

### **The agenda of the Ordinary (Annual) General Assembly.**

- 1- Presentation and approval of the Board of Directors' report for the fiscal year ending 31/12/2015.
- 2- Presentation and approval of the Auditors' Report for the fiscal year ending 31/12/2015.
- 3- Discussing and approving the Financial Statements for the fiscal year ending 31/12/2015.
- 4- Reciting the penalties statement (financial and non-financial) imposed on the company by the regulatory authorities for the fiscal year ending 31/12/2015.
- 5- Approval of Board of Directors' recommendation to distribute Allocating dividends of 5% (5 Fils per share) to the Shareholders listed in the company records as on the date of holding the General Assembly meeting.
- 6- Approving the distribution of K.D 80.500 as remuneration to the members of the Board of Directors for the fiscal year ending 31/12/2015.
- 7- Approving the authorization of the Board of Directors to sell or purchase up to 10% of the Company's shares in accordance with the articles of Law 7/2010 and its executive bylaw and amendments thereof.
- 8- Approving the Board of Director's proposal to issue bonds not exceeding the maximum limit permitted by the law either in Kuwaiti Dinars or in any other foreign currency and to authorize the board of directors to determine the duration of such bonds and the nominal value of the same and the interest rate and maturity date, as well as other terms and conditions after securing the approvals of all competent authorities.
- 9- Approving the transfer of 10% of the net profit to the statutory reserves.
- 10- Approving the transfer of 10% of the net profit to the voluntary (optional) reserve accounts
- 11- Approving the resolution on discharging the members of the Board and absolving them from legal liability for the fiscal year ending 31/12/2015

- 12 - Approving the appointment, or re-appointment, of the Company's Auditors for the fiscal year ending 31/12/2016 including the list of registered Auditors in Capital Markets Authority and authorizing the Board to negotiate the fees thereof.
- 13 - Approval of dealing with related parties for the fiscal year ending 31/12/2015, and authorizing the Board to deal with related parties till date of holding the next general assembly for the fiscal year ending 31/12/2016.

**The agenda of the Extraordinary General Assembly.**

**ITEM 1:** Approval to reduce the Company's authorized capital from KD. 53,130,000 (Fifty three million and one hundred thirty thousand Kuwaiti Dinars) to KD. 48,080,174.700 (Forty-eight million and eighty thousand, one hundred and seventy-four Kuwaiti Dinars and 700 Fils) by the value of KD. 5,049,825.300 (Five million and forty nine thousand, eight hundred and twenty-five Kuwaiti Dinars and 300 Fils), in order to raise the efficiency of the Shareholders Equity structure and enhance the value of the company's shares.

**ITEM 2:** Amending Article 6 of the Company's Memorandum as well as Article 5 of its Articles of Association as follows:

**Pre-amendment article text (provision):**

The Company's authorized capital has been fixed by KD. (53,130,000) Fifty three million and one hundred thirty thousand Kuwaiti Dinars distributed on (531,300,000) Five hundred and thirty-one million three hundred thousand shares, at a value of 100 Fils per share, they are all cash shares.

**The Proposed article text (after amendment):**

The Company's authorized capital has been fixed by KD. (48,080,174.700) Forty-eight million and eighty thousand, one hundred and seventy-four Kuwaiti Dinars and 700 Fils distributed on (480,801,747) Four hundred and eighty million eight hundred thousand and seven hundred and forty-seven shares, at a value of 100 Fils per share, they are all cash shares.

**And that would be after the approval of Supervision (regulatory) entities.**

Shareholders or their representatives who wish to attend the above-mentioned meeting are kindly requested to contact Kuwait Clearing Company-Sharq- Ahmed Tower-Fifth floor Tel: 2246 4585, in order to collect their respective invitation letters as well as the agenda of the general assembly and Board of Directors' report, As of Sunday, May 1, 2016.

**Board of Directors**