

## INVITATION TO ATTEND GENERAL MEETING

### OF UNITED FOODS COMPANY (PJSC)

The Board of Directors of UNITED FOODS COMPANY (PJSC) is pleased to invite you to attend the **44** general assembly meeting to be convened at 11:00 (am) on Monday 25<sup>th</sup> March 2019 in Company's main office located at AlQuoz, Maydan street intersection of Sheik Zayed Road to transact the following business:

1. Review and approve the Directors' report on the Company's activities and its financial position for the year ended on 31/12/2018.
2. Review and approve the report of the Company's auditor for the year ended on 31/12/2018.
3. Discuss and approve the Company's Financial position and profit and loss statement for the year ended 31/12/2018.
4. Consider the proposals of the Company's board of directors regarding the distribution of 10% Cash dividends for the year ended 31/12/2018
5. Discharge the Directors or to dismiss the Directors and to file the liability claim against them, as the case may be; for the financial year ended on 31/12/2018.
6. Discharge the auditors or to dismiss the auditors and to file the liability claim against them, as the case may be; for the financial year ended on 31/12/2018.
7. Approval of remunerations of Company's board members.
8. Appoint the external auditors for the year 2019 and determine their fees.

#### **Special Resolution: -**

Review and approve the initial estimates of the transactions with related parties for the year 2019.

- ✓ Modern Bakery (LLC), a United Food Company clients worth an approximate sales of AED 125,000 per month of edible oil and Ghee, buy total amount of AED 1.5 million annually and represents a monthly average of 0.41% of the company's capital almost.
- ✓ Approve BOD proposal of related party transaction to purchase United Can Company LLC's labor Camp and authorize nominated member of BOD to negotiate and finalize the price based on accredited evaluation, Cap 5 million.

#### **Notes:**

1. A shareholder is entitled to authorize another person as proxy (other than members of the Company's Board of Directors) to attend the above mentioned general meeting provided that the proxy may not hold in such a capacity more than 5% of the Company's share capital.
2. Legal entity may delegate one of his representatives or managers authorized by his board of directors or his representative to represent the entity in the general assembly of the company. the delegated person shall have the powers prescribed by the delegation decision.
3. The owner of the shares registered on 24/03/2019 shall have the right to vote at the Company's general assembly, the owner of the shares registered on 04/04/2019 shall be the holder of the right to dividend for the year ended 31/12/2018.
4. In the absence of a quorum at the first meeting, the proxies issued to attend the first meeting will remain effective for any subsequent meetings unless the shareholder upon a notification sent to the company cancels it explicitly.
5. In the event that the required quorum for the meeting was not met, the second meeting shall be held on 4 April 2019 at the same time and place.
6. A copy of the company's corporate governance report and financial statements for the fiscal year ending 31 December 2018 will be available during the meeting or at Dubai Financial Market website.
7. Shareholders are required to update their contact details and addresses, with financial market in which the company's shares are listed, to ensure receipt of dividend, as dividend distribution will be through the financial market.

"The definition of the special resolution: the decision issued by a majority vote of shareholders who own at least seventy-five percent of the shares represented at the meeting of the General Assembly of the company."

Board of Directors