

INVITATION TO SHAREHOLDERS FOR ATTENDING ORDINARY & EXTRAORDINARY GENERAL ASSEMBLY

Qatar General Insurance & Reinsurance Company announced that Ordinary and Extraordinary General Assembly Meeting will take place on Tuesday, March 15th 2016 at Salon 1-2, Marriott Hotel at 4:00PM. In case the required quorum is not maintained, a second meeting will be held on Monday, March 21st 2016, at 6:30 PM, same venue.

The Agenda of the Ordinary General Assembly:

1. Listening and approving the Board of Directors' Report on the Company's activities and its financial position for the financial year ended December 31st, 2015 and future plans.
2. Listening to the External Auditor's Report on the balance sheet and accounts for the financial year ended December 31st, 2015.
3. Discussing and approving the Company's balance sheet and profit & loss accounts for the financial year ended December 31st, 2015.
4. Approving the Board of Directors' proposal to distribute 15% in the form of cash (equivalent to QAR 1.5 for each share), and subject to the approval of the Extraordinary General Assembly, increasing the capital of the Company 10% by distributing bonus shares to the shareholders for the year 2015.
5. Discharging the Chairman and the Board of Directors Members of the responsibility for the financial year ended December 31st, 2015 and approving their remuneration.
6. Considering and approving the Company's Corporate Governance Report for the year 2015.
7. Appointing External Auditor for the financial year 2016 and determining his fees.

The Agenda of the Extraordinary General Assembly:

1. Approving the Board of Directors' recommendation to increase the capital of the Company 10% by giving bonus shares equivalent to one (1) share per each ten (10) shares and amendment of Article (6) of the Articles of Association of the Company and the Capital to be **QAR 875,067,039** , in replacement of **QAR 795,515,490** ; and to authorize the Board of Directors to allocate the fraction of shares and amendment of Article (6) of the Articles of Association to read as

follows after obtaining the approval of Qatar Central Bank, Ministry of Economy & Commerce and respective authorities:-

Article (6) Before Amendment:

“The Capital of the Company shall be **QAR 795,515,490** (Seven Hundred Ninety Five Million, Five Hundred Fifteen Thousand, Four Hundred Ninety Qatari Riyals), distributed over **79,551,549** (Seventy Nine Million, Five Hundred Fifty One Thousand, Five Hundred Forty Nine) shares, with a nominal value of QAR 10 per share.”

Article (6) After Amendment:

“The Capital of the Company shall be **QAR 875,067,039** (Eight Hundred Seventy Five Million, Sixty Seven Thousand, Thirty Nine Qatari Riyals) distributed over **87,506,703** (Eighty Seven Million, Five Hundred Six Thousand, and Seven Hundred Three) shares, with a nominal value of **QAR 10** per share”.

2. Approving the Amendment of **Item (3)** of Article (27) of the Company’s Articles of Association, relating to the guarantee of the rights of the Company, Shareholders, creditors and third parties after obtaining the approval of Qatar Central Bank, Ministry of Economy & Commerce and respective authorities:-

Item (3) of Article (27) Before Amendment:

“3- He should hold 1% of Company shares, to guarantee the rights of the company, shareholders, creditors and third parties. These share should be deposited, within sixty days, from the commencement of membership, in one of the approved banks. These shares will not be negotiated or mortgaged or attached until the period of membership is expired. It should be ratified in the last fiscal year in which the member started his activities. If the member fails to submit the guarantee, as mentioned above, his membership will be invalid”.

Item (3) of Article (27) After Amendment:

“3- He should hold 0.5% of Company shares, to guarantee the rights of the company, shareholders and third parties. These share should be deposited, within sixty days, from the commencement of membership, in one of the approved banks. These shares will not be negotiated or mortgaged or attached until the period of membership is expired. It should be ratified in the last fiscal year in which the member started his activities. If the member fails to submit the guarantee, as mentioned above, his membership will be invalid.

One third of the Board members may be independent members with adequate expertise and non-shareholders. They shall be exempted from the requirement of ownership of shares stated in item (3) of this Article.

If the member fails to meet any of these conditions, his membership will be invalid, as of the date of not meeting that condition”.

3. Approving the amendments of the Company’s Articles of Association according to the companies Law No. (11) of the year 2015 and Qatar Central Bank Law No. (13) of the year 2012.

Nasser Bin Ali Bin Saud Al Thani
Chairman and Managing Director