



## **Disclosure of the date of the Ordinary General Assembly Meeting for and the agenda items**

Medicare Group discloses that the Ordinary General Assembly Meeting of the company will be held at 09:30 pm on the evening of Wednesday, 29<sup>th</sup> of March 2023 electronically using Zoom application platform. In case of non-quorum for the first meetings, the second (postponed) meeting to be held on Wednesday, 5<sup>th</sup> of April 2023 at the same time and with the same mechanism mentioned above (electronically).

### **○ The agenda of the Ordinary General Meeting:**

1. Hearing the Board of Director's Report on the Company's activities and its financial position over the fiscal year ended on 31<sup>st</sup> of December 2022 and discussing Future business plan of the company; and approving them.
2. Discussing the External Auditor's report on the Company's balance sheet and on the final accounts for the fiscal year ended on 31<sup>st</sup> of December 2022; and approving them.
3. Discussing the Company's balance sheet, profit and loss account for the fiscal year ended on 31<sup>st</sup> of December 2022; and approving them.
4. Endorsing Board of Directors' recommendation to distribute cash dividends of 26.25 % of the nominal value of the share (i.e QR 0.2625 per share).
5. Considering discharging the liability of the members of the board of Directors for the fiscal year ended on 31<sup>st</sup> of December 2022; and endorsing their remuneration.
6. Considering the Company's Governance Report for the year 2022; and approving it.
7. Presenting the tender for the appointment of the External Auditors for the fiscal year 2023, appoint them and fix their fees.
8. Approving the recommendation of the Board of Directors to top-up the withdrawn amount of the charitable fund allocated for the medical treatment of cases that are unable to bear the costs of the treatment. The said fund was previously approved by the company's Ordinary General Assembly in the amount of one million Qatari Riyals.

### **Notes:**

- This announcement is considered a legal invitation to all shareholders to attend the meeting without the need to send invitations by P.O. Box or any other way.
- Each shareholder has the right to attend the Ordinary General Assembly Meetings and shall have a number of votes that equals their number of shares.



- Minors and interdicted persons shall be represented on the meeting by their legal representatives.
- The shareholder who cannot attend the meeting may authorize/appoint another shareholder to attend the meeting on his behalf, provided that the proxy is a shareholder and that the proxy shall be a special proxy and in writing or by the Proxy Form issued by the company, which can be obtained from the company's website. A shareholder may not authorize a member of the Board of Directors to attend the meetings on his behalf.  
In all cases, the number of shares held by the proxy in this capacity shall not exceed (5%) of the company's capital, i.e. 14,072,050 shares (fourteen million and seventy two thousand and fifty shares).
- The legal quorum for the Ordinary General Assembly is the presence of a shareholders representing at least (50%) of the company's capital. In the event that the quorum not achieved in the first meeting, the second meeting will be held with the shareholders present, regardless of the number of shares represented in the meeting.
- The decisions of the Ordinary General Assembly is issued by the absolute majority of the shares represented in the meeting.
- Each shareholder has the right to actively participate in the Ordinary General Assembly and participate in its deliberations. He has also the right to discuss, raise questions and receive answers to the extent that does not harm the interest of the company.
- The eligibility to receive dividends recommended by the Board of Directors and approved by the General Assembly is for the owners of shares whose names are mention in Shareholders Register that received from Qatar Central Securities Depository at the close of trading on the day of the Ordinary General Assembly that approved the distribution of dividends.
- Shareholders can review the Annual Governance Report for the year 2022, which also includes information on the positions held by members of the Board of Directors and members of the senior executive management and the positions they occupy, by visiting the company's website [www.medicare.com.qa](http://www.medicare.com.qa)

**Clarifications about the procedures and mechanism of participation and voting in the meeting (virtually/electronically):**

- Registration process will start an hour before the meeting time, i.e. at 08:30 pm.
- Shareholders - or their representatives - intending to attend the meeting are kindly requested to send their information and documents mentioned below to the following email ([goraishs@ahlihospital.com](mailto:goraishs@ahlihospital.com)) before the day of the meeting so that they can be registered on the due course.



- For individuals: copy of the identity proof (valid ID card or passport), shareholder mobile number and NIN issued by Qatar Central Securities Depository.
  - For companies and legal persons: signed and stamped letter authorizing a representative to attend the meeting accompanied by supporting documents, NIN issued by Qatar Central Securities Depository Company, copy of the identity proof (valid ID card or passport) of the authorized representative to attend and his mobile number.
  - In the case of proxy, a copy of the power of attorney or Proxy Form signed by the shareholder who authorized the proxy must be attached and NIN number of the proxy must be mentioned.
- A Zoom application link to participate will be sent electronically via email or mobile number to those shareholders who have expressed their desire to attend the meeting and whose data, documents and information requested above have been received by the company. The shareholder is requested to register to attend the meeting after receiving the link.
- After verifying the identity and completing the registration process, another link will be sent to the shareholder, which will direct him/her to the virtual meeting room on Zoom application platform and participate in the meeting proceedings accordingly.
- Shareholders who attending the meeting virtually will be able to discuss the agenda item, raise their questions during the meeting to the Board of Directors or the external auditor by sending their questions or comments in the chat box, available within the Zoom application.
  - As for the voting on the items of the meeting, a shareholder who has an objection on an item must express his objection when voting on that item by pressing the "Raised Hand" button available on the Zoom application. In case that the shareholder dose not press "Raised Hand" button during voting on the item, this will be considered as an endorsement for the item being voted on.

For inquiries and more information, please contact the following numbers:  
44898453

Please see the full invitation in the Announcements section.