

# Invitation to attend the Annual General Assembly Meeting of Gulf Navigation Holding PJSC

The Board of Directors of Gulf Navigation Holding Company (PJSC) has the honor to invite the shareholders to attend the annual General Assembly meeting virtually on Thursday 29/04/2021 at 2 PM to consider the following agenda:

1. Review and approve the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended on 31/12/2020.
2. Review and approve the Auditor's Report for the fiscal year ended on 31/12/2020.
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2020.
4. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2020.
5. Discharge the auditors for the fiscal year ended on 31/12/2020.
6. Appoint auditors for year 2021 and determine their fees.
7. Approve the appointment of the representatives of the shareholders and determine their fees in accordance with the requirements of Clause (4) of Article no (40) of the Chairman of Authority's Boards of Directors' Decision No. (3/RM) of 2020 concerning approval of Public Joint Stock Companies Governance Guide.
8. Authorize the Board of Directors to examine the possibility of proceeding in the implementation of any investment opportunities that may be agreed upon between the company and Empire Navigation Inc. and endorsing the resolution of the BOD to form a joint committee for the purposes of examining all aspects (operational, financial, and legal) after obtaining the required approval from the regulating authorities.

**Special Resolution:** Voting on the continuity of the company in accordance with Article no. 302 of the Companies Law no. 2 for the year 2015.

## Notes:

1. Shareholders can register to attend and vote electronically on the resolutions of the general assembly through the link (<https://www.smartagm.ae/>). Registration will be opened at 2:00 pm on Wednesday 28/04/2021 and will be closed at 2:00pm on Thursday 29/04/2021.
2. General Assembly Meeting shall be held electronically at the date and time set in the shareholder's invitation. The board of directors, auditors, registrar, secretary of the meeting and the vote collector will participate electronically; and the shareholders will participate electronically without personal attendance.
3. Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors under a special written proxy. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who lack capacity or competency shall be represented by their legal representatives. Provided that the requirements set in clause 1 and 2 of Article No. (40) of the Chairman of the Authority's Board of Director's decision No. (3.RM) of 2020 regarding the approval of the governance guide of public companies.
4. A corporate person may delegate one of its representatives or those in charge of its management under a decision of its Board of Directors or its authorized deputy to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.
5. The shareholder representative must send the proxies and any supporting documents by e-mail to Abu Dhabi Commercial Bank (the organizer of the meeting) to the following e-mail [CapitalMarketsTeam@adcb.com](mailto:CapitalMarketsTeam@adcb.com) and must mention his/her mobile phone number so that the organizer can verify and send the user name and password by SMS to the representative to complete the registration.
6. Shareholders registered in the Shareholders Register on Wednesday, 28/04/2021 shall be entitled to vote in the General Assembly meeting.
7. The shareholders can access and review the financial statements of the Company on the website of the Dubai Financial Market.
8. The meeting of the General Assembly shall not be valid unless attended by shareholders who hold or represent by proxy at least (50%) of the Company's share capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on 06/05/2021 in the same manner and time. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.
9. Special Resolution: The decision issued by a majority vote of the shareholders who own at least three-quarters of the shared represented in the general assembly meeting of public joint-stock company
10. You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link:

<https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>