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المكتب الرئيسي المكتب الرئيسي
ص.ب: ٦٠٠ - الفجيرة
الإمارات العربية المتحدة
تليفون: ٠٩-٢٢٢٣١١١
فاكس: ٠٩-٢٢٢٧٧١٨
البريد الإلكتروني: hofci79@fciho.ae

Invitation to Attend the **SECOND** Annual General Assembly Meeting

Of Fujairah Cement Industries Company (P.J.S.C)

The Board of Directors of Fujairah Cement Industries Company (PJSC) has the honor to invite the shareholders of the company to the **SECOND** Annual General Assembly Meeting (due to the postponement of the First AGM), which will be held in-person (with an option of electronically) on Wednesday, 19/04/2023 at 11.00 A.M, at Head Office in Fujairah - Umm Al Quwain Bank Bldg, M-2 Floor, Office No-203, Hamad Bin Abdulla Road to consider the following agenda:-

1. Listen to and approve the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended 31/12/2022.
2. Listen to and approve the Auditor's Report for the fiscal year ended 31/12/2022.
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended 31/12/2022.
4. Discussing the non-distribution of dividends for the year 2022.
5. Approval of the Company's Board of Directors' decision to offset the losses by using the optional reserve.
6. Discharge the members of the Board of Directors for the fiscal year ended 31/12/2022.
7. Discharge the auditors for the fiscal year ended 31/12/2022.
8. Appoint the auditors for the year 2023 and AGM determine their fees.
9. Elect the members of the Board of Directors (2023:2025).

10.Special Decision:-

To consider and approve the amended Articles of Association pursuant to the provisions of Federal Decree law No (32) of 2021 concerning the commercial companies, after approval by the relevant Authorities.

Notes:-

1. As per the guidance of Securities & Commodities Authority, shareholders can vote on decisions through an electronic link (www.smartagm.ae) with the Registrar. Registration opens at 5:00PM on Tuesday 18/04/2023. until 10:30AM on Wednesday 19/04/2023.
2. For inquiries about the registration and voting procedures, please contact the company's investor relations throughout the day on the phone 0567105533 or 092223111 or e-mail hofci79@fciho.ae.
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 or employees of the company or Brokerage company, or their employees 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. (The requirements of sections 1 and 2 of Article 40 of the Chairman's Decision (3/R.M.) 2020 concerning Corporate Governance Guide. Shareholders can view our disclosure regarding approval of proxies rules on our website www.fujairahcement.com and on ADX web.
4. The shareholder signature on the power of attorney referred in clause No. (4) shall be the signature approved by any of the following entities: (A) Notary Public(B) Commercial chamber of the economic department in the state.(C) Bank or company licensed in the state, provided that the agent shall have account with any of them.(D) Any other entity licensed to perform attestation works. The company should take the necessary procedures to verify this.
5. 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 decisions.
6. Shareholders registered in the shareholder register on Tuesday 18/04/2023 shall be entitled to vote electronically.
7. The shareholders registered in the shareholders' register on Monday 01/05/2023 shall be entitled to receive dividends.
8. Shareholders can view the financial statements of the company, the integrated report and any documents related to the General Assembly through the website of the Abu Dhabi Securities Exchange (www.adx.ae) and the company's website (www.fujairahcement.com)
9. The meeting of the General Assembly shall not be valid unless it is registered electronically 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 --/--/-- in the same place and time. (The second meeting shall be held after a period of not less than five (5) days and not more than fifteen days (15) from the date of the first meeting). The postponed meeting shall be deemed valid irrespective of the number of the shareholders registered electronically.
10. Special Resolution: is a resolution passed by majority vote of the shareholders who hold at least 3/4 of the shares represented in the General Assembly meeting of a joint-stock company.
11. You can view the guide on investor rights in securities, which is available on the main pages of the SCA official website & FCI official website through the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>
<http://www.fujairahcement.com/>

Board of Directors.

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المصنع : ص.ب: ١١٤٧٧ - دبا الفجيرة
الإمارات العربية المتحدة
هاتف : ٠٩-٢٤٤٤٠١١
فاكس : ٠٩-٢٤٤٤٠١٦ , ٠٩-٢٤٤٤٠٦١
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