



**HEISCO**

شركة الصناعات الهندسية الثقيلة وبناء السفن ش.م.ك (عامه)

Heavy Engineering Industries & Shipbuilding Co. K.S.C (Public)

Date: 30<sup>th</sup> Mar. 2023

التاريخ : 30 مارس 2023

Reference: CM/AR/043/2023

إشارة : CM/AR/043/2023

To: Bursa Kuwait

المحترمين

السادة / شركة بورصة الكويت

Greetings,

تحية طيبة وبعد،،،

**Subject: Disclosure of Material Information  
The Ordinary General Assembly Meeting**

**الموضوع: الإفصاح عن معلومات جوهرية  
موعد انعقاد إجتماع الجمعية العامة العادية**

Reference to the above subject, we would like to Inform You that The Ordinary General Assembly Meeting of Heavy Engineering Industries and Shipbuilding Co K.S.C.P (Ship) will be held on Monday 01/05/2023 at 12 pm, at Company's office located in the western Shuaiba Industrial Area, Block No.2, plot No.46 PACI No. (15547084).

بالإشارة إلى الموضوع أعلاه، نحيطكم علماً بأن موعد إجتماع الجمعية العامة العادية لشركة الصناعات الهندسية الثقيلة وبناء السفن ش.م.ك. عامة (سفن) تحدد في يوم الأثنين الموافق 2023/05/01 في تمام الساعة 12 ظهراً ذلك بمقر الشركة الكائن في منطقة الشعبية الصناعية الغربية - قطعة 2 - قسيمة 46 الرقم الآلي للعنوان (15547084) للنظر في الموضوعات المدرجة على جدول أعمال الإجتماع.

To discuss the Topics listed on the meeting agenda.

Yours Sincerely

وتفضلوا بقبول وافر التقدير والاحترام،،،



مرزوق ناصر الخرافي

رئيس مجلس الإدارة

**Marzouk Naser Al-Kharafi  
Chairman**

Attachments:

المرفقات:

- Application form for the Announcement of General Assembly Meeting.
- The Ordinary General Assembly Meeting's Agenda for the financial year ended 31/12/2022.
- notification letter from MOCI.

- نموذج الإعلان عن إجتماع الجمعية العامة العادية
- جدول أعمال إجتماع الجمعية العامة العادية للسنة المالية المنتهية في 2022/12/31.
- إخطار بالإحاطة من وزارة التجارة والصناعة.

Copy to: CMA

- نسخة إلى : هيئة أسواق المال



Tel : + 965 24624000 Fax : + 965 24830291 P.O.Box : 21998, Safat 13080, Kuwait

Email : heisco@heisco.com Commercial Reg. No : 20735

Issued and Paid-Up Capital : KD 18,024,151.700

Authorized Capital : KD 22,000,000

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شركة الصناعات الهندسية الثقيلة وبناء السفن ش.م.ك (عامّة)

Heavy Engineering Industries & Shipbuilding Co. K.S.C (Public)



**General Assembly Meeting Announcement Form**

<b>Date</b>	30 <sup>th</sup> Mar. 2023
<b>Name of the listed company</b>	Heavy Engineering Industries & Shipbuilding Co. K.S.C. (Public)
<b>Type of Assembly</b>	Ordinary
<b>Date of general assembly</b>	1 <sup>st</sup> May 2023
<b>Final date for purchasing the company's shares to be registered in the registry of the right to attend the general assembly*</b>	10 <sup>th</sup> April 2023
<b>CUM date</b>	10 <sup>th</sup> April 2023
<b>Date of right to attend the General Assembly**</b>	13 <sup>th</sup> April 2023
<b>Agenda Topics</b>	Kindly refer to the attached.
<b>Methods of participating in the assembly</b>	<input checked="" type="checkbox"/> Physical <input checked="" type="checkbox"/> Electronic
<b>Place of holding the general assembly</b>	Western Shuaiba (Industrial Area) – Block 2 – Plot No. 46 – PASI ID: 15547084
<b>Postponed date of the meeting in case of non-quorum</b>	8 <sup>th</sup> May 2023

\* Third business day before the date of the right to attend the general assembly according to the current settlement cycle.

\*\* Every shareholder registered in the company's registries on this day has the right to attend the general assembly, even if the share was sold before the date of the general assembly.



زهدى



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شركة الصناعات الهندسية الثقيلة وبناء السفن ش.م.ك (عامّة)

Heavy Engineering Industries & Shipbuilding Co. K.S.C (Public)



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Ordinary General Assembly Meeting Agenda

- 1- Discussion of the Board of Directors' report on the company's activity and financial position for the fiscal year ending on 31/12/2022 and approval thereof.
- 2- Discussion of the external auditor's report, Mr. Badr Abdullah Al-Wazan of Deloitte & Touche (Al-Wazan and Partners), on the financial statements for the fiscal year ending on 31/12/2022 and approval thereof.
- 3- Discussion of the financial statements for the fiscal year ending on 31/12/2022 and approval thereof.
- 4- Presentation of the governance report and the audit committee report for the fiscal year ending on 31/12/2022.
- 5- Review of any violations detected by regulatory authorities and imposed penalties on the company for the fiscal year ending on 31/12/2022 (if any).
- 6- Review of the transactions that took place in 2022 or will take place in 2023 with related parties.
- 7- Approval of deduction for the optional (general) reserve in the amount of 604,953 Kuwaiti dinars for the fiscal year ending on 31/12/2022.
- 8- Discussion of the recommendation of the Board of Directors to distribute cash dividends of 20% of the issued and fully paid capital (at a rate of 20 fils per share) totaling KD 3,604,830/340 (Kuwaiti dinars three million, six hundred and four thousand, eight hundred and thirty-four dinars and 340 fils) for the fiscal year ending on 31/12/2022. These cash dividends are entitled to shareholders registered in the company's records at the end of the determined eligibility date, which is 11/06/2023. They will be distributed to shareholders on 14/06/2023. The Board of Directors is authorized to amend the timeline to implement the General Assembly's decision to distribute dividends in case the procedures are not completed by eight working days before the eligibility date.
- 9- Discussion of the recommendation of the Board of Directors to distribute a bonus to the members of the Board of Directors for the fiscal year ending on 31/12/2022, as referred to in the final statements, amounting to 85,000/- Kuwaiti dinars (Eighty-five thousand Kuwaiti dinars), including the fees of the Board members for the work of the committees emanating from the Board of Directors, in accordance with corporate governance rules.
- 10- Discussion of authorizing the Board of Directors to manage part or all the company's projects and its subsidiaries as it deems appropriate.
- 11- Discussion of authorizing the Board of Directors to provide guarantees for the company's projects and its subsidiaries only.



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- 12- Approval by the Board of Directors to issue bonds in Kuwaiti dinars or any other currency that it deems appropriate, not exceeding the maximum limit permitted by law or its foreign currency equivalent, with the Board of Directors authorized to determine the type, duration, nominal value, interest rate, maturity date, and all other terms and conditions of the bonds after obtaining the approval of the relevant regulatory authorities.
- 13- Authorizing the Board of Directors to purchase or sell company shares (treasury shares) not exceeding 10% of its shares in accordance with the provisions of Law No. (7 of 2010) and its implementing regulations.
- 14- Discussion of the discharge of the honorable members of the Board of Directors and the exoneration of their liability regarding their legal, financial, and administrative actions for the fiscal year ended on 31 /12/ 2022.
- 15- Approval to appoint/reappoint the auditor from the approved list of auditors by the Capital Market Authority, taking into consideration the mandatory rotation period for company auditors for the fiscal year ending on 31 /12/ 2023, and authorizing the Board of Directors to determine their fees.



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## الاحاطة بالاطار

السادة / شركة الصناعات الهندسية الثقيله وبناء السفن ش.م.ك

تحية طيبة و بعد

بالإشارة إلى إخطار جمعية عمومية عادية المقدم ، نفيديكم علما بأنه قد تمت الاحاطة بالموعد  
في / 2023/05/01

و تفضلو بقبول خالص التحية



مستند الكتروني لايحتاج الى ختم أو توقيع