

## **Invitation to attend the Annual General Assembly Meeting of Ras Al Khaimah Poultry and Feeding Co Public (JSC)**

The Board of Directors of Ras Al Khaimah Poultry and Feeding Co Public (JSC) has the honor to invite the shareholders to attend the annual general assembly meeting remotely or personal attendance at 10 Am (UAE Time) on Tuesday 25/04/2023 at (the company's main headquarters in the Digdaga area - Ras Al Khaimah) to consider the following agenda:-

### **Ordinary resolutions agenda items:**

1. Hearing and approving the report of the Board of Directors on the company's activity and its financial position for the financial year ended on 31 December 2022.
2. Hearing and approving the auditor's report for the financial year ended on 31 December 2022.
3. Discussing and approving the company's balance sheet and profit and loss account for the financial year ended on 31 December 2022.
4. Considering the proposal of the Board of Directors not to distribute dividends to the shareholders for the financial year ended on 31 December 2022.
5. Approval of a proposal regarding the payment of fees amounting upto AED 300,000 (three hundred thousand dirhams) to the Board of Directors collectively, for the year 2022.
6. To discharge the members of the Board of Directors from liability for the financial year ended on 31 December 2022 or dismiss them and file a liability claim against them, as the case may be.
7. To discharge the auditors from liability for the financial year ending on 31 December 2022 or dismiss them and file a liability claim against them, as the case may be.
8. To appoint the auditors for the financial year 2023 and determine their fees.
9. To approve the Board policy relating to the payment of fees/allowances to directors who are part of the committees constituted by the Board.

### **Special resolutions agenda items:**

1. To change the name of the Company from Ras Al Khaimah Poultry and Feeding Co Public JSC to RAPCO Investment Company Public JSC and amend the Articles of Association to implement the change in name.
2. To change the Company's Objects and amend the Articles of Association to implement the new objects.
3. To approve the amendment of the Articles of Association of the Company, subject to obtaining the approval of the Securities and Commodities Authority.
4. To delegate the Chairman of the Board of Directors of the Company, the power to sign the revised Articles of Association before the notary public and undertake any action necessary to implement the amendments and complete the notarization process before all the relevant authorities.
5. To approve the transfer of the Voluntary Reserve amounting to AED 19,547,271 (nineteen million five hundred forty seven thousand and two hundred seventy one dirhams) as on 31 December 2022, to the Retained Earnings for distribution to the shareholders in the future, subject to relevant approvals.

**Notes:**

1. Shareholders can attend the meeting and vote on decisions by visiting the electronic link [www.smartagm.ae](http://www.smartagm.ae) Registration for electronic voting opens as at 10 ten o'clock in the morning the day before the meeting, that is, on Monday, April 24, 2023, and registration is closed at 9 nine o'clock on the day of the meeting that is Tuesday 25 April 2023.
2. 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.
3. 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.
4. Shareholders registered in the Shareholders Register on Monday, 24/04/2023 shall be entitled to vote in the General Assembly meeting.
5. The Shareholders can view the company's financial statements, governance report and any documents related to the general assembly meeting through the website of the Abu Dhabi Securities Exchange ([www.adx.ae](http://www.adx.ae)) and the following website of the company ([www.rakpoultry.com](http://www.rakpoultry.com)).
6. 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 30/04/2023 in the same place and time. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.
7. Special Resolution items are those resolutions that are passed by a 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.
8. 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>



## **Clarifying disclosure regarding the approval of agencies**

According to Clauses 1 & 2 of Article 40 of the Corporate Governance Manual, we would like to inform the shareholders of the following:

1. Each shareholder who has the right to attend the general assembly may delegate someone from other than the Board members or the staff of the company, or securities brokerage company, or its employees, to attend on his behalf as per a written delegation stating expressly that the agent has the right to attend the general assembly and vote on its decision. A delegated person for a number of shareholders shall not have more than (5%) of the Company issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives.
2. The shareholder signature on the power of attorney referred in clause no. (1) shall be the signature approved by any of the following entities:
  - A. Notary Public.
  - B. Commercial chamber of 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.
3. The Proxy form shall include the name & contact number(s) of the shareholder and the brokerage firm who approved the proxy if available. This form / power of attorney / delegation / Proxy is a guiding form whereby the client has the power to issue the Proxy in accordance with the limits and powers he deems appropriate, all of this is with the obligation that the signature of the shareholder mentioned in the proxy be the signature approved by / with one of the above-mentioned authorities. and the power of attorney is to be sent to the e-mail: [registration@smartagm.ae](mailto:registration@smartagm.ae) For further inquiries or clarification please contact us at 0568280884 Mr. Ahmed Adel Ahmed Hassan investors relations manager or email us at [ahmed.adel@rakpoultry.com](mailto:ahmed.adel@rakpoultry.com)



### Power of Attorney

I / We .....  
The shareholder / shareholders in Ras Al Khaimah Poultry and Feeding Co Public J.S.C with Assigned Shares Number of ..... appointed by virtue of this proxy Mr. / Mrs.: ..... as an agent for me / us and I authorize / we authorize him / her to vote in my name / in our name and on behalf of me / of us in the General Assembly meeting scheduled to be held on Tuesday 25/04/2023 and any date to which the meeting is postponed.

Shareholder number:.....  
In writing on: .....  
Phone number:.....  
Signature:.....

The shareholder's signature in the power of attorney must be the signature approved by/at one of the following entities:

1. Notary Public.
2. Chamber of commerce or an economic department in the country.
3. Bank or Licensed company in the country, provided that the client has an account with either of them.
4. Any other party licensed to carry out authentication work.

### توكيل خاص

أنا/نحن.....  
المساهم/ المساهمين في شركة رأس الخيمة للدواجن والعلف ش.م.ع بعدد ..... سهم أعين / نعين بموجب هذا التوكيل السيد/..... وكيلاً عني/عنا و أفوضه / نفوضه بأن يصوت بإسمي / بإسمنا وبالنيابة عني / عنا في إجتماع الجمعية العمومية المقرر إنعقاده يوم الثلاثاء الموافق 2023/04/25 وأي تاريخ يؤجل إليه الإجتماع.

رقم المساهم:.....  
تحريراً في تاريخ:.....  
رقم الهاتف:.....  
التوقيع :.....

يتعين أن يكون توقيع المساهم الوارد في الوكالة هو التوقيع المعتمد من/ لدى أحد الجهات التالية:

1. الكاتب العدل.
2. غرفة تجارة أو دائرة اقتصادية بالدولة.
3. بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما.
4. أي جهة أخرى مرخص لها للقيام بأعمال التوثيق.

