KHALEEJI COMMERCIAL BANK | المصرف الخليجي التجاري

14th March 2018

Shareholders
Bahrain Bourse
Dubai Financial Market

Ordinary General Meeting & Extraordinary General Meeting for the Financial Year Ended 31st December 2017

The Ordinary and Extraordinary General Meeting of Khaleeji Commercial Bank was held on Tuesday 13th March 2018, at Bahrain Bourse Headquarters with a quorum of 78.86%. All the items on the agenda were approved except for items 11 & 12 which were removed from the agenda prior to the commencement of the meeting.

Yours Sincerely,

Mohamed Al Tamimi
Head of Compliance & MLRO

Ordinary General Meeting & Extra-Ordinary General Meeting

KHALEEJI COMMERCIAL BANK | المصرف الخليجي التجاري

The Board of Directors of Khaleeji Commercial Bank BSC, is pleased to invite the shareholders to attend its General Assembly Meeting and Extra-Ordinary General Meeting to be held respectively on **Tuesday 13 March 2018** at **10:00a.m.** at Business Center, Bahrain Bourse, to consider the following agenda:

Ordinary General Meeting Agenda:

1) To read and approve the Minute of the Previous Ordinary Assembly held on 14th March 2017.
2) To discuss and approve the Board of Directors' Report on the bank's business activities for Year ended 31st December 2017.
3) To read the Shari'a Supervisory Board's Report on the Bank's transactions for the year ended 31st December 2017.
4) To read and approve the External Auditors' Report for the Accounts of the Financial Year ended 31st December 2017.
5) To discuss and approve the Financial Statements for the Year ended 31st December 2017.
6) Approving the recommendation of the Board of Directors to allocate the net profit for the year ended 31 December 2017 as follows:
    a. A deduction of BD 196,862, or 10% of the net profit for the statutory reserve, pursuant to Article 224 of the Bahrain Commercial Companies Law and the Bank's Articles of Association.
    b. Transfer of BD 1,330,201 to the retained earnings.
7) To discuss and approve the corporate governance report for the year ended 31 December 2017 and the Bank's compliance with the CBB requirements.
8) To release the Board of Directors from liability in respect of their management of the Bank for the year ended 31st December 2017.
9) To appoint/re-appoint of the External Auditors to audit Accounts for the Financial Year 2018 and delegate the Board of Directors to specify their remuneration, subject to the CBB approval.
10) To appoint/re-appoint of the Shari'a Supervisory Board for the upcoming three years.
11) Approve the increase in the current Board of Directors from 10 to 11 members.
12) Approve the appointment of a fifth member of GFH Financial Group, the owner of KHCB Asset Company, a shareholder of 55.4% of the Bank's capital, for the reaming period of the current Board, after obtaining the approval of the CBB.
13) Any matter arising in accordance with Article 207 of the Commercial Companies Law.

Extra-Ordinary General Meeting Agenda

1) To read & approve the Minutes of the Previous Extra-Ordinary Assembly held on 14th March 2017.
2) Approve the amendment of the Articles of Association of the Bank to comply with the requirements of Law No. (1) of 2018 amending certain provisions of the Bahrain Commercial Companies Law promulgated by Legislative Decree No. (21) of 2001, after obtaining the official approvals.
3) Approve the authorization of the Chief Executive Officer of the Bank or the person authorized to carry out the necessary procedures and requirements for the implementation of the foregoing provisions, including the amendment of the Articles of Association and the Articles of Association.

Dr. Ahmed Khalil AlMutawa

Chairman

Important Notice to shareholders:

1) Financial statements for the year ended 31st December 2017 & Proxy Forms are available on Khaleeji Commercial Bank's website at www.khcbonline.com

2) Each shareholder whose name is recorded in the company's shareholders register on the date of the meeting may attend in person or appoint another in writing to attend & vote on his/her behalf, noting that such person shall not be a board member or an employee of the bank in accordance of the provisions of Article 203 of the Bahrain Commercial Companies Law promulgated by Legislative Decree No. (21) of 2001

3) If the shareholder is a company, the representative who will attend the meeting shall present the authorization letter issued by the authorized person in writing & stamped by the company's seal. The authorization letter must be submitted prior to the deadline of depositing proxies

4) Proxy Forms must be deposited 24 hours prior to the fixed time of the meeting to Khaleeji Commercial Bank, Harbour Tower East, Bahrain Financial Harbour, 24th Floor, Telephone: 17 505050, P.O. BOX 60002. Proxies can also be deposited to Karvy Computershare W.L.L., Al Zamil Tower, Government Avenue, Office No. 74, 7th Floor, P.O. BOX 514, Telephone: 17 215808, Fax: 17 202055, Email: Bahrain.helpdesk@karvy.com

5) If the required legal quorum is not available to convene the above Ordinary & Extraordinary Assembly Meeting, a second meeting will be held on Tuesday, 20th March 2018. If the quorum is not available to convene the second meeting, a third meeting will be held on Tuesday, 27th March 2018 with the same agenda items at the same place & time.