



شركة أسمنت الخليج
Gulf Cement Company P.S.C
شركة مساهمة عامة
Public Shareholding Company
سجل تجاري رقم 2202
Commercial Reg. No. 2202

Date: 14 March 2019

Ref: IR/334/2019

التاريخ : 14 مارس 2019

الإشارة : IR/334/2019

Mr. Saif Sayeh Al Mansouri
Head of Listed Companies Department
Abu Dhabi Securities Exchange

السيد / سيف صياح المنصوري
رئيس أول إدارة شؤون الشركات المدرجة
سوق أبوظبي للأوراق المالية

SUBJECT: Approval for Holding the AGM
of the Company

الموضوع : الموافقة على عقد اجتماع الجمعية
العمومية لشركة أسمنت الخليج

Greetings,

تحية طيبة وبعد ...

with reference to above mentioned subject, we would like to inform you that the Securities and Commodities Authority (SCA) has approved the Annual General Meeting date and agenda, and to publish the advertisements in this regard in accordance with the provisions of Federal Law No. (2) for the year 2015 on commercial companies, and the meeting will be held on Thursday 18th April 2019 at 1:00 PM at Waldorf Astoria Hotel, Ras AL Khaimah, and we will inform you the dates of publication later.

بالإشارة إلى الموضوع أعلاه ، يسرنا احاطتكم علماً بموافقة السادة/ هيئة الأوراق المالية والسلع على موعد وأجندة اجتماع الجمعية العمومية السنوية ، وعلى نشر الإعلان في هذا الشأن وفقاً لأحكام القانون الاتحادي رقم (2) لسنة 2015 بشأن الشركات التجارية ، والذي سيعقد يوم الخميس الموافق 18 أبريل 2019 وذلك في تمام الساعة الواحدة ظهراً بفندق والدورف أستوريا . رأس الخيمة ، كما سنوافيكم بمواعيد النشر لاحقاً.

Best Regards,

وتفضلوا بقبول وافر الإحترام ...



أحمد عبد الله علي الأعماش
العضو المنتدب
Ahmed Abdullah Ali Al Amash
Managing Director

نسخة إلى د. / عبيد سيف الزعابي المحترم
الرئيس التنفيذي (هيئة الأوراق المالية والسلع)

P.O. Box : 5295, Ras Al Khaimah
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Website : www.gulfcement.ae



ISO 9001 : 2008 & ISO 14001 : 2004 CERTIFIED
رأس المال المصرح به والمدفوع : 821,096,820 درهم الإمارات
Authorised and paid up capital : AED 821,096,820

ص.ب : 5295 - رأس الخيمة
الإمارات العربية المتحدة

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الموقع على الإنترنت : www.gulfcement.ae



Invitation to Attend the Annual General Assembly Meeting "42"

The Board of Directors of Gulf Cement Company (P.J.S.C) is pleased to invite the shareholders to attend the Annual General Meeting that will be held on Thursday 18th April 2019, at 1.00 pm at the Waldorf Astoria Hotel -Ras Al Khaimah to consider the following agenda items:

1. Review and approve the Board of Directors' Report on the company's activities and its financial position for the financial year ended 31st December 2018.
2. Review and approve the company's External Auditor Report for the financial year ended 31st December 2018.
3. Discuss and approve the Company's financial statement for the financial year ended 31st December 2018.
4. Consider and approve the proposal of the Board of Director's to distribute 5% as cash dividends of 41,054,841 AED at 5 fils per share.
5. Absolve the Board of Directors member from liability for the financial year ended 31st December 2018.
6. Absolve the External Auditor from liability for the financial year ended that ended 31st December 2018.
7. Appoint the company's independent auditors for the financial year 2019 and determine his fees.

Special Resolutions:

- Approve the proposal to provide voluntary contributions for the purposes of serving the society, subject that such contribution should not exceed 2% of the average net profits during the two prior financial years (2018 & 2017), and considering to the Federal Law No. 2 of 2015 concerning Commercial Companies and authorize the Board of Directors to determine the beneficiaries.

Notes:

- * Each shareholder that has the right to attend the General Assembly Meeting may delegate any person elected by such shareholder other than members of the Company's Board under a special written proxy. And the proxy of a number of shareholders shall not hold in this capacity over 5% of the capital of the company share. And shareholders who are minors or interdicted shall be represented by their legal representatives.
- * Legal person may delegate one of its representative or those in charge of its management, under a decision passed by its Board of Directors or in like to represent him at the General Assembly of the Company, and the delegate person shall have the authorities granted to him in the proxy.
- * Shareholders entitled to vote in the General Assembly Meeting are shareholders recorded in the shareholders register on Wednesday 17th April 2019.
- * Dividends shall be paid to Shareholders recorded in the shareholders register on Sunday 28th April 2019.
- * The Annual General Assembly Meeting will only be valid if attend by shareholders or their proxies who represent at least 50% of the company's share. If this quorum is not achieved at the first meeting, the second meeting will be held on Thursday 25th April 2019 at the same place and time as the above mentioned. (the second meeting will be considered valid if attend by one or more shareholders).
- * Shareholders can view the company's financial statements and the Corporate Governess report for 2018 through the company's website: <http://www.gulfcement.ae/investor-relations-ar/> , and the Abu Dhabi Securities Exchange (ADX) Website: www.adx.ae
- * Shareholders can download and browse the Investor Rights Guide issued by the Securities and Commodities Authority (SCA) through the following website: <https://www.sca.gov.ae/Arabic/Pages/Home.aspx>
- * Shareholders should update their contact details and addresses with Abu Dhabi Securities Exchange (ADX), where their shares are listed to ensure receiving their dividends appropriately as dividends distribution will be done through ADX.
- * Special Resolution is the resolution adopted by the majority representing three quarters of the shares represented at the General Assembly.
- * For more information, please contact the following:
 - UAE: Gulf Cement Company- Ras Al Khaimah, Tel.: +971 2 668222 – (377)
 - Kuwait: Rodl Middle East - Tel.: +965 22464577 / +965 22464573

Board of Directors