

## RESOLUTIONS OF CAE OGM – 30<sup>th</sup> March 2017

### Resolution No. 1:

The General Assembly ratified the Board of Directors' report regarding the Bank activities during the fiscal year ending December 31, 2016.

### Resolution No. 2:

The General Assembly approved the Auditor's report for the Fiscal Year ending December 31, 2016.

### Resolution No. 3:

The General Assembly ratified the Balance Sheet and Income Statement for the fiscal year ending December 31, 2016.

### Resolution No. 4:

The General Assembly approved the dividend share distribution of LE 1.84 (One Egyptian Pound and Eighty Four Piasters) per share.

Payment will be on 27/4/2017 for shareholders holding shares till 23/4/2017.

Board of Directors is delegated to approve on the rules for distribution of the employees profit share.

### Resolution No. 5:

The General Assembly approved to release the Chairman and Board Members from their liabilities for the fiscal year ending December 31, 2016.

### Resolution No. 6:

The General Assembly approved to authorize the Board of Directors to conclude agreements with CASA & CACIB for a total amount of LE 41,520,000, subject to 13%-14% VAT. In addition to the amount of LE156,331,000 being loans to EHFC and Deposits to EHFC amounting to LE 23,070,000.

### **Resolution No. 7:**

The General Assembly approved the proposed allowances for the Board of Directors members and the Committees for 2017 as follows:

#### **Board of Directors**

The Bank proposes to pay an amount of EUR 6,875 to the Non-Executive Chairman. and EUR 3,437.50 to the other members for their attendance at each board meeting held during 2017 (6 meetings minimum per year).

#### **Audit & Risk Committees**

The Bank proposes to pay amount of EUR 1,718.80 to the Chairman and EUR 1,031 to the other members for their attendance at each committee held during 2017.

The Audit and Risk Committees will be made up of the Chairman and 2 other members.

#### **Governance & Remuneration Committee**

The Bank proposes to pay amount of EUR 1,718.80 to the Chairman and EUR1,031 to the other members for their attendance at each committee held during 2017.

The Governance & Remuneration Committee will be made up of the Chairman and 2 other members.

#### **N.B.:**

- The actual costs incurred by all Board and Committee Members in attending Board and committees (travel, accommodation, meals, etc.) will be also reimbursed by the Bank
- Amounts will be paid for the local members in LCY equivalent EUR at the F.X. rate at time of the payment.

### **Resolution No. 8:**

The General Assembly approved re-appointing KPMG (Mr. Salah El Mesry) the audit fees – LE480,000 (only four hundred eighty thousand Egyptian pounds),

representing a 10% increase from last year, to cover quarterly and yearly the standalone and the consolidated financial statement of the Bank.

And appointing Ernst & Young (: Mr. Sherif Mohamed Fathy El Kelany) the audit fees – LE450,000 (only four hundred fifty thousand Egyptian pounds) to cover quarterly and yearly the standalone and the consolidated financial statements of the Bank.

**Resolution No. 9:**

The General Assembly approved the donations made during 2016 and authorized the Board of Directors to donate during the fiscal year ending December 31, 2017 with a maximum of LE 11.5M EGP.

To be utilized through the CAE Foundation.

**Resolution No. 10:**

The General Assembly approved the amendments made in the BODs till March 30<sup>th</sup> 2017.