



## Minutes of Meeting

### The Ordinary General Meeting for Delmon Poultry Company For the year ended 31/12/2024

The Ordinary General Assembly Meeting of Delmon Poultry Company for the fiscal year ending on 31/12/2024 was held at 10.45 a.m. on Wednesday March 26, 2025 at Awal Hall at the Gulf Hotel, and the company also obtained the approval of the Ministry of Industry and Commerce and the Central Bank of Bahrain on the text of the invitation and the following agenda items:

1. To read and approve the minutes of the previous AGM dated on, 26 Mar 2024.
2. Review and approval of the Board Directors' report for the year ended 31<sup>st</sup> Dec 2024.
3. Listen to external auditor's report regarding the Company's financial status 31<sup>st</sup> December 2024.
4. Review & approval of the audited financial statement for the year ended 31<sup>st</sup> December 2024.
5. Review and approval of the Board's recommendation of the following appropriations for the year 2024:
  - a) Distribution of cash dividends to shareholders of 14 % share nominal value, 14 fils per share of BD 428,335 for the financial year ended 31<sup>st</sup> December 2024, as below:

<b>AGM Date</b>	26 Mar 2025
<b>Cum – dividend date</b> (last day of trading with entitlement to dividends)	27 Apr 2025
<b>Ex- Dividend Date</b> (First day of trading without entitlement to dividends)	2 Apr 2025
<b>Record Date</b> (the day on which all shareholders whose names are on the share register will be entitled to dividends)	3 Apr 2025
<b>Payment Date</b> (the day on which the dividends will be paid to the entitled shareholders)	10 Apr 2025

b) Transfer to Retained Earnings BD 604,435.

6. Allocation of BD92,000 as Board of Directors' remuneration, subject to the approval of the Ministry of Industry and Commerce.
7. To discuss and approve the Board of Director's Corporate Governance report for the year ended 31<sup>st</sup> December 2024; and comply with the requirements of the Ministry of Industry & Commerce, and Central Bank of Bahrain.



8. To notify and approve the related party transaction carried out during the financial year ended 31 December 2024 as stated in note # 28 of the financial statement in line with Article 189 of the Commercial Companies Law.
9. Relieving the Board Directors of any liability regarding the decisions they have taken during the year ended 31<sup>st</sup> December 2024.
10. Appointment or reappointment of external auditors for 2025 and authorizing the Board of Directors to decide their fees.
11. Election of 7 members of the Board of Directors for the term 2025-2028 out of 10 members, the remaining 3 members will be appointed by major shareholders.
12. Any other Business in accordance with Article 207 of the CCL.

The Meeting was chaired by the Chairman of the Board of Directors Mr. Abdul Hussain Khalil Dawani, in the presence of the members of the Board of Directors:

1. Mr. Yusuf Saleh Al Saleh	5. Mr. Talal Al Mannai
2. Mr. Abdul Redha Mohamed Al Daylami	6. Mr. Esam Abdul Hameed Zainal
3. Mr. Fouad Ibrahim AL Mutawa	7. Mr. Abdulla Jasim AL Ahmad
4. Mr. Jaafar Mohamed Ali AL Dhaif	8. Mrs. Marwa Khalid AL Sabbagh
	9. Mr. Husain AL Shehab

The Chairman started the meeting by welcoming the attendees, shareholders and representative of the government agencies and companies, the following:

1. Mr. Ahmed Salman	representative of MOIC
2. Mr. Hussain Mohamed	representative of CBB
3. Mr. Mohamed Al Rahma	representative of Mumtalakat Holding Co.
4. Ms. Noora Al Mahmeed	representative of Bahrain Bourse
5. Ms. Elham Adel	representative of SIO
6. Ms. Nadeen Ajawi	representative of Bahrain Clear
7. Mr. Habib Jawad	representative of BDO
8. Mr. Samsung George	representative of BDO

The chairman announced the presence of the quorum and validity of holding the Ordinary General Meeting, where the total number of shares present in authenticity and agency reached 27,340,284 shares, equivalent to 89.36% of the company's total shares and announced the appointment of Mrs. Alya Al-Khayat as the meeting secretary, and the appointment of KFin Technologies as the registrar of shares in this meeting.

Before discussing the agenda items, the Chairman recalled the late Mr. Abdulrahman Jamsheer, the former Chairman of the Board, and his outstanding role in the company's journey over the past years. He prayed to the Almighty to grant him His vast mercy and to admit him into His



eternal paradise. After that, he proceeded to review the items listed on the meeting agenda as follows:

**1. To read and approve the minutes of the previous AGM dated on, 26 Mar 2024.**

The minute of the previous AGM meeting dated 26 March 2024 was approved by the AGM.

**2. Review and approval of the Board Directors' report for the year ended 31/12/2024.**

The Board of Directors report for the year ended 31/12/2024 has been reviewed and approved by the AGM.

**3. Listen to external auditor's report regarding the Company's financial status 31<sup>st</sup> December 2024.**

Mr. Habib Jawad the representative of BDO – the Company's External Auditors – read the auditor's report, where he confirmed that the financial statements present fairly, in all material respects, the financial position of the Company as at 31/12/2024 and its financial performance and cash flows for the year then ended, in accordance with International Financial Reporting Standards.

**4. Review & approval of the audited financial statement for the year ended 31st December 2024.**

The financial statements for the year ended 31/12/2024 have been reviewed and approved by the AGM.

**5. Review and approval of the Board's recommendation of the following appropriations for the year 2024:**

- Distribution of cash dividends to shareholders of 14 % share nominal value, 14 fils per share of BD428,335 for the financial year ended 31<sup>st</sup> December 2024,**
- Transfer to Retained Earnings BD 604,435.**

A cash dividend of 14% of the paid-up capital at 14 fils per share was approved by the AGM, and an amount of BD 604,435 was approved to be transferred to the retained earnings account.

**6. Allocation of BD92,000 as Board of Directors' remuneration, subject to the approval of the Ministry of Industry and Commerce.**

The AGM approved the distribution of remuneration to the members of the Board of Directors in total amount of BD 92,000 for the financial year ended 31 December 2024.

**7. To discuss and approve the Board of Director's Corporate Governance report for the year ended 31st December 2024; and comply with the requirements of the Ministry of Industry & Commerce, and Central Bank of Bahrain.**



The Corporate Governance Report for the year 2024 was approved and the company is following the requirements of the Ministry of Industry and Commerce and the Central Bank of Bahrain.

**8. To notify and approve the related party transaction carried out during the financial year ended 31 December 2024 as stated in note # 28 of the financial statement in line with Article 189 of the Commercial Companies Law.**

The company submitted to the shareholders the reporting of the related party transactions and approving the transactions that took place during the financial year ending 31 December 2024 with any of the related parties as set out in Note 28 of the Financial Statements in line with Article 189 of the Commercial Companies Law and approved it.

**9. Relieving the Board Directors of any liability regarding the decisions they have taken during the year ended 31/12/2024.**

The AGM has relieved the Board of Directors of any liability regarding the decision they have made during the year ended 31/12/2024.

**10. Appointment or reappointment of external auditors for 2025 and authorizing the Board of Directors to decide their fees.**

The AGM has approved reappointing the BDO as an external auditor for the year 2025 and authorizing the Board of Directors to decide their fees.

**11. Election of 7 members of the Board of Directors for the term 2025-2028 out of 10 members, the remaining 3 members will be appointed by major shareholders.**

The voting cards were distributed to the shareholders to vote on 7 seats in the membership of the Board of Directors of the company for the session 2025-2028 by ballot by secret cumulative voting, and after the formation of a committee to count the votes formed by representatives of the following bodies: Central Bank of Bahrain, Financial Auditor, Bahrain Bourse, stock collectors Kevin Technologies. The Chairman announced the results of the counting of votes:

Name	Number of Share	%
Mrs. Rana AL Mutawa	2,682,687	14.92%
Mr. Esam Zainal	2,643,224	14.70%
Mr. Basel Al Saleh	2,611,329	14.53%



Mr. Talal Al Mannai	2,334,947	12.99%
Sh. Rashed Khalifa Al Khalifa	2,295,416	12.77 %
Mr. Ali Shawqi Fakhroo	2,157,112	12.00%
Mr. Abdul Hameed Dawani	1,833,305	10.02%
Mr. Hisham Yusuf	905,581	5.04%
Mr. Jaafar Dhaif	508,900	2.83%
Mr. Jassim AL Musawi	5000	0.03%
Mr. Husain Al Shehab	2	0.00%
Mr. Fouad AL Mutawa	0	0.00 %
Mrs. Esmehan Bu Khuwa	0	0.00 %
Mr. Ahmed Naeemi	0	0.00 %
Mr. Osama AL Ghassra	0	0.00 %
Mr. Asaad Assad	0	0.00 %
Mr. Abbas Mohamed Al Rabeei	0	0.00 %
Mr. Ali Beshara	0	0.00 %
Mr. Husain Ahmed	0	0.00 %

According to the election results the names below are the board members for the next term:

Mrs. Rana AL Mutawa

Mr. Esam Zainal

Mr. Basel Al Saleh

Mr. Talal Al Mannai

Sh. Rashed Khalifa Al Khalifa

Mr. Ali Shawqi Fakhroo

Mr. Abdul Hameed Dawani

Also the chairman announced the below names are appointed by the major shareholders:

1. Mr. Abdulla Al Ahmed – Representative of Social Insurance Organization



2. Mr. Mohamed Ahmadi – Representative of Bahrain Food Holding Company
3. The representative of Trafco Group will be announced after their Board Elections

On this occasion, the Chairman of the Board of Directors congratulated all the winners of these elections, wishing everyone continued success and success.

## 12. Any other Business in accordance with Article 207 of the CCL.

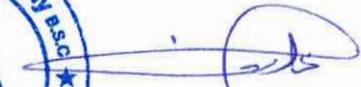
There are no topics under this item.

Chairman of the Board of Directors announced the end of the Ordinary General Assembly at 11.45 a.m.

  
Abdul Hussain Dawani

Chairman



  
Afya AL Khayat

Meeting Secretary