 5<sup>th</sup> April 2022** at the same time and place to discuss and adopt the agenda items below. In the absence of quorum on the second date, a third meeting will be scheduled on **Tuesday 12 April 2022** at the same time and place.

**Agenda for the Annual General Meeting:**

1. Approve the previous minutes of Annual General Meeting held on 23 March 2021.
2. Discuss and approve the Board of Directors report for the financial year ended 31 December 2021.
3. Listen to the Shari'a Supervisory Board's report for the financial year ended 31 December 2021.
4. Listen to the external auditors' report on the financial statements for the year ended 31 December 2021.
5. Discuss and approve the financial statements for the year ended 31 December 2021.
6. Discuss and approve the following recommendations of the Board of Directors in allocating the net profits for the financial year ended 31 December 2021 as follows:
  - a) Transfer BD 93,095/- to the statutory reserve.
  - b) Distribution of BD 425,000/- cash dividends to shareholders (5 fils per share, at a rate of 5% of the paid-up capital), as follows:

Event	Date
<b>Cum-Dividend Date</b> (Last day of trading with entitlement to dividends)	30 March 2022
<b>Ex-Dividend Date</b> (First day of trading without entitlement to dividends)	31 March 2022
<b>Record Date</b> (The Day on which all shareholders whose names are on the share register will be entitled to dividends)	3 April 2022
<b>Payment Date</b> (The Day on which the dividends will be paid to the entitled shareholders)	17 April 2022

- c) Transfer of BD 352,851/- to the retained earnings.
7. Approve the recommendation to allocate BD 60,000/- as remuneration to the Board of Directors for the year ended 31 December 2021.
  8. Inform shareholders about their total liability on Zakat of BD 295,490/- (i.e., BD 3.476 for every one thousand shares held) for the year ended 31 December 2021.
  9. Inform shareholders about related party transactions during the year ended 31 December 2021 as detailed in note (18) of the financial statements.
  10. Approve the purchase of up to 10% of the Company's shares as treasury shares, subject to the Central Bank of Bahrain's approval.
  11. Discuss and approve the Corporate Governance report for the year 2021 and the Company's compliance with Central Bank of Bahrain's requirements.
  12. Discharge the Board of Directors for all the matters related to their conduct for the financial year ended 31 December 2021.
  13. Appointment/ Re-appointment of the External Auditors for the financial year 2022, subject to the approval of the Central Bank of Bahrain and authorize the Board of Directors to fix their fee.
  14. Any additional matters in accordance with article 207 of Bahrain Commercial Companies Law.

**Agenda of the Extraordinary General Meeting:**

1. Approve the previous minutes of Extraordinary General Meeting held on 24 March 2019.
2. Approve the Board of Directors' resolution to amend the articles of association in accordance with the provisions of Law no. (21) for the year 2001 with respect to the amendments of some provisions of the Commercial Companies Law promulgated by Legislative Decrees No. (28) of 2020 and No. (20) of 2021.
3. Authorize the Chairman of the Board or a person acting on his behalf to sign the amendments of the articles of association before the notary public.

**Important notes to the shareholders:**

1. Any registered shareholder wishing to attend the meeting via electronic/ teleconferencing means is requested to send an email request (for an institutional shareholder, its authorized personnel) to [takaful@gigtakaful.bh](mailto:takaful@gigtakaful.bh) no later than 24 hours before the scheduled meeting date containing a clear copy of the relevant shareholder and proxy holder's identification documents or passport. Once the information provided is verified, details on how to access the meeting will be sent to the attendee.
2. 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.
3. In the case of an institutional shareholder, 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.
4. A copy of the proxy form is available on the Company's website [www.gigtakaful.bh](http://www.gigtakaful.bh) and Bahrain Bourse's website [www.bahrainbourse.com](http://www.bahrainbourse.com).
5. The proxy form should be submitted to Takaful International Company B.S.C. on its address Building 680, Road 2811, Block 428, Seef District - P.O. Box 3230, 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: [takaful@gigtakaful.bh](mailto:takaful@gigtakaful.bh). Any proxies received after the deadline will not be valid for the AGM.
6. All shareholders appointing a proxy to attend the meeting (whether in person or via electronic/ teleconferencing means) must submit the proxy holder's identification document or passport in addition to the proxy.
7. The financial statements for the year ended 31 December 2021 are available on the Company's website [www.gigtakaful.bh](http://www.gigtakaful.bh) and Bahrain Bourse's website [www.bahrainbourse.com](http://www.bahrainbourse.com).
8. For any inquiries, please call the board of Directors' Secretary on 17119914 or 17565603.