

**Main Highlights of CAE's Audit Committee**  
**Meeting held on 3<sup>rd</sup> May 2017**

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The Audit Committee Meeting was held on Tuesday 3<sup>rd</sup> May 2017 at 10:00 am.

**The meeting was attended by:**

Mr. Assem Ragab	Non-Executive Board Member – Chairman of Committee
Mr. Hassan Hegazy	Non-Executive Board Member – Member of Committee
Mr. Mazen Manaa	Non-Executive Board Member – Member of Committee

**Attendees:**

Mr. Hesham Helmy	Head of Internal Audit (CAE)
Mr. Samer Masoud	Deputy Head of Internal Audit (CAE)
Mrs. Hala Ragab	General Counsel & Corporate Secretary (CAE)
Mr. Sameh Moustafa	Head of Compliance (CAE)
Mr. Ehab Azer	Partner – Ernst & Young
Mr. Ahmed Ibrahim	Partner – Hazem Hassan & Co.
Mrs. Pascale Bohn	Chief Financial Officer “CFO” (CAE)
Mr. Tarek Fouad	Financial Administration (CAE)
Mr. Ayman Fawzy	Financial Administration (CAE)
Mr. Jerome Legrain	Chief Risk Officer “CRO” (CAE)
Mrs. Dina Waheeb	Deputy CRO
Mr. Jean-Philippe Laval	Director (Credit Agricole Group “CASA”)
Mrs. Cecil Bennehard	Director (Credit Agricole Group “CASA”)

**The following are the most important items discussed:**

- 1) Looking into the status of implementation of the decisions and recommendations of the previous meeting of the Audit Committee.
- 2) Studying the Bank's financial statements for the period ended 31/3/2017, including the financial analysis of the Bank's subsidiary company "EHFC".
- 3) Reviewing the reports issued by the Internal Audit Department of the Bank including the audit missions fulfilled in Q1 of the year 2017 and following up the part performed out of the Audit Plan for 2017, the Internal Audit Dept.'s assessment of different branches and departments during Q1 of the year, the main recommendations of the Internal Audit Dept. for monitoring and improving the Bank's Internal Control Environment and maintaining the Bank's assets, as well as submitting the data of the Internal Audit staff & their levels of training and qualification.
- 4) Reviewing the reports submitted by the Bank's Risk Dept. regarding the evaluation of collaterals provided by customers against the financing and credit facilities provided to them.
- 5) Follow-up on the reports submitted by the Risk Dept. including a report from the Department of Permanent Control & Operational Risk, as well as reports submitted by the Head of Compliance for the period ended 31/3/2017.
- 6) Reviewing the reports of Head of Legal Dept. on the litigation status of the lawsuits brought against or by the Bank and presenting the recommendations of the Legal Department in this regard.
- 7) Reviewing the reports submitted by the External Auditors for the period ended 31/3/2017.
- 8) Studying the proposals submitted by the Financial Administration regarding the external auditor's services and the fees suggested.

**Key Decisions taken by the Audit Committee:**

- 1) In cooperation with the CFO, the Head of IT Dept. of the Bank shall provide the Audit Committee with an updated study on the extent of progress in the automation of the financial data and the reconciliations thereof, as well as the internal control procedures applied thereto.
- 2) The Head of Internal Audit shall proceed with following up the implementation of the rectification plan related to an audit report.
- 3) The CRO shall provide the Audit Committee with the updated status of completion of some documents related to a group of credit customers and updating the credit studies on the due dates.
- 4) The CRO shall provide the Audit Committee with an updated study on the change of the FX rates on some customers of the Bank and the provisions booked in this regard.
- 5) In cooperation with the CFO, the CRO shall provide the Audit Committee with a study on the impact of any FX rate changes on the Bank's financials.
- 6) The Head of Internal Audit shall monitor the implementation of the rectification plan for an audit report on the IT system.
- 7) The Committee expressed its non-objection to the Financial Administration Dept.'s proposal of the additional services needed from the External Auditors.
- 8) The Head of Internal Audit Dept. shall provide the last Audit Committee for 2017 with the updated position of the plan set up by the Retail Banking Dept. to make use of the findings mentioned in the Audit Reports on the Bank's branches and circulate them to the branches to avoid such findings in the future.
- 9) The Head of Compliance of the Bank shall provide the Audit Committee with the results of the risk assessment for one of the compliance programs applied in cooperation with Credit Agricole Group in France.

- 10) In cooperation with the concerned departments, the Head of Compliance Dept. shall study the proposals discussed by the Audit Committee with regard to setting up a mechanism for urging the process of updating the KYC Form for customers.
- 11) The Committee reviewed the reports submitted by the CRO of the Bank about reviewing the values of collaterals provided by customers against the finance and credit facilities granted to them.

**Assem Ragab**

**Chairman of Audit Committee  
& Member of Board**

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