

INVITATION TO ATTEND THE ANNUAL AND EXTRAORDINARY GENERAL MEETING OF QATAR FIRST BANK LLC (PUBLIC)



The Board of Directors of Qatar First Bank LLC (Public) (the “Company”) is pleased to invite you to attend the Annual and Extraordinary General Meeting to be held on:

Date and Time:

Monday, 22nd April 2019 at 4 pm, at QFB Lounge, Ground Floor, QFB Building, Suhaim bin Hamad Street, Doha, Qatar

AGENDA ITEMS OF THE ANNUAL GENERAL MEETING (AGM)

OPENING AND ANNOUNCEMENTS

The Agenda items of the AGM is consisting of the formal development of the year just past of a regular procedure and ordinary routine business, as follows:

FINANCIAL YEAR

- Presentation of the Chairman’s report for the financial year ended 31 December 2018 and the work plan for the financial year of 2019.
- Presentation of the report of the Shari’a Supervisory Board of the financial year ended 31 December 2018.

AUDITED ACCOUNT AND REPORT

- Presentation and approval of the report of the External Auditor for the financial year ended 31 December 2018.
- Approval of the audited accounts for the financial year ended 31 December 2018.

DISCUSSION OF DIVIDEND AND RESERVE

- Approval of the recommendations of the Board of Directors regarding non-distribution of dividends and not taking an optional reserve for the financial year ended 31 December 2018.

RELEASE FROM LIABILITY OF THE DIRECTORS

- Absolving the Directors of any liability in the discharge of their duties and responsibilities for the period commencing of the financial year of 2018 and determine their rewards.

CORPORATE GOVERNANCE REPORT

- Discussing the Corporate Governance Report for the financial year ended on 31 December 2018.

TRANSACTIONS

- Approving a basket for all related party transactions between the Directors and the Bank (whether directly or indirectly)

EXTERNAL AUDITOR

- Appointing an independent external auditor for the Company for 2019 and authorizing the Board of Directors to determine its remuneration.

BOARD MEMBERSHIP CANDIDATES ELECTION FOR THE PERIOD 2019-2022

- Election of the Board Members in accordance with the procedures, list and recommendations in this regard.

The esteemed Shareholders are kindly invited to attend an Extraordinary General Meeting to be held at conclusion of the Annual General Meeting at the same location.

AGENDA ITEMS OF THE EXTRAORDINARY GENERAL MEETING (EGM)

In accordance with the provisions set forth by the Articles of Association, the Qatar Financial Market Authority (hereinafter referred to as “QFMA”), and in line with the new requirements of the Qatar Financial Centre Regulatory Authority (hereinafter referred to as “QFCRA”), Qatar First Bank LLC (Public) (the “Company”) proposes to adopt matter that require Special Resolutions in approving the alteration of the Articles of Association and Reduction of the Share Capital along with the Stock split recommendation.

REDUCTION OF THE SHARE CAPITAL (approval item)

1. Adopting a special resolution (available on QFB website) in approving the Share Capital reduction in accordance with Regulations issued by the Qatar Financial Markets Authority Requirement and QFC rules and others applicable Laws.
2. Authorizing any Director and / or Secretary of the Company to undertake all necessary measures for the implementation of this resolution and in enforcing the previous resolution, in accordance with the Articles of Association of the QFB LLC and the applicable laws, all powers are given to proceed with the formalities.

SPLIT REGULATIONS BY QATAR FINANCIAL MARKET AUTHORITY’S DECISION (approval item)

3. In line with the Stock split directive issued by QFMA’s Board Decision No.4 of 2018, QFB LLC is required to alter the nominal value of its Share to QR 1 each; consequently approval to amend the Articles of Association accordingly.
4. Notifying the concerned Authorities consequently so that the number of shares owned by each Shareholders will be adjusted automatically.

ARTICLES OF ASSOCIATION (approval item)

5. Adopting a special resolution in approving certain alteration of the Articles of Association (available on QFB website) in accordance with the new Corporate Governance Regulations issued by the Qatar Financial Markets Authority.

Abdulla Bin Fahad Bin Ghorab Al Marri
Chairman

INSTRUCTIONS FOR THE PARTICIPANTS IN THE EXTRAORDINARY GENERAL MEETING

Notes:

- Registration will commence one hour before the set time of the Annual General Meeting.
- If there is no quorum, the meeting shall be adjourned and an alternate meeting shall be held in one hour from the scheduled time, at the same place.
- If unable to attend personally, each shareholder is entitled to appoint one proxy who may, but not need to, be another shareholder of the Company by sending the authorization form to the Company not less than 48 hours before the time of the meeting. To download the authorization form, kindly visit our web site www.qfb.com.qa, Investor Relations section.
- Financial Report and other information are available on the QFB’s website.