

Commercial International Bank (Egypt) S.A.E.

Authorized Capital: EGP 20 Billion

Issued and Paid-in Capital: EGP 9,081,734,430

Head Office: Nile Tower Building

21/23 Charles de Gaulle St., Giza,

C.R. 69826 Giza

Invitation to the Ordinary General Assembly

The Bank's Board of Directors cordially invites the shareholders to attend the **Ordinary General Assembly** to be held **Thursday, 12 March, 2015 at 02:30 P.M.** at **Ramses Hilton, 1115 Cornish El Nile, Cairo, Ramses Ballroom, Ground floor** – to deliberate the following Agenda:

- (1) Reviewing the Board of Directors' Report for the financial year ending 31/12/2014.
- (2) Reviewing the Auditors' Report on the financial statements for the year ending 31/12/2014.
- (3) Approving the Financial Statements for the year ending 31/12/2014.
- (4) Approving 2014 Appropriation Account and delegating the Board of Directors to approve the guidelines for the profit share distribution to CIB's staff.
- (5) Releasing Members of the Board of Directors for the financial year ending 31/12/2014 and determining their remuneration for the year 2015.
- (6) Appointing the External Auditors for the financial year ending 31/12/2015 and determining their fees.
- (7) Advising shareholders of 2014 donations and authorizing the Board of Directors to effect donations during 2015 for amounts exceeding EGP 1000.-.
- (8) Advising shareholders of the annual remuneration of the Board Committees for the year 2015 as approved by the Board of Directors according to the recommendation of the Governance and Compensation Committee.
- (9) Advising shareholders of the changes in the Board's Composition since the last assembly meeting.
- (10) Consider and approve transferring portion of the General Reserve into stocks to increase the Issued Capital from EGP 9,176,482,370 to EGP 11,470,602,970 and distribute the resulting increase in stocks to shareholders as stock dividends (one stock for every four stocks outstanding) after obtaining all necessary approvals and delegate the Chairman & Managing Director or whoever he delegates to fulfill all necessary procedures in relation to executing said increase. Worth noting that



Head Office

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the Bank is currently finalizing the increase of its issued capital, as approved by the Board, from EGP 9,081,734,430 to EGP 9,176,482,370 to fulfill the requirements of the Employees' Stock Ownership Plan.

We wish to kindly highlight the following:

GENERAL NOTES:

- First:** Each shareholder is entitled to attend the General Assembly meeting in person or by a written proxy delegating another shareholder, other than members of CIB's Board, to attend and vote on his/her behalf. In such capacity and except for juristic individuals, no proxy may represent more than 10% of the Bank's stocks and not to exceed 20% of the stocks represented in the meeting.
- Second:** For attendance purposes, each shareholder is requested to present, on the day of the assembly, a statement proofing the number of owned stocks accompanied by a certificate from an authorized bookkeeper confirming blocking of these stocks for a minimum of three days prior the meeting date.
- Third:** For the perusal of all shareholders, detailed financial statements and relevant documents – as stipulated in articles 219, 220, and 221 of the Executive Regulations of Law No. 159/1981 - will be available at the Bank's Finance Department, Head Office, during the Bank's official working hours.
- Fourth:** Any inquiry concerning the items included in the General Assembly Agenda should be addressed in writing to the Bank's Finance Department, Head Office, via registered mail or hand delivered against a receipt, no later than three days prior the Assembly date. Only items pertaining to the stated agenda shall be discussed during the meeting.
- Fifth:** If the legal quorum of the Ordinary General Assembly is not attained, a second meeting shall take place on **Thursday, 26 March 2015 at 2:30 pm at the same venue**. The second meeting shall be considered valid regardless of the number of stocks represented therein.
- Sixth:** The resolutions of the Ordinary General Assembly shall be issued by the absolute majority of the shareholders' votes represented in the meeting.
- Seventh:** Meeting attendance is restricted to the Bank's shareholders, i.e. no escorts are allowed.

For registration purposes, you are kindly requested to be present one hour prior the Assembly commencement time.

With the compliments of the Commercial International Bank (Egypt).


Amin Hisham Ezz Al-Arab
Chairman & Managing Director