

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

Authorized Capital: EGP 20 Billion
Issued and Paid-in Capital: EGP 14,585,408,000
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 **Sunday, 10 March, 2019 at 02:30pm** at the Bank's premises in the Financial District, Smart Village (Km 29 Cairo-Alex. Desert Road) to deliberate the following Agenda:

- (1) Board of Directors' Report for the financial year ended 31/12/2018, and Corporate Governance Report for the listed companies at the Egyptian Exchange.
- (2) Auditors' Report on the financial statements for the year ended 31/12/2018.
- (3) Approve the financial statements for the year ended 31/12/2018.
- (4) Approve increasing the Issued Capital from EGP 14,585,408,000 to EGP 14,690,821,300 and amending Articles "Six" and "Seven" of the Bank's Statute to reflect such increase to fulfill the ESOP "Promise to Sell Program" (Year 10) in accordance to the resolutions of the Extraordinary General Assembly in its meeting of 13 April 2011 and 21 March 2016. Also, approve to delegate the Board of Directors to undertake all related procedures to effect Issued Capital increases pertaining to ESOP for the coming three years.
- (5) Approve the Appropriation Account for the year 2018 and delegate the Board to set and approve the guidelines for the staff profit share distribution.
- (6) Release Members of the Board of Directors for the financial year ended 31/12/2018 and determine their remuneration for the year 2019.
- (7) Appoint the External Auditors for the financial year ending 31/12/2019 and determine their fees.
- (8) Advise shareholders regarding 2018 donations and authorize the Board of Directors to effect donations during 2019.
- (9) Advise shareholders of the annual remuneration of the Board Committees for the year 2019 as approved by the Board of Directors according to the recommendation of the Compensation Committee.
- (10) Dealings with Related Parties.



Please note the following:

- First:** Each shareholder is entitled to attend the General Assembly meeting in person or by a proxy to another shareholder, other than CIB's Board Members, in the form of a written power of attorney. Except for juristic individuals, any shareholder is not entitled to represent in the form of proxies more than 10% of the total Bank shares and 20% of the shares represented at the Meeting.
- Second:** For attendance purposes, each shareholder is requested to present a certificate accompanied by statement of shares issued by an authorized bookkeeper confirming blocking of shares at least three days prior the meeting date.
- Third:** Detailed statements and 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 Financial Controls Department, Head Office, during the Bank's official working hours for the perusal of all shareholders.
- Fourth:** Any inquiry concerning the items listed in the General Assembly Agenda should be addressed in writing to the Bank's Financial Controls Department, Head Office, via registered mail or hand delivered against a receipt, at least three days prior the Assembly date. Only items pertaining to the stated agenda shall be discussed during the meetings.
- Fifth:** If the legal quorum of the Ordinary General Assembly is not attained, a second meeting will take place **Wednesday, 20 March 2019 at 2:30 pm at the same venue.** The second meeting of the Ordinary General Assembly 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 to the Assembly commencement. We are pleased to provide bus transportation from and to the assembly venue. Buses will leave H.O. premises at 12:00 noon.

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



Amin Hisham Ezz Al-Arab
Chairman & Managing Director