

---

**AGENDA**

---

Annual General Assembly Meeting  
APM TERMINALS BAHRAIN B.S.C. (the “Company”)

---

The Chairman of APM Terminals B.S.C is pleased to invite you to attend the Annual General Assembly Meeting:

Date : March 26, 2020  
Time : 11:00 AM  
Venue : The Auditorium, Bahrain Bourse  
4<sup>th</sup> Floor, Bahrain Financial Harbor  
Manama, Kingdom of Bahrain

1. Approve the minutes of the 13<sup>th</sup> Annual General Assembly Meeting held on 24 March 2019
2. To review and approve the Report of the Board of Directors on the activities of the Company for Financial Year ended 31 December 2019
3. To review and approve the external auditors report on the financial statements for the year ended 31 December 2019
4. To review and approve the audited financial statements for the year ended December 31, 2019.
5. To approve the recommendation of the Board of Directors to allocate the dividends for the financial year ended 31 December 2019 as follows:
  - i. Transfer of BD 7 thousand to legal reserve
  - ii. Cash dividend of 112.9 fils per share or 112.9% of the paid-up capital amounting to BD 10.161 million for the fiscal year ended 31/12/2019.

In this regard, below are the key dates to be taken note of:

Event	Date
Cum-Dividend Date <i>(Last day of trading with entitlement to dividends)</i>	29 March 2020
Ex-Dividend Date <i>(First day of trading without entitlement to dividends)</i>	30 March 2020
Record Date <i>(The Day on which all shareholders whose names are on the share register will be entitled to dividends)</i>	31 March 2020
Payment Date <i>(The Day on which the dividends will be paid to the entitled shareholders)</i>	14 April 2020

6. To approve remuneration of total amount of BD 81,500 to the members of the Board of Directors for the financial year ended 31/12/2019 subject to approval of the Ministry of Industry, Trade and Tourism.
7. To approve the remuneration policy of the members of the Board as recommended by the Nominating, Remuneration and Governance Committee.
8. To discuss the Corporate Governance Report for 31 December 2019 in compliance with the requirements of the Central Bank of Bahrain and the Ministry of Industry, Trade and Tourism.
9. To review and approve material related party transactions entered by the Company for the Financial Year ended 31 December 2019 as set out in Note 23 of the financial statements in line with Article 189 of the Commercial Companies Law.
10. To discharge the Board of Directors from their liability in respect of management of the Company for the year ended 31 December 2019.
11. Appointment/ reappointment of the external auditors for the financial year ending 31 December 2020 and authorizing the Board of Directors to determine their fees.
12. Any other business in accordance with Article 207 of the Commercial Companies Law.

David Skov  
Chairman, Board of Directors  
APM Terminals Bahrain B.S.C.

Date: 5 March 2020

Important note to shareholders:

- The financial statements for the year ended 31/12/2019 are available on the Bahrain Bourse website
- Proxy forms can be obtained from the website of the Share Registrar (Bahrain Clear) [www.bahrainbourse.com](http://www.bahrainbourse.com) or company's website <https://www.apmterminals.com/operations/africa-middle-east/bahrain> or from the office of Bahrain Clear Company – Bahrain Financial Harbor, 4th Floor. Phone: +973 17108833, email: [registry@bahrainclear.com](mailto:registry@bahrainclear.com)
- Shareholders whose names are registered in the share register of the Company 24 hours before the meeting are entitled to attend in person, or appoint a Proxy to attend the meeting and vote on behalf of such shareholder provided such Proxy is not a director or employee of the Company (unless the Proxy is a first degree relative of that shareholder)
- The proxy forms should be submitted 24 hours prior to the meeting to the Share Registrar (Bahrain Clear B.S.C(c)) at their office) – Bahrain Financial Harbor, 4th Floor. Phone: +973 17108833, email: [registry@bahrainclear.com](mailto:registry@bahrainclear.com)
- 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 PR and Investor Relations Department at the following number +973 17365512.