

Invitation to the Ordinary General Assembly Meeting

REMINDER

Greetings,

The Board of Directors of Masraf Al Rayan has the honour to invite all shareholders to the annual Ordinary General Assembly Meeting that will be held today (Wednesday, 18th March 2020) at 6.30 p.m. in Al-Majlis Ballroom, Doha Sheraton Hotel. In case the required quorum is not reached in the first meeting, a second meeting will be held on Monday, 30 March 2020 at the same time and venue.

Dr. Hussain Ali Al-Abdulla
Chairman & Managing Director

Agenda

1. Presentation and approval of the Board of Directors' report on the activities of Masraf Al Rayan and its financial position for the fiscal year ended on 31st December 2019 and the future plan of the Bank for the year 2020.
2. Presentation of the Shari'a Supervisory Board report on compliance of Masraf Al Rayan to Shari'a rules for the fiscal year ended on 31st December 2019.
3. Discussion and approval of the External Auditor's report on the Financial Statements of Masraf Al Rayan as presented by the Board of Directors for the fiscal year ended on 31st December 2019.
4. Discussion and approval of the financial Statements of Masraf Al Rayan for the fiscal year ended on 31st December 2019.
5. Discussion and approval of the proposals of the Board of Directors regarding appropriation and cash dividend of QR 0.225 per share, representing 22.5% of the paid-up capital for the fiscal year 2019 and acknowledge the General Assembly with the Profits Distribution Policy.
6. Discussion and approval of the Corporate Governance Report of Masraf Al Rayan for the year 2019.
7. To hear and discuss the External Auditor's report on the requirement of Article (24) of the Corporate Governance Code of Companies and Legal Entities listed on Primary Market issued pursuant to Resolution No, (5) of 2016 of the Board of Directors of Qatar Financial Markets Authority 'QFMA'.
8. Approval of the Board of Directors' recommendations concerning the appointment of the Shari'a Supervisory Board of Masraf Al Rayan for the coming 3 years (2020-2022) and giving the power to the Board of Directors to add a new member/members or to fill any vacancy in the board and to fix their remunerations and any other issues related to them during the period mentioned.
9. Discussion and approval of absolving the Chairman and Members of the Board of Directors from all responsibilities for the fiscal year ended on 31st December 2019, fixing their remuneration for the year ended on 31st December 2019 and approve the new guide of rules of compensation and the remuneration of the Board of Directors.
10. Appointing the External Auditors of Masraf Al Rayan for the fiscal year 2020 and approve their fees.
11. Approval of the guide of nomination and election of the Board Members and approval of Related Party Transaction Policy.
12. Election of 7 members to be Board Members for 3 years (2020-2022).

Notes

1. All shareholders are requested to be present at the meeting venue one hour before the start time of the meeting, to register their attendance and to receive the participation form.
2. If you are unable to attend the meeting for any reason, please authorize another shareholder to attend the meeting on your behalf, using the proxy form over leaf, duly signed by you. In case of the company, the form must be signed by the authorized person(s) and company stamp must be affixed.
3. It is not permitted to grant proxy to a non-shareholder of the Bank or to a member of the Board of Directors. The number of shares held by a proxy holder must not exceed 5% of the total Bank's share (375,000,000 shares).
4. A statement will be prepared containing details mentioned in Article No. 122 of Commercial Companies Law No. 11 of year 2015. These details include remuneration granted to the Chairman and Members of the Board of Directors in cash and in kind as well as their bonuses and the amounts spent on advertisement and donations. This statement will be made available at the Shareholders' Affairs Unit of Masraf Al Rayan one week prior to the General Assembly Meeting.
5. This invitation shall be considered a legal invitation for all shareholders without the need of sending private invitations through the mail in accordance with Law No. (11) for 2015.