

**Resolutions of CAE  
Ordinary General Assembly Meeting  
dated March 31<sup>st</sup> , 2016**

**Resolution No. 1:**

**The General Assembly ratified the Board of Directors' report regarding the Bank activities during the fiscal year ending December 31, 2015.**

**Resolution No. 2:**

**The General Assembly approved the Auditor's report for the Fiscal Year ending December 31, 2015.**

**Resolution No. 3:**

**The General Assembly ratified the Balance Sheet and Income Statement for the fiscal year ending December 31, 2015.**

**Resolution No. 4:**

**The General Assembly approved the dividend share distribution of LE 1.95 (One Egyptian Pound and 95 /100 ) per share.**

**Payment will be on 28/4/2016 for shareholder carrying shares till 24/4/2016.  
Board of Directors is delegated to agree on the rules for distribution of the employees profit share.  
It is to be noted that Board Members have renounced their remuneration.**

**Resolution No. 5:**

**The General Assembly approved to release the Chairman and Board Members from their liabilities for the fiscal year ending December 31, 2015.**

**Resolution No. 6:**

**The General Assembly approved to authorize the Board of Directors to conclude agreements with CASA-CACIB and Misr Insurance for 2016 for LE 18.5M.**

**Resolution No. 7:**

**The General Assembly approved the proposed remuneration for the Board of Directors members and the Committees for 2016 as follows:**

**Board of Directors Allowances: 6 Meetings a year (Maximum)**

It is proposed to allocate EUR 3,125 for each foreigner board member and LE 30,000 for each Egyptian board member per meeting being attendance allowance.

**Audit Committee: 4 meetings a year**

Audit Committee Chairman: EUR 1,562.50 if foreigner and LE 15,000 if Egyptian

Audit Committee Member: EUR 937.50 if foreigner and LE 10,000 if Egyptian

**Risk Committee: 4 meetings a year**

Audit Committee Chairman: EUR 1,562.50 if foreigner and LE 15,000 if Egyptian

Audit Committee Member: EUR 937.50 if foreigner and LE 10,000 if Egyptian

**Governance & Remuneration Committee: 2 meetings a year**

Governance & Remuneration Committee, Chairman: EUR 1,562.50 if foreigner and LE 15,000 if Egyptian

Governance & Remuneration Committee Member: EUR 937.50 if foreigner and LE 10,000 if Egyptian

All travel and accommodation expenses are paid to all Board members/committee members as needed.

**Resolution No. 8:**

**The General Assembly approved appointing KPMG (Mr. Salah El Mesry) and Price Waterhouse (Mr. Tarek Farid Mansour) as the Bank Auditors for the fiscal year ending December 31, 2016 with annual fees of LE394,500 (only three hundred ninety four thousand and five hundred Egyptian pounds) for each of the Auditors to cover quarterly and yearly separate financial statement of the Bank.**

**Resolution No. 9:**

**The General Assembly approved the donations made during 2015 and authorized the Board of Directors to donate during the fiscal year ending December 31, 2016 with a maximum of LE 10M EGP.**

**Resolution No. 10:**

**The General Assembly approved the amendments made in the BODs till March 31<sup>st</sup> 2016.**

**Resolution No. 11:**

**The General Assembly approved the reduction of Board members from 15 till 12. After voting, the following board members were elected and announced:**

1. Mr. Francois Edouard Drion, Chairman and MD - Executive
2. Mr. Michel Mathieu, Vice Chairman, Non- Executive
3. Mr. Marc Oppenheim, Non-Executive Board Member
4. Mr. Christian Talgorn, Non-Executive Board Member
5. Mrs. Nicole Gourmelon, Non-Executive Board Member
6. Mr. Mazin Manna, Non-Executive Board Member
7. Mr. Philippe Enjalbal, Executive Board Member
8. Mr. Hassan Mokhtar Hegazi, Non-Executive Board Member
9. Mr. Karim Fanous, Non-Executive Board Member
10. Mr. Assem Ragab, Non-Executive Board Member, independent
11. Dr. Mona el Baradei, Non-Executive Board Member, independent
12. Dr. Ali Hassan Dayekh, Non-Executive Board Member, independent