

## AGENDA

### **ANNUAL ORDINARY GENERAL ASSEMBLY MEETING OF UNITED GULF BANK B.S.C.**

**Date & Time:** Tuesday 28<sup>th</sup> March, 2017 at 11:30 am

**Venue:** UGB Tower - Diplomatic Area – Kingdom of Bahrain

---

1. Approve the minutes of the previous General Assembly Meeting held on the 22<sup>nd</sup> March 2016.
2. Review the Board of Directors' report for the year ended 31<sup>st</sup> December 2016 and approve it.
3. Listen to the External Auditors' (Ernst & Young) report for the year ended 31<sup>st</sup> December 2016.
4. Discuss and approve the Bank's Financial Statements for the year ended 31<sup>st</sup> December 2016.
5. Approve the Board of Directors' recommendation on the allocation of the net profit for the year ended 31 December 2016 as follows:
  - Transfer of US\$ 626,000 that is the equivalent of 10% of the Bank's net profit to the Bank's Statutory Reserves.
  - Transfer of US\$ 626,000 that is the equivalent of 10% of the Bank's net profit to the Bank's General Reserve.
  - Donations amounting to US\$ 200,000 from the year's net profits to charitable and educational institutions in the Kingdom of Bahrain.
  - Retaining the remaining balance of net profit amounting to US\$ 3,213,875 (net of interest of US\$ 1,793,170 paid on Additional Tier 1 capital) after the above mentioned appropriation as retained earnings for next year.

6. Approve the Board of Directors' recommendation on the allocation of US\$ 195,000 as Board fees for the year ended 31<sup>st</sup> December 2016 subject to Ministry of Industry, Commerce and Tourism approval.
7. Discuss the Corporate Governance report and the Bank's compliance with corporate governance guidelines and the Central Bank's Code of Corporate Governance during the year 2016.
8. Discharge the responsibilities of the Bank's Board members from their legal actions for the year ended 31<sup>st</sup> December 2016.
9. Election or re-election of Board members for 3 years after obtaining necessary approval from the Central Bank of Bahrain.
10. Appointment or Re-appointment of the Bank's External Auditors for the year ended 31 December 2017 and authorize the Board of Directors to specify their fees after obtaining necessary approval from the Central Bank of Bahrain.
11. Any matters that may arise in accordance with article 207 of Commercial Companies' Law".