



## INVESTMENTS

### **B Investments Holding S.A.E**

### **Invitation to Attend the Ordinary General Assembly Meeting**

#### **Important note**

We would like to draw your attention to the fact that, in the light of the current circumstances of the country, the Prime Ministerial Decrees No. 606 for the year 2020 and No. 852 for the year 2020 to temporarily suspend all events requiring any large gatherings of citizens, resulting in the difficulty to convene the company's General Assembly meeting using the traditional methods. In addition to the Circular No. 29 for the year 2020 issued by the Chamber of Tourism Establishments in Egypt on 22 March 2020 regarding the suspension of all events requiring any large gatherings of citizens, and the unavailability of all hotels and clubs to receive any gatherings or General Assembly meetings, and according to the statement issued by the Chairman of the Financial Regulatory Authority regarding the spread of the Covid-19 virus and prompting the companies to simultaneously convene their meetings in more than one location and based on the decision of the CEO of the General Authority for Investment and Free Zones No. 160 for the 2020, the company has decided to convene its General Assembly meeting using modern means of communication and electronic voting via the "E-Magles" platform.

Shareholders who wish to attend and vote in the Ordinary General Assembly meeting shall download and fill in the required data no later than 5 days prior to the date of convening the meeting;

**through the following hyperlink:**

<https://binv.emagles.com/>

**or through the following QR code:**



After verification of the data submitted, the company shall provide the shareholder with the login information via email and a mobile phone SMS. It is noteworthy to mention that only legal person shareholders will authorize their respective proxies to remotely attend and vote at the meetings, including the custodians, portfolio or fund managers.

In the event that any shareholder attends the meeting at the meeting venue, he/she will be subject to routine physical examination to make sure that their body temperature does not



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exceed 37 °C. Any shareholder whose body temperature exceeds 37 °C shall be denied access to the premises where the meeting is held or physically attending the meeting in order to safeguard the health of the participants.

In the event that any shareholder arrives at the meeting's venue, the shareholder shall follow the following instructions (I) present the certificate substantiating the freezing of his/her shares (II) vote on the General Assembly resolutions at the place designated for such purpose and (III) leave immediately after delivering the above-mentioned certificate and voting on the resolutions.



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### First Notice

#### Invitation to Attend the Ordinary General Assembly Meeting

#### B Investments Holding S.A.E

Cairo, 26 April 2020

**Attn: Shareholders of B Investments Holding (S.A.E), Financial Auditor, and Competent Administrative Authorities**

Greetings,

The Chairman of the Board of Directors of B Investments Holding S.A.E (the "Company"), incorporated with a registration number of 63264 and located at 24 Talaat Harb Street- Cinema Radio Building- Cairo Governorate, is pleased to invite you to attend the Ordinary General Assembly Meeting via remote communication and voting, on Wednesday May 20<sup>th</sup> 2020 at 2:00 p.m. at 24 Talaat Harb Street- Cinema Radio Building- Cairo Governorate, to discuss the following agenda:

- 1- Ratifying the Company's annual Board of Directors report for the financial year ending 31/12/2019;
- 2- Approving the auditor's report on the Company's financial statements for the financial year ending 31/12/2019, as well as the Company's corporate governance report for the financial year ending 31/12/2019;
- 3- Ratifying the Standalone and Consolidated financial statements for the financial year ending 31/12/2019;
- 4- Releasing and discharging the members of the Board of Directors for the financial year ending 31/12/2019;
- 5- Approving the dividend distribution of EGP 0.4 (forty piasters) per share, proposed by the Board of Directors for the financial year ending 31/12/2019 within one month from the date of the meeting;
- 6- Renewing the appointment of Mr. Sami Habib (Deloitte) as the external financial auditor of the Company for the financial year 2020 and determining the audit fees;
- 7- Permitting the Board of Directors to grant donations during 2020 as per the provisions of Article (101) of law no. 159 of 1981;
- 8- Determining the board allowance and travel expenses for board members and approving the annual fees for the expert board members.

We would like to draw your attention to the following:

1. Each shareholder has the right to attend the General Assembly Meeting in person or by proxy, provided that the proxy would not be one of the members of the Board of Directors. For the proxy to be valid, it should be in a written power of attorney. A



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- shareholder may not represent holdings of more than 10% of the aggregate share of the capital of the company and not more than 20% of those attending the meeting;
2. The shareholders who want to attend the Ordinary General Assembly Meeting shall provide proof that they had deposited their shares in one of the accredited banks or in the Company's head office at least three days prior to the meeting;
  3. Shareholders can have access to the detailed statements and documents referred to in Articles 219, 220 and 221 of the Executive Regulation of law 159 of 1981 at the head office of the Company during set working hours;
  4. Any inquiries related to subjects presented to the Ordinary General Assembly Meeting shall be addressed in writing to the management of the Company at the head office via email or by hand in return of a receipt at least three days prior to the ordinary assembly meeting. The discussion during the Ordinary General Assembly Meeting shall only be limited to the items of the agenda;
  5. Resolutions of the General Assembly Meeting shall be adopted by absolute majority of the number of votes assigned to the shares represented in the meeting;
  6. In case of lack of the validating quorum of the first General Assembly Meeting, which requires a minimum of 25% of the shareholders representing the capital of the Company, a second meeting shall be scheduled to Thursday, 21 May 2020 at the same time at the Company's head office. This meeting shall be deemed valid regardless of the number of shares represented therein;
  7. Attending the meeting shall only be confined to shareholders without any companions;
  8. The shareholders shall not be offered any in-cash or in-kind consideration for attending the meeting of the Assembly.

Best Regards,

Chairman of the Board of Directors

Mohamed Hazem Adel Barakat