
AGENDA

13th 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 24, 2019
Time : 11:00 AM
Venue : The Auditorium
Bahrain Bourse
4th Floor, Bahrain Financial Harbor
Manama, Kingdom of Bahrain

1. To review and approve the minutes of the 12th Annual General Assembly Meeting held on June 11, 2018.
2. To review and approve the Report of the Board of Directors on the activities of the Company for Financial Year ended December 31, 2018.
3. To review and approve the external auditors report on the financial statements for the year ended December 31, 2018.
4. To review and approve the audited Statement of Accounts for the year ended December 31, 2018 and the report.
5. To approve the recommendation of the Board of Directors to allocate the dividends for the financial year ended December 31, 2018 as follows:
 - i. Transfer of BD 1,046 thousand to legal reserve.
 - ii. Cash dividend of 109 fils per share or 109% of the paid-up capital amounting to BD 9.8 million for the fiscal year ended 31/12/2018 after approval by the Central Bank of Bahrain. Cash dividends will be paid from Wednesday, 03/04/2019.
6. To Approve a proposal for the distribution of remuneration to the members of the Board of Directors for a total amount of BD 11 thousand for the fiscal year ended 31/12/2018, subject to the approval of the Ministry of Industry, Trade and Tourism.
7. approve the remuneration policy of the members of the Board as recommended by the Nominating, Remuneration and Governance Committee.

8. To discuss and approve the Corporate Governance for December 31, 2018 and comply 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 December 31, 2018 as set out in Note 21 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 December 31, 2018.
11. Appointment / reappointment of the external auditors for the financial year ending December 31, 2019 and authorizing the Board of Directors to determine their fees.
12. Any other business in accordance with Article 207 of the Commercial Companies Law.

Date: February 27, 2019

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

Important note to shareholders:

- The financial statements for the year ended 31/12/2018 are available on the Bahrain Stock Exchange website
- Proxy forms can be obtained from the website of the Share Registrar 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 Fax: +973 17228061, email: registry@bahrainbourse.com.bh
- 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@bahrainbourse.com.bh.
- 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 17365515.