



Gulf Hotels Group B.S.C.

Invitation to the Annual General Assembly Meeting of the Company's Shareholders.

The Board of Directors of Gulf Hotels Group cordially invites the shareholders to attend the Annual Ordinary General Assembly Meeting to be held on Monday 11th March 2019 at 12.00 Noon at Awal Ball Room 3 at the Gulf Hotel, Kingdom of Bahrain. In case the quorum is not reached in the first meeting, the second meeting will be held on Monday 18th March 2019, at the same venue and time to discuss the agenda listed below and to take appropriate decisions.

A. Agenda of AGM

1. Reading out the previous AGM minutes held on 13th Mar 2018 and approving it.
2. Discussing the Chairman's report about the group business for the year ended 31st December 2018 and approving it.
3. Listening to the external auditor's report on the Company's financial position for the financial year ending 31st December 2018.
4. Consider and approve the Company's financial statements for the year ended 31st December 2018.
5. Approving the Board of Director's recommendation on the appropriations according to the following.
 - I. Consider and approve the proposal of the Board of Directors regarding the distribution of cash dividends at 25 fils per share or 25% of the paid up capital equivalent to BD 5,648,465. Dividend distribution will commence on 18th March 2018.
 - II. Transferring BD 1,272,000 to Retained earnings.
6. Approve the Board of Directors remuneration of BD 205,000 for the year ending 31st December 2018 and that is subject to regulatory approval.
7. To discuss company's compliance with the Corporate Governance Guidelines and the Central Bank of Bahrain's requirements.
8. To notify and approve the transactions carried out during the financial year ended 31 December 2018 with any of the related parties as described in note # 24 of the financial statements in line with Article 189 of the Commercial Companies Law (If any).
9. Discharge the members of the Board of Directors from their liabilities for the financial year ending 31st December 2018.
10. Appointment/Reappointment of external auditors for the year 2019 and authorize the Board of Directors to determine their remuneration.
11. New matters that may arise as per Article 207 of the Commercial Companies' Law.

Farouk Yousuf Almoayyed
Chairman of the Board



Important note to shareholders:

- The financial statements for the year ended 31 December 2018 are available on the Bahrain Stock Exchange website
- You can obtain a copy of the power of attorney through www.gulfhotelsgroup.com.
- Any shareholder registered in the Company's register of shareholders on the date of the meeting shall have the right to attend in person or to give in writing any person to attend the meeting and to vote on his behalf, taking into consideration that this agent is not the chairman or members of the board of directors or employees of the company.
- In case the shareholder is a company, the agent attending the meeting must submit a letter of authorization from the shareholder who is entitled to be the principal of that shareholder. The authorization must be written and issued by the person authorized by the company and stamped with the company's stamp.
- The power of attorney must be deposited at least 24 hours prior to the date of the meeting at Bahrain Financial Harbor - Bahrain Clear - Gate No. 4 – P.O. Box 3203, Manama - Kingdom of Bahrain - Tel: 17261260 - Fax 17256362 or e-mail: csd.info@bahrainbourse.com with confirmation of receipt before the deadline. It is worth noting that the power of attorney issued after the deadline is not valid for meeting purposes.
- For any inquiries, please contact the Public Relations and Investor Relations Department at 17746466