

To all shareholders of National Bank of Fujairah PJSC (“the Bank”) Notice to attend the Annual General Assembly Meeting (“AGAM”)

The Board of Directors of NBF is pleased to invite all shareholders to attend the Annual General Assembly Meeting (at 12:00 noon) of the Bank which will be held at Novotel Hotel, Fujairah, United Arab Emirates on Wednesday, 18 March 2020 to conduct the following business:

Annual General Assembly Agenda

1. To consider and approve the Chairman’s Report and Directors’ Report on the Bank’s activities and its financial position for the year ended 31 December 2019.
2. To consider and approve the Internal Shari’a Supervision Committee Report for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC for the year ended 31 December 2019.
3. To consider and approve the Independent Auditor’s Report for the year ended 31 December 2019.
4. To consider and approve the Balance Sheet and Profit and Loss Statement for the year ended 31 December 2019.
5. To consider and approve the suspension of deduction for the statutory reserve which amounted to 50% of the Bank’s share capital.
6. To consider and approve the recommendation of the Board of Directors to distribute profit by way of cash dividends of 10% (AED 185.0 million) of paid-up capital and 3.5% (AED 64.8 million) of paid-up capital by way of bonus shares.
7. To consider the proposal of the Board of Directors concerning the remuneration of the members of 0.9% of the net profit after deducting all the depreciations and reserves.
8. To discharge the board members of the Bank from liability for the year ended 31 December 2019.
9. To discharge the external auditors of the Bank from liability for the year ended 31 December 2019.
10. To appoint the external auditors of the Bank for the year ending 31 December 2020 and fix their remuneration.
11. To appoint the Internal Shari’a Supervision Committee members for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC upon recommendation by the Board of Directors and fix their remuneration.
12. To elect the Board of Directors for a term of three years.

Notes

- Any shareholder that has the right to attend the General Assembly Meeting may delegate any person elected by such shareholder, other than a member of the Board, under a special written proxy. A proxy of a number of shareholders shall not hold in this capacity over 5% of the capital of the Bank. Shareholders who are minors or interdicted shall be represented by their legal representatives. Such appointment shall be made in writing and shall be submitted to the Finance Department 3 business days before 12 March 2020 at the Head Office in Fujairah, United Arab Emirates.
- A corporate person may delegate one of its representatives or those in charge of its management under a decision passed by its Board of Directors or any similar entity to represent such corporate person in any General Assembly of the Bank. The delegated person shall have the powers as determined under the delegation decision.
- Shareholders entitled to vote in the General Assembly Meeting are shareholders recorded in the Shareholders’ Register on Tuesday, 17 March 2020.
- Dividends shall be paid to shareholders recorded in the Shareholders’ Register on Sunday, 29 March 2020.
- 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.
- Shareholders can view the Bank’s Financial Statements through the Abu Dhabi Securities Exchange (ADX) website (www.adx.ae) and the Bank’s website (www.nbf.ae). Also copies of the Annual Report for the year ended 31 December 2019 & proxy forms will be available for the shareholders at all the branches of the Bank.
- Shareholders can view the guide on investor rights in securities, which is available on the main page of SCA official website, on the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>. The same is available on nbf website on the following link: <https://nbf.ae/en/about-us/investor-relations/shareholder-services/contact-us>
- Quorum at a meeting of the General Assembly shall be present, if shareholders holding or representing by proxy at least 50% of the capital of the Bank are present at the meeting. In the event the quorum for the first meeting of the General Assembly is not met, the next meeting will be held at the same venue on 25 March 2020 at the same time and the second meeting will be valid in all cases.

For more information, please contact Finance Department:

Telephone: **09-2029210** Facsimile: **09-2029403**