

Ordinary General Assembly agenda:

- 1) Presenting and ratifying the board of directors' report for the fiscal year ending 31/12/2016.
- 2) Presenting and ratifying the Company auditors' report for the fiscal year ending 31/12/2016.
- 3) Discussing and ratifying the financial statements for the fiscal year ending 31/12/2016.
- 4) Presenting and ratifying the governance report for the fiscal year ending 31/12/2016.
- 5) Presenting and ratifying the audit committee report for the fiscal year ending 31/12/2016.
- 6) Reciting the penalties (financial and non financial) list imposed on the Company by the regulatory authorities for the fiscal year ending 31/12/2016.
- 7) Approving the Board of Directors' recommendation of the distribution of dividends of 6% (6 fils per share) to the shareholders registered in the Company records as of the date of convening the General Assembly.
- 8) Approving the remuneration of the Board of Directors of KD 84,000 for the fiscal year ending 31/12/2016.
- 9) Authorizing the Board of Directors to purchase or sell up to 10% of the Company's shares in accordance with the articles of Law 7/2010 and its executive bylaw and amendments thereof.
- 10) Approving for the Board of Directors to issue bonds not exceeding the maximum limit permitted by the law either in Kuwaiti Dinars or in any other foreign currency and authorizing the Board of Directors to determine the type of such bonds, their duration, face value, interest rate, maturity date, and all their terms and conditions after obtaining the approvals of the concerned regulatory authorities.

- 11) Approving the transfer of 10% of the net profit to the statutory reserve account.
- 12) Approving the transfer 10% of the net profit to the voluntary (optional) reserve account.
- 13) Releasing the members of the Board and absolving them from legal liability for the fiscal year ending 31/12/2016.
- 14) Electing the Board of Directors for the next three years (2017-2019)
- 15) Appointing or re-appointing the auditors for the fiscal year ending 31/12/2017 from the list of registered Auditors in Capital Markets Authority and authorizing the Board to negotiate the fees thereof..
- 16) Approving the related party transactions during the fiscal year ending 31/12/2016, and authorizing the Board of Directors to deal with the related with related parties till date of holding the next general assembly for the fiscal year ending 31/12/2017.

Extraordinary General Assembly Agenda:

Item (1): Amending article 5 of the memorandum of association and article (4) of the articles of association in the following manner:

Text of the current article before amendment;

Objectives for which the Company is incorporated are as follows:

- 1) Fund the import and export operations, whether by direct lending or by accepting the transfers drawn on the Company for short terms, in addition to brokerage in securing banking facilities for clients in Kuwait and abroad.
- 2) Undertake the function of broker between the public of borrowers and lenders and undertake the approved agency works for the payment operations arising from issuing medium and long term securities, in addition to custody of securities on behalf of clients.

- 3) Deal with and trade in the foreign exchange market and the precious metals market inside and outside Kuwait.
- 4) Undertake investment works and evaluation of projects on behalf of clients and provide financial and technical advice to them before taking the decisions relevant to funding projects.
- 5) Undertake all services which assist the development and support of the financial and capital market's ability in Kuwait, and satisfy its needs, and all shall be within the limits of the law and the procedures or instructions issued by the Central Bank of Kuwait. The Company may have an interest or participate in any manner with the bodies exercising businesses similar to its businesses or which may assist it to achieve its objectives in Kuwait or abroad. It may acquire these bodies or append them to itself.
- 6) Offer personal, commercial and consumer loans, and undertake finance operations on the basis of margin relevant to the investment operations in the local and international markets and trading of currencies, as well as the finance operations related to pledging investment portfolios, and securities, and undertake funding and brokerage operations in international and local trading operations.
- 7) Exercise all relevant financial and brokerage.
- 8) Investment in the various economic, industrial, real estate, agricultural and services sectors, etc., whether directly or by contribution in existing companies or incorporate such companies relevant to the said activities or acquire projects which achieve the same.
- 9) Undertake securities trading including selling and purchasing of stocks and bonds of companies and government bodies in this field according to the principle of conservative investment and diversification of its investment portfolios.

- 10) Undertake the functions of investment trustees and investment portfolio management for the account of third parties with the required lending and borrowing operations.
- 11) Establish and manage investment funds.
- 12) Provide investment consultancies relevant to securities against a commission (investment advisor.)
- 13) Offer or sell securities in favor of their issuer or its ally or obtain securities from the issuer or its ally for the purpose of remarketing (issuance management)

Taking into consideration the provisions of the Companies Law, its amendments and executive regulations, and provisions of the Capital Markets Authority, its executive regulations, decrees and instructions, provisions of the Central Bank of Kuwait Law, its regulations, decrees and instructions, the Company may undertake the aforesaid activities inside the State of Kuwait or abroad by itself or by agency.

The Company may exercise activities which are similar, integral, required or associated with its aforesaid objectives.

Text of the current article after amendment:

Objectives for which the Company is incorporated are as follows:

- 1) Fund the import and export operations, whether by direct lending or by accepting the transfers drawn on the Company for short terms, in addition to brokerage in securing banking facilities for clients in Kuwait and abroad.
- 2) Undertake the function of broker between the public of borrowers and lenders and undertake the approved agency works for the payment operations arising from issuing medium and long term securities, in addition to custody of securities on behalf of clients.

- 3) Deal with and trade in the foreign exchange market and the precious metals market inside and outside Kuwait.
- 4) Undertake all services which assist with the development and support of the financial and capital market's ability in Kuwait, and satisfy its needs, and all shall be within the limits of the law and the procedures or instructions issued by the Central Bank of Kuwait. The Company may have an interest or participate in any manner with the bodies exercising businesses similar to its businesses or which may assist it to achieve its objectives in Kuwait or abroad. It may acquire these bodies or append them to itself.
- 5) Offer personal, commercial and consumer loans, and undertake finance operations on the basis of margin relevant to the investment operations in the local and international markets and trading of currencies, as well as the finance operations related to pledging investment portfolios, and securities, and undertake financing and brokerage operations in international and local trading operations.
- 6) Investment in the various economic, industrial, real estate, agricultural and services sectors, etc., whether directly or by contribution in existing companies or incorporate such companies relevant to the said activities or acquire projects which achieve the same.
- 7) Undertake the functions of investment trustees and management of investment portfolios for the account of third parties, with the required lending and borrowing operations.
- 8) Unregistered securities broker in the securities exchange
- 9) Investment portfolio manager
- 10) Collective investment scheme manager
- 11) Investment advisor
- 12) Placement agent
- 13) Custodian

Taking into consideration the provisions of the Companies Law, its amendments and executive regulations, and provisions of the Capital Markets Authority, its executive regulations, decrees and instructions, provisions of the Central Bank of Kuwait Law, its regulations, decrees and instructions, the Company may undertake the aforesaid activities inside the State of Kuwait or abroad by itself or by agency.

Subsequent to the approval of the concerned regulatory authorities, shareholders or their representatives wishing to attend the GA and EGM are kindly requested to go to Kuwait Clearing Company – Sharq- Ahmad Tower – 5th floor – telephone number 22464585 to receive the attendance invitation, the agendas, and the Board of Directors' report, starting from Sunday, 9th April 2017.

God is the Grantor of Success.

Board of Directors