



BAHRAIN MIDDLE EAST BANK B.S.C.

Invitation to the Annual Ordinary General Meeting

Notice is hereby given that the Annual Ordinary General Meeting of the Shareholders of the Bank will be held at The Bahrain Conference Centre, The Crowne Plaza Hotel, Bahrain on Thursday, 16 February 2017 at 10:00AM for the purpose of transacting the below business:

1. Review and approval of the Minutes of the Ordinary General Meeting of Shareholders held on 27 March 2016.
2. Presentation and approval of the Report of the Board of Directors on the Bank's business activities for the year ended 31 December 2016.
3. Presentation and approval of the Auditors' Report for the year ended 31 December 2016.
4. To discuss and approve the consolidated financial statements for the year ended 31 December 2016.
5. To discuss and take on record the Board of Directors' Report on Corporate Governance and compliance with the Central Bank of Bahrain's requirements for year 2016.
6. To approve the recommendation of the Board of Directors to allocate US\$ 5,000 for the sponsorship of socially responsible activities and donations to various charities during the financial year 2017.
7. Discharge Members of the Board of Directors' from any liability in respect of the year ended 31 December 2016.
8. Election of Board of Directors of the Bank for a three year term, subject to Central Bank of Bahrain approval.
9. Appointment of External Auditors for the year 2017 and authorize the Board of Directors to fix their remuneration, subject to approval of Central Bank of Bahrain.
10. Any other matters that may arise in accordance with Article 207 of the Commercial Companies Law of the Kingdom of Bahrain

Important Note to Shareholders:

1. *In the absence of a quorum at the first meeting of the General Meeting, invitation is hereby relayed for a second meeting on 23 February 2017 at the same time and place indicated above. In the absence of a quorum at the second meeting of the General Meeting you are hereby invited to a third meeting on 2 March 2017 at the same time and place indicated above.*
2. *A shareholder may appoint another shareholder or a third party to act as his Proxy. A proxy **shall not** be the Chairman, members of the Board of Directors or employees of the Bank.*
3. *The shareholders or their proxy who wish to attend the meeting should register with Karvy Computershare W.L.L., Zamil Tower, Office #74, 7th Floor – Ph: (973) 17215080 – Fax: (973) 17212055, email address: Bahrain.helpdesk@karvy.com, 24 hours prior to the meeting.*

- Chairman