

Invitation for an Extraordinary General meeting and an Annual Ordinary General Meeting of the shareholders of the Al Suwadi Power Company SAOG

The Board of Directors of Al Suwadi Power Company SAOG (the "Company") have the pleasure to invite the respected shareholders to attend the Extraordinary General meeting ("EGM") and an Annual Ordinary General Meeting ("AGM") of the Company to be held on Thursday, 4 June 2020 at 5:00 p.m., through the electronic platform of the general meetings, which you can access through the Muscat Clearing and Depository website (www.mcd.gov.om).

However, in case the quorum of the meeting is not met on 4 June 2020, then a second meeting will be convened through the electronic platform on 11 June at 5:00 pm to consider and decide on the following Agenda:

First: The Agenda for the Extraordinary General Meeting:

- 1- To approve the amendments of the Articles of Association of the Company in view of the new Commercial Companies law no. (18/2019).

Second: The Agenda for the Annual Ordinary General Meeting:

1. To consider and approve the Board of Directors' report for the financial year ended 31 December 2019.
2. To consider and approve the Corporate Governance Report for the financial year ended 31 December 2019.
3. To consider the Auditors' Report and to approve the financial statements (balance sheet and income statement) for the financial year ended 31 December 2019.
4. To notify the General Meeting of the related party transactions during the financial year ended 31 December 2019.
5. To authorize the Board of Directors' to determine and distribute cash dividends to the Shareholders of the Company in June 2020 and December 2020 out of the retained earnings as per the audited financial statements for the financial year ended 31 December 2019, provided that the aggregate amount shall not exceed 8 Baizas per share.
6. To ratify the sitting fees paid to directors for the Board and the Sub-Committees meetings held during the financial year ended on 31 December 2019, and determine the proposed sitting fees payable to directors for the Board and the Sub-Committees meetings for the financial year ending 31 December 2020.
7. To consider and approve the distribution of the proposed remuneration for the Board members of a sum of RO 15,200 for the financial year ended 31 December 2019.
8. To notify the meeting with the donations made by the Company on account of corporate social responsibility during the financial year ended 31 December 2019.
9. To consider and approve the allocation of an amount of RO 35,000 during the financial year ending 31 December 2020 as corporate social responsibility initiative.
10. To notify the General Meeting of the contribution made and to be made to the efforts to combat the Corona Virus (COVID-19) pandemic in the amount of RO 20,000 out of the corporate social responsibility initiative.
11. Approval of the criteria for performance appraisal of the board of directors.
12. Appointment of an independent consultant for carrying out the appraisal for performance of the board of directors for the financial year ending 31 December 2020.
13. To approve the appointment of Statutory Auditors for the financial year ending 31 December 2020 and determine their remuneration.

According to the Articles of Association of the Company and the regulations for convening general meetings via electronic means by the authority, we would like to draw your attention to the following:

- (a) Only juristic persons shall have the right to appoint a proxy to attend the general meeting and vote on their behalf via electronic means, provided that the proxy person has an investor number in the MCDC.
- (b) Voting on any of the items presented on the agenda starts three days before the date of the general meeting until the voting process ends on the day of the meeting, and if the shareholder's share is increased or decreased, the voting process will be canceled, and he must re-vote again on the meeting day.

For further information, please contact Mr. Preetam Saraf on telephone no. (+968) 97783768.


Preetam Saraf
Company Secretary



AL SUWADI POWER COMPANY SAOG

P O Box 39, P C 103, Bareeq Al Shatti
Muscat Grand Mall, Flat No. 502
Building No. 5, Level 1 (South-East)
Street No. 35, Al Khuwair
Sultanate of Oman

شركة السوادي للطاقة ش.م.ع.ع

ص.ب ٣٩، الرمز البريدي ١٠٣، بريق الشاطئ
مسقط جراند مول، مكتب رقم ٥٠٢
مربع رقم ٥، الطابق الأول (جنوب-شرق)
شارع رقم ٣٥، الخوير
سلطنة عمان

Tel : +968 2439 3300

Fax : +968 2439 3366

www.alsuwadipower.com

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