KHALEEJI COMMERCIAL BANK | المصرف الخليجي التجاري

13th March 2019

Shareholders
Bahrain Bourse
Dubai Financial Market

Ordinary General Meeting for the Financial Year Ended 31st December 2018

The Ordinary General Meeting of Khaleeji Commercial Bank was held on Wednesday 13th March 2019 at 10 a.m. (Bahrain Time) at Bahrain Bourse Headquarters with a quorum of 78%. All the items on the agenda were approved.

Yours Sincerely,

Mohamed Al Tamimi
Head of Compliance & MLRO

Enclosed: AGM Agenda

Invetation to the 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 to be held on **Wednesday 13th March 2019** at **10:00a.m.** at Business Center, Bahrain Bourse, to consider the following agenda:

1) To read and approve the Minutes of the Previous Ordinary Assembly Meeting held on 13th March 2018.
2) To discuss and approve the Board of Directors' Report on the bank's business activities for Year ended 31st December 2018.
3) To read the Shari'a Supervisory Board's Report on the Bank's transactions for the year ended 31st December 2018.
4) To read and approve the External Auditors' Report for the Accounts of the Financial Year ended 31st December 2018.
5) To discuss and approve the Financial Statements for the Year ended 31st December 2018.
6) Approving the recommendation of the Board of Directors to allocate the net profit for the year ended 31st December 2018 as follows:
    a. A deduction of BD 65,876, 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 405,576 to the retained earnings.
7) To discuss and approve the Corporate Governance report for the year ended 31st December 2018 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 2018.
9) To appoint/re-appoint of the External Auditors to audit Accounts for the Financial Year 2019 and delegate the Board of Directors to specify their remuneration, subject to the CBB approval.
10) Ratify the appointment of Mr. Reyadh Eid Al Yaqoob as an independent member of the Board of Directors pursuant to Article 179 of the Bahrain Commercial Companies Law. He shall complete the unexpired term of his predecessor, which extends until the end of the remaining period of the current session of the Board.
11) To authorize, ratify and approve the operations and transactions carried out during the year ended 31st December 2018 with any related parties or major shareholders of the Bank as presented in the notes No. (26) of the consolidated audited financial statements, pursuant to Article 189 of the Bahrain Commercial Companies Law.
12) Any matter arising in accordance with Article 207 of the Bahrain Commercial Companies Law.

Jassim Mohamed Alseddiqi
Chairman

Important Notice to shareholders:

1) Financial statements for the year ended 31st December 2018 & Proxy Form 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 215080, Fax: 17 212055, Email: Bahrain.helpdesk@karvy.com
5) If the required legal quorum is not available to convene the above Ordinary Assembly Meeting, a second meeting will be held on 20th March 2019. If the quorum is not available to convene the second meeting, a third meeting will be held on 27th March 2019 with the same agenda items at the same place & time.