



**Agenda for the Ordinary Annual General Assembly for  
Mezzan Holding Company KSCP Shareholders'  
for the financial year ended on 31/12/2021**

1. Discuss and approve the Board of Directors' report for the fiscal year ending 31/12/2021.
2. Recite Corporate Governance Report, and Audit Committee Report for the fiscal year ending 31/12/2021 .
3. Discuss and approve the External Auditor's Report for the fiscal year ending 31/12/2021.
4. Discuss and approve the Company's consolidated financial statements for the fiscal year ending 31/12/2021.
5. Recite the Company report on any violations observed and/or penalties imposed on the Company by regulatory authorities (if any).
6. Discuss the Board of Directors' proposal concerning dividends distribution for the fiscal year ended on 31/12/2021 as per the following timetable to distribute:
  - a cash dividends for the fiscal year ended on 31/12/2021 of 16 % of nominal share value (Sixteen Fils per share) to the shareholders registered in the Company shareholders' register as of the end of the Record Date, specified 15 working days after the date of the Ordinary General Assembly Meeting.
  - b Treasury shares (2 %) from total Company shares to the shareholders of the Company pro rata to their percentage of ownership of the Company shares on the Record Date, specified 15 working days after the date of the Ordinary General Assembly Meeting.

The distribution of cash dividends and transfer of the treasury shares to the eligible shareholders of the Company shall commence five (5) working days from the end of the Record Date. (if needed)

The Board shall be authorized to amend the timetable of corporate action dates and take all necessary procedures in relation to distribution of dividend shares in case of any delays in completion of procedures 8 days prior to Record Date.

7. Discuss the recommendation of the Board regarding distribution of KD 50,000 (Kuwaiti Dinars Fifty Thousands) as remuneration to the Board members for the fiscal year ending 31 /12/2021.
8. Discuss Board proposal to suspend transfer 10% of the net profit of the financial year ended 31/12/2021 for to the Statutory Reserve as its amount reached 50% of the Company issued and paid up capital.
9. Discuss Board proposal to suspend transfer 10% from the net profit of the financial year ended 31/12/2021 to the Voluntary Reserve as its amount reached 50% of the Company issued and paid up capital.
10. Discuss and approve authorizing the Board of Directors to purchase or sell no more than 10% of the company's shares in accordance with terms and conditions stipulated by the law, resolutions, rules and regulations of the regulatory entities. Such authorization shall be valid for 18 months as of date.



11. Discuss Related Parties' transactions for the fiscal year ending 31/12/2021, and expected Related Parties' Transactions for the fiscal year ending 31/12/2022.
12. Discuss discharge the Board members and absolving them from liability for their actions for the fiscal year ending 31/12/2021.
13. Approving the appointment, or re-appointment, of the company's auditors for the fiscal year ending 31/12/2022 from the Capital Markets Authority-List of Registered Auditors, authorizing the Board to amend the fees thereof, in accordance with the mandatory rotation requirement specified by regulatory entities.
14. Election of New Board for the Company for the term of three years (2022-2024)

The Board would like to remind the shareholders and /or their representatives that in the event the legal quorum prescribed for such meeting is not attained, or the meeting cannot be held due to any force majeure event, a second meeting shall be held on Sunday, 22/05/2022 at the same place for review and approval of the same agenda of the first meeting. This invitation shall apply to the second meeting which shall be valid whichever the percentage of shareholders attended.

Mezzan Holding Company KSCP

Mohamed AlWazzan

Vice Chairman