

AMAKiن. أماكين

# Shareholders' Rights and Obligations

## Shareholders' Rights and Obligations

1. Each share entitles its owner to equal rights and obligations. Each shareholder will particularly enjoy the following rights:

- to receive his/her commensurate share of the dividends in the event a resolution is passed to distribute the same to its shareholders;
- to receive his/her commensurate proportion of the Company's assets upon liquidation;
- to attend shareholders' assemblies, participate in their deliberations, vote on their decisions;
- to dispose of shares and the priority of subscribing to the new shares issued by the Company, in accordance with the provisions of the Commercial Companies Law, and the resolutions regulating the rules, requirements, and procedures of take-overs and merger issued by the Central Bank of Bahrain;
- to review the Company's books and documents, monitor the work of the Board of Directors; and
- file a liability claim against members of the Board, and appeal, or even invalidate, the decisions of shareholders' assemblies, in accordance with the conditions and restrictions contained in the Articles of Association and without prejudice to the provisions of the Commercial Companies Law.

2- Each shareholder is only obligated to the amount of the value of each share, and the General Assembly or the Board of Directors may not impose any obligations on him in excess of the aforementioned amount.

3- Each shareholder has the right to receive a report, electronically, upon the end of the financial year containing the balance sheet, the profit and loss accounts, the Board of Directors' report and auditors report, as and when requested.

4- The shareholder has the right to review the Company's records and obtain copies or extracts of its data, subject to the terms and conditions specified in the Articles of Association, provided that their use does not harm the Company's interests, its financial position, or third parties.

5- Shareholders holding at least ten percent (10%) of the Company's capital shall be entitled to access the papers and documents associated with the contracts or transactions referred to in Article 18 (8) of the Articles of Association and to obtain copies or extracts thereof.

6- A shareholder may assign another shareholder or a third party to attend the meeting on his behalf, provided that the assignee is not the Chairman, a Board member, or a Company employee. This shall not impair the right of assignment to first-degree relatives under a special power of attorney in writing prepared by the Company for that purpose. Persons lacking capacity or under legal incapacity shall be represented by their legal representatives. The Company shall prepare special cards for the number of shares a shareholder holds and for the shares he represents on behalf of other shareholders. Proxies and the capacity of the delegation with the Company must be made before at least



T: +973 17224477



Government Ave.  
Manama, Bahrain



hello@amakin.bh

## Shareholders' Rights and Obligations

twenty-four (24) hours before the meeting. No member shall participate in voting, whether on his behalf or on behalf of those whom he represents, on issues in which he has a personal interest or where his interest is in conflict with that of the Company.

- 7- Shareholders reserve the right to appoint one director for every 10% of shareholding in the company.
- 8- Approve mergers and acquisitions, in line with the Articles of Association with respect to matters that require shareholders' approval.
- 9- Recommend to the shareholders the appointment, reappointment or replacement of the external auditor during the Annual General Assembly, following the recommendation of the Audit & Risk Committee.
- 10- Discuss governance and strategy.
- 11- Maintain continued contact with shareholders to solicit their views and understand their concerns, which must be communicated to the Board.
- 12- Should a transaction arise in which a Director has an interest, prior approval should be obtained from the Board or shareholders when necessary.

## General Assembly Meetings

1. The invitations to shareholders' ordinary and extraordinary general assembly meetings shall be clear and shall include an explanation of the items to be discussed at these meetings.
2. The Board shall encourage the greatest possible number of shareholders to attend general assembly meetings by choosing the appropriate place and time for holding such meetings.
3. Amakin shall give the shareholders the opportunity to vote without discrimination, keep them informed of all the rules governing the voting procedures and the information relating to the voting rights on a regular basis, and avoid any action that hinders the use of this right.
4. Prior to the general assembly meeting, shareholders will have adequate access to information on agenda items, particularly the Board's report, auditor's report, financial statements and corporate governance report, to enable them to make informed decisions thereof.
5. In meetings where directors are to be elected or removed, the board shall ensure that each person has been voted for separately, so that the shareholders can evaluate each person individually.
6. The shareholders shall have the right to discuss the issues on the agenda of the general assembly meeting, including corporate governance, and to ask questions thereon to the directors and external auditor. These questions shall be answered to the extent that they do not jeopardize the company's interest.
7. The minutes of the general assembly meeting shall be made available to shareholders.



T: +973 17224477



Government Ave.  
Manama, Bahrain



hello@amakin.bh