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CHAPTER ONE - INCORPORATION OF THE COMPANY

1- INSTITUTIONAL ELEMENTS OF THE COMPANY

Article (1)

In accordance with the provisions of the Commercial Companies Law and these Articles of Association between the shareholders, whose terms are stated hereinafter, a Kuwaiti Shareholding Closed Company is incorporated under the name «Coast Investment and Development Company» (Kuwaiti Shareholding Company, Closed).

Article (2)

The head office of the Company and its legal domicile will be situated in Kuwait City . The Board of Directors may set up branches, agencies, offices or operation centres in Kuwait or abroad.

Article (3)

Duration of this company is indefinite and shall commence from the date or registration in the Commercial Registry and publication of the official deed of its incorporation in the Official Gazette

Article (4)


The objectives for which the company has been established are:

- 1- Investment in the commercial and projects fields.
- 2- Investment in real estate and real estate funds for its own account or for the account of others.
- 3- Investment in building, reconstruction, housing operations and all development operations in any field.





- 4- All operations relating to securities, including sale and purchase of the shares and bonds of companies, governmental and semi-governmental corporations, for its own account or for the account of others.
- 5- provide and prepare technical, economic and evaluating researches, studies and consultations, study of investment related projects and prepare the necessary studies to the institution, companies and all sectors in the state.
- 6- The company shall carry out all its activities inside the state of Kuwait and abroad.
- 7- To carry out all of its brokerage activities.
- 8- Management of financial portfolios and investment and development of its customers' funds by employment there of in investment fields locally and internationally.
- 9- Carrying out all financial transaction including borrowing and lending, guarantees and issuing bonds of all types with or without security in the local and international markets.
- 10- To carry out operations of structure, consultation and purchase and sale of assets relating securitisation transactions for the account of the company or third parties, provided that the company's practice of such activity is subject to a prior approval from the Central Bank of Kuwait for each securitisation transaction.
- 11- Carry out the duties related to the functions of lead managers and investment custodians of bonds issued by companies or authorities.
- 12- Establish and manage of investment funds for its own account and for the account of others, offer its units for subscription and undertake the functions of the investment custodian or investment manager for investment funds inside and outside the country in accordance with the laws and resolutions applicable in the state.
- 13- Manage the funds of public and private institutions, and invest and develop the same in various economic sectors.

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- 14- Dealing and trading in the foreign exchange market and the precious metals market inside and outside Kuwait solely for the company's account and without prejudice to bank imposed by the Ministerial Resolution regarding supervision of the Central Bank of Kuwait over the investment companies.
 - 15- Conduct all the financial, advisory and investment services, which assist to develop and strengthen the capacity of the financial and money market in Kuwait and meet its needs within the limits of the law and the procedures or instructions promulgated by the Central Bank of Kuwait.
 - 16- Own the industrial property rights, patents, industrial and commercial trademarks, commercial charges and intellectual property rights related to programs and publications, and use and lease the same to third parties.

The Company may have an interest in or participate in any way with entities that carry out business similar to its own, or which may assist the company in realizing its own objectives in Kuwait and abroad, and it may purchase or affiliate them to it.

2- CAPITAL

Article (5)

The share capital of the company has been fixed at KD 62,529,315 divided into 625,293,152 shares of one hundred Kuwaiti fils each.

Article (6)

The company shares are nominal and the non-Kuwaitis may own them, in accordance with the rules of law decree No.(25) for the year 2012 issuing the companies law and its amendments and the ministerial decisions regulating this matter.





Article (7)

The founders have paid 50% (Fifty percent) of the nominal share value into AI-Ahli Bank of Kuwait, as per the certificate issued by the said bank.

The remaining value of each share should be paid within at latest five years from the date of the company's final incorporation on the date and in the manner determined by the Board of Directors, provided that the payment due dates should be declared at least fifteen days before falling due. Any delayed payment shall inevitably bear interest at 7% (seven percent) per annum from the due date, for the benefit of the company.

The Board of Directors shall have the right to sell the shares in respect of which default has been occurred, for the account of the defaulting shareholder, and at the risk and liability of the said shareholder, by public auction, without the need to give official notice. The proceeds of the sale shall be used to settle the unsettled installments of the shares as well as interest and expenses, in first priority to all creditors, and the balance shall be paid to the shareholder, In the event where the proceeds of the sale are not sufficient the company shall recover the difference against the own funds of the shareholder.

Article (8)

The founders who have signed the Memorandum of Association have subscribed to the whole of the company's share capital.

Article (9)

The Board of Directors shall within three months from the date of the company's final incorporation, hand over to each shareholder a provisional share certificate to represent the shares owned by the shareholder. The Board of directors shall issue a share certificate within three months from the date of the payment of the final installment.



Article (10)

Ownership of the share inevitably entails acceptance of the provisions of the memorandum and articles of association of the company and the resolutions of its General Assembly.

Article (11)

Each share shall entitle its owner to a proportionate share to that of the other shareholders, with no reference in the ownership of the Company's assets and in the profits distributable in the manner mentioned hereinafter.

Article (12)

As all the company's shares are nominal, the last owner thereof whose name is registered in the company's register shall alone have the right to receive the amounts due in respect of the share, whether it is dividend or a share in the assets of the Company.

Article (13)

It is possible, through a decision issued by the extraordinary general assembly, after obtaining the consent of the Capital Markets Authority, to increase the allowed capital of the company, pursuant to a causative proposal issued by the board of directors and a report by the accounts editor in this regard, on condition that the capital should be paid in full. The decision issued to increase the capital should include the amount and the method of increase. It is not allowed to increase the allowed capital unless the original shares value is paid in full. The extraordinary general assembly may authorize the board of directors to determine the date of its implementation.





3- Amendment of article No.(13) repeated (1) of the articles of association:

The company may buy its shares for its account in the following cases:

- 1) This should be for the purpose of keeping the stability of the share price in a manner not exceeding the ratio determined by the Capital Markets Authority from the total shares of the company
- 2) Decreasing the capital
- 3) When paying a debt to the company against these shares
- 4) Any other cases determined by the Authority

The purchased shares do not enter in the total shares of the company in the cases that require owning the shareholders a certain ratio of the capital and in all matters related to calculating the quorum necessary for the validity of the general assembly meeting and voting on the decisions issued by the general assembly, as per the text regulated by the Capital Markets Authority

CHAPTER TWO-MANAGEMENT OF THE COMPANY

1-Board of Directors

Article (14)

The company is managed by board of directors consisting of six members elected by the shareholders through secret voting. Every shareholder whether natural or artificial person may appoint representatives for him in the company board of directors at a ratio pro rata to the shares he possesses. The member of the board of directors elected in such manner are deducted from the total number of the board of directors who will be elected. The Shareholders who have representatives in the board of directors are not allowed to participate with other shareholders in electing the remaining part of the board of directors members except within the ratio exceeding the ratio fixed for appointing his representatives in the board of directors. A group of shareholders is allowed to unite together to appoint one

representative or more for them in the board of directors as per the total shares they possess.

These representatives have the same rights and duties as the elected members. The shareholder is responsible, to the company, its creditors and shareholders, for the works of his representatives.

Article (15)

The members of the board of directors are appointed for renewable period of three years. If it is difficult to elect a new board of directors at the time fixed for this, the existing board will continue managing the works of the company till the reasons of such difficulty are removed and a new board of directors is elected.

Article (16)

The candidate to the membership of the board of directors should fulfill the following prerequisites:

- 1) He should enjoy the eligibility to act
- 2) He should not be previously convicted in a felony by punishment restricting freedom or in a bankruptcy crime by default or fraudulence or offence involving moral turpitude or punishment restricting freedom due to breaching the rules of the law decree No. (25) for the year 2012 issuing the companies law and its amendments, unless he was rehabilitated.
- 3) The member of the board, except the independent members of the board, should personally possess a number of shares in the company or the person whom represents should possess number of shares in the company.






If the member of the board of directors loses one of the aforesaid conditions or other conditions mentioned in this law or other laws, his capacity as member of the board will cease starting from the date of losing such condition.

Article (17)

The person who has a representative in the board of directors or the chairman of the board or one of the members in the board or one of the executive management of the company or their spouses or relatives of the second degree is not allowed to have direct or indirect interest in the contracts and deals concluded with the company or for its interest unless this is done by a license issued by the ordinary general assembly.

The chairman of the board or any member of the board is not allowed to combine the membership in the board of director of two competing companies. Neither of them is allowed to participate in any action that may compete with the company. Neither of them is allowed to trade for his account or for the account of others in one of the branches of the activities practiced by the company. Otherwise, the company has the right to claim for compensation from him or consider the transactions practiced for his own account as if they were made for the account of the company, unless this is done by the agreement of the ordinary general assembly.

The chairman of the board or any member of the board, even if he is representative of natural or artificial person, is not allowed to use the information which is obtained as per the capacities of his position so as to get benefit for himself or for others. He is not allowed to act in any way regarding the shares of the company in which he is a member of its board of directors all through the term of his membership, except after obtaining the consent of the Capital Markets Authority.



The members of the board of directors are not allowed to disclose the company secrets to the shareholders outside the meetings of the general assembly. They are not allowed to disclose company secrets, which they obtained due to practicing the management of the company, to others. Otherwise, it is mandatory to sack them and question them regarding compensating the company for the damages resulting from such breach.

Article (18)

If a position of member of the Board of Directors shall become vacant, such member shall be succeeded by the candidate shareholders who has obtained the highest number of votes but had not gained membership of the Board of Directors at the last election. Should one fourth of the original positions become vacant or no person with the required qualifications is available, then the Board of Directors shall call for a meeting of the general assembly to be convened within two months from the date on which the last post become vacant, in order to elect persons to fill the vacant posts. in all such cases, the new member shall only complete the remaining term of his predecessor.

Article (19)

The Board of Directors shall by ballot elect the Chairman and Vice-Chairman for period of three years, provided that such term shall not exceed the duration of their term as members of the Board of Directors. The Chairman shall represent the Company before the courts and others. He shall implement the resolutions of the Board of Directors. The Vice-Chairman shall act as the Chairman in case of absence of the latter or occurrence of any hindrance.





Article (20)

The company will have one executive chief or more to be appointed by the board of directors from among the members of the board or others, he will be entrusted with managing the company. The board of directors determines his allocations and capacities regarding signing for the company. It is not allowed to combine the two positions of the board of directors and the executive chief.

Article (21)

The chairman of the board or his deputy, each of them separately, possesses the right to sign for the company. The chief executive also has the right to sign for the company as per the capacities determined for him by the board of directors. The board of directors distributes work among his members as per the nature of the company works. The board of directors may authorize one of its members or a committee formed by some members or another person to carry out a certain work or more or supervise one activity of the company or practice some authority or capacity entrusted to the board of directors.

Article (22)

The board of directors holds six meetings at least during one year, pursuant to an invitation issued by its chairman. The board of directors also convenes urgently if a request to do so is given by two members of the board at least. The meeting of the board of directors is considered valid when it is attended by half of the members on condition that the attendees should not be less than three. It is allowed to have agreement on a certain ratio or a larger number.

Attending by proxy is not allowed in the meetings of the board. It is allowed to hold a meeting by using the modern means of communication and take decisions

by passing with the consent of the all members of the board. The minutes of the meetings of the board of directors should be written and should be signed by the members who attended the meeting as well as the board secretary. The member who does not accept a decision taken by the board has the right to inscribe his objection in the minutes of the meeting.

Article (23)

The resolutions of the Board of Directors shall be passed by the majority of the Directors present. In the event of vote equivalence, the Chairman shall have the casting vote. A special register shall be kept for recording the minutes of the meetings of the Board of Directors. The minutes shall be signed by the Chairman. Any objecting member may request that his opinion be recorded in the minutes.

Article (24)

In the event where a member of the Board of Directors absents himself for three successive meetings, without a valid excuse, he may be deemed to have resigned upon a resolution to be passed by the Board of Directors.

Article (25)

It is not allowed to evaluate the total remunerations of the chairman of the board and the members of the board at more than ten percent of the net profit after deducting appreciation and reserves and distributing profit not less than five percent of the capital to the shareholders. It is possible to agree on a higher ratio. It is also possible to distribute annual reward not more than six thousand dinar to the chairman of the board and to each member of the board from the date of incorporating the company till realizing the profits which allow the distribution of rewards as per the text of the last paragraph. It is allowed by a decision issued





by the company general assembly to give exception to the independent member of the board from the maximum limit of the said rewards. The board of directors undertakes to submit annual report to be viewed by the ordinary general assembly of the company to accept it. Such report should include accurate and detailed statement of the amounts, benefits and merits obtained by the board of directors whatever their nature and name may be.

Article (26)


The Board of Directors shall have the widest powers to manage the Company and all the acts required for the Management of the Company in line with its objectives including borrowing or pledging and giving guarantees of all types with all the concerned bodies. It may also sell the company's properties or mortgage the same. The said power may not be limited, except under the stipulations of the law, these Articles of Association or resolutions of the General Assembly.

Article (27)

The members of the Board of Directors may not assume any personal obligation with regard to the company's undertakings, by reason of their duties within the limits of their powers.

Article (28)

The chairman of the board and the members of the board are responsible to the company and the Shareholders as well as others for all acts of cheating and misuse of power. They are responsible for each breach of the law decree No.(25) for the year 2012 issuing the companies law and its amendments or the company contract as well as error in managing the company. Any decision by the general assembly to acquit the board of directors will not prevent filing responsibility action against



the board of directors. The members of the board of directors are not allowed to participate in voting regarding the decisions of the general assembly to acquit them from responsibility for their managing the company or the responsibility related to special benefit to them or their wives or their relatives of the first degree or regarding existing difference between them and the company.

The above mentioned responsibility may be private responsibility affecting a certain member of the board or joint responsibility between all members of the board. In the last case, all the members will be jointly responsible for paying the compensation except the one who objected to the decision that resulted in such responsibility and such member should have inscribed his objection in the meeting minutes.

Article (29)

The annual ordinary general assembly convene pursuant to the invitation of the board of directors during the three months following the end of the fiscal year, at the time and place decided by the board of directors. The board of directors has the right to invite the general assembly to hold a meeting whenever it is necessary to do so. The board of directors should send invitation to the members of the assembly to convene pursuant to a causative request from a number of shareholders possessing ten percent of the company capital or pursuant to the request of the accounts auditor. This is done during fifteen years from the date of the rest. The body calling for the meeting should prepare the agenda of the meeting. The invitation to hold the general assembly meeting should contain the agenda of the meeting, its place and the time of meeting as per the rules of the companies law No.(25) for the year 2012 and its executive bylaw.





Article (30)

The meeting of the general assembly is chaired by the head of the board of directors or its deputy or the person delegated by the board of directors for his purpose, or the person elected by the general assembly from among the shareholders or others. The general assembly is not allowed to discuss topics not entered in the agenda unless such topics are urgent matters that take place after preparing the agenda or topics discovered during the meeting, or if this is requested by one of the monitoring bodies or the accounts auditor or a number of shareholders possessing five percent of the company capital. If it is discovered during discussion that the information related to some of the matters viewed by the general assembly are not sufficient, it is mandatory to postpone the meeting for a period not exceeding ten work days if a number of shareholders representing quarter of the capital shares request to do so. The postponed meeting is held without need to take new procedures of invitation.

Article (31)

Every shareholder has the right to attend the general assembly whatever the number of his shares may be. He has the number of votes equal to the votes stated for the same category of shares. The shareholder may not vote for himself or for the person he represents in matters related to private benefit of his or matters related to difference existing between him and the company. Any other condition or decision contradicting this becomes invalid. The shareholder may entrust others to attend on his behalf though a special power of attorney or an authorization prepared by the company for this purpose.

Anyone who claims right on the shares that contradicts the established facts in the company shareholders record may approach the judge provisional matters requesting the issuance of an order to prevent the disputable shares from voting for a period of determined by the judge giving that order, or till the subject of dispute is determined by the concerned court. This is done as per the procedures fixed in the commercial and civil pleadings law.

Article (32)

Shareholders shall, at least twenty four hours prior to the dates fixed for holding the meeting of the general assembly, have their names entered in the special register held for his purpose at the head office of the Company. The registration shall include the name of the shareholder, the number of shares owned by him, the number of shares represented by him and the names of their owners. he shall also submit the proxy deed. The shareholders shall be given an attendance card to the meeting stating the number of votes that he can cast as principal or by proxy.

Article (33)

The quorum necessary for the validity of holding the General Assembly meeting in its various capacities and for the majority required to pass resolutions shall be subject to the provisions of the Commercial Companies law.

Article (34)

Voting in the General Assembly meeting shall be in the manner identified by the Chairman of the meeting, unless the General Assembly resolves a specific voting method. The election and discharge of members of the Board of Directors must be conducted through ballot.

Article (35)

Within thirty days from registering the Company in the Commercial Registry and publication of the official deed of its incorporation in the Official Gazette, the founders shall meet in a constituent form and submit a report on all formalities of incorporation, together with the supporting documents, the verification made by





the General Assembly meeting regarding the validity of incorporation operations, and their compliance with the law, the Memorandum and Articles of Association. It shall consider also the reports that may be submitted by the Ministry of Commerce & Industry in this regard. It shall elect the members of the Board of Directors and appoint the auditors and announce the final incorporation of the Company.

Article (36)

The General Assembly meeting shall be held, in ordinary form, at least once a year, upon the invitation of the Board of Directors within three months from the expiry of the Company's financial Year. The Board of Directors may call the General Assembly whenever it deems necessary to do so, and shall so convene the general assembly whenever it is so required by a number of shareholders, who own an interest not less than one tenth of the company's capital. The General Assembly shall also be held upon a request from the Ministry of Commerce & Industry.

Article (37)

The General Assembly held in ordinary form is competent to consider all matters related to the company, except for those matters, which the law or these Articles of Association stipulated to be discussed in a general assembly held in extra-ordinary or constituent form.

Article (38)

The Board of Directors shall submit to the General Assembly held in an ordinary form a report containing a sufficient statement of the progress of the company's business, its financial and economic position, Balance Sheet, Profit & Loss Statement, a statement on the remunerations of the Board of directors, auditors' fees and proposal for dividend distribution.

Article (39)

Together with following the rules of law decree No.(25) for the year 2012 issuing the companies law and its amendments, the ordinary general assembly, in its annual meeting, is concerned with taking decisions in the matters that are within its capacities and in particular the following points:

- 1) The report of the board of directors on the company activity and its financial position for the terminated fiscal year
- 2) The report of the accounts auditor on the company financial data
- 3) Report of any breaches observed by the monitoring bodies for which penalties were imposed on the company.
- 4) The company financial data
- 5) Proposals of the board of directors regarding the distribution of profits
- 6) Acquittal of the members of board of directors
- 7) Electing the members of the board of directors or removing them and determining their remunerations
- 8) Appointing the company accounts auditor and determining its fees or authorizing the board of directors in such matter
- 9) Determining the transactions that took place or will take place with related parties. The related parties are defined as per the international accounting principles.

Article (40)

The extra ordinary general assembly shall meet pursuant to the invitation of the board of directors or a written causative request from the shareholders who hold fifteen percent of the company shares or a request from the Ministry of Commerce and Industry. In this case, the board of directors shall invite the extraordinary general assembly to meet within thirty days of receiving the request.





If the board of directors does not invite the general assembly within the period stated in the previous paragraph, the Ministry of Commerce and Industry will invite the extraordinary general assembly to convene during a period of fifteen days from the expiry date of the term mentioned in the previous paragraph.

Article (41)

Together with following the other capacities stated in law decree No. (25) for the year 2012 issuing the companies law and its amendments.

The following matters shall only be considered by the extra ordinary assembly:


- 1) Amendment of company contract.
- 2) Selling all the project carried out by the company or disposing of the same in any other manner.
- 3) Dissolving the company or its merger or changing it or dividing it.
- 4) Decreasing or increasing of the company capital.

Every decision issued by the extraordinary general assembly shall only be valid after approval of the Ministry of Commerce and Industry and after taking the notary procedures, if the decision is related to the company name or its purposes or its capital except increasing the capital through the issuance of shares against profits realized by the company or as a result of adding its reserves which can be used as capital.

3. The Accounts of the Company

Article (42)

The company shall have one or more chartered accountants from the record of accounts auditors approved by the Capital Markets Authority appointed by the ordinary general assembly. It is also possible for the board of directors in exceptional and urgent cases during which the accounts auditor appointed by the



general assembly does not practice his task for any reason, to appoint another auditor to replace him. This matter should be referred to the general assembly to decide it in the first meeting held by the assembly.

Article (43)

The company fiscal year starts on the 1st of January and ends on 31 December every year, except the first fiscal year of the company which shall start from the date of entering the company in the commercial registry and shall end on 31 December of the following year.

Article (44)

The auditor shall have the powers and obligations provided for in the Commercial Companies Law. In particular, he shall have the right to inspect all the Company's books, records and documents at any time and obtain whatever information he deems necessary and verify the assets and liabilities of the company, should he however, be obstructed from the proper exercise of the said powers, he shall submit a report on this fact to the Board of Directors for presentation to the General Assembly. He shall also have right to call a meeting of the General Assembly for the said purpose.

Article (45)

The accounts auditor or the accountant he deputizes and who participated with him in the auditing works, should attend the ordinary general assembly meetings. The accounts auditor should submit a report on the company financial data and if such data reflect the company financial status at the end of the fiscal year as well as the results of the company works for such year. The auditor should state if the data mentioned in the board of directors report are identical with the text of the





company box and documents, as per the established and customary accounting principles and the rules of law. decree No.(25) for the year 2012 issuing the companies law and its amendments. If the company has more than one account auditors, such auditors should prepare one report. In case of difference between them regarding some matters, this should be inscribed in the report together with stating the point of view of each of them.

The accounts auditor undertakes to keep the secret data and information that he obtained as per his work. He should keep the confidentiality of such information and data during his work and after the expiry of his work at the company. He should not use such data and information to realize benefit for himself or for others. He should not disclose any secrets related to the company. If the auditor breaches his duties mentioned in the previous paragraph, it is possible to remove him and claim compensation from him when necessary. The auditor is considered responsible for the validity of the data mentioned in his report in its capacity as deputy of all shareholders. During the general assembly meeting, each shareholder has the right to question the auditor and ask for explanations regarding the content of his report. The accounts auditor is responsible for the damages that incur to the company as a result of his resignation in unsuitable time. Each shareholder can discuss the content of the auditor report during the ordinary general assembly and request clarifications from the auditor regarding the content of his report.

Article (46)

A percentage, specified by the board directors or the company contract, shall be annually deducted from the gross profits and will be specified by the board directors for depreciation of the company assets or for compensating the drop in their value, after taking the opinion of the accounts auditor. Such funds will be used to buy the required materials, machines and installations or to repair them.

Such funds may not be distributed to shareholders.

Article (47)

Net profits will be distributed in the following manner:

- 1) Pursuant to the decision issued by the ordinary general assembly and a proposal by the board of directors, 10% ten percent at least from the net profits shall be deducted and allocated for the legal reserve account. The general assembly may discontinue this deduction if the legal compulsory reserve exceeds half the company capital. It is not allowed to use the compulsory reserve.

Except in covering the company losses or securing the distribution of profits to shareholders at a ratio of not exceeding five percent of the paid up capital in the years during which the company profits do not allow the distribution of this ratio due to non existence of optional reserve that allows the distribution of this ratio of profits.

The parts deducted from the compulsory reserve should be returned to it when the profits of the following years allow doing so, unless such reserve exceeds half of the company capital.

- 2) 1% one percent will be deducted for the account of Kuwait Foundation for the Advancement of Science
- 3) Another percentage not exceeding 10% of the net profits shall be deducted annually by a decision issued by the ordinary general assembly pursuant to a proposal by the board of directors to form the voluntary reserve account which will be allocated for the purposes determined by the ordinary general assembly of the company.
- 4) The necessary amount will be deducted to distribute the first portion of profits at the amount of 5% to the shareholders against the paid amounts of their shares value.





- 5) After carrying out all the above mentioned, an amount not exceeding 10% of the net profit will be allocated as remuneration for the members of the company board of directors after deducting appreciation and the types of reserves and distributing profit not less than 5% of the capital to the shareholders.
- 6) The ordinary general assembly decides to deduct a ratio of the profits to face the obligations resulting on the company under the labor laws and social insurance. It is possible to establish a special fund to assist the company workers and its employees.
- 7) The general assembly, pursuant to a proposal by the board of directors, may distribute profits to the shareholders at the end of the financial year. The profits should be real as a prerequisite for the validity of this distribution, as per the established accounting principles. It is necessary that this distribution will not affect the company paid up capital.

Article (48)

Dividends shall be paid to the shareholders at the place and on the dates to be fixed by the Board of Directors.

Article (49)

Reserves shall be used in accordance with the resolution of the Board of Directors for the Company's best interests. The statutory reserve may not be distributed to the shareholders. However, distribution of the statutory reserve is limited to the amount required to enable the payment of a dividend of 5% (Five Percent) to be made in year when accumulated profits are not sufficient for the payment of a dividend of that amount. The General Assembly may resolve to discontinue deduction for the

statuary reserve if the statuary reserve exceeds 50% of the Company's capital. It may also resolve to use the surplus in a manner deemed proper for the interests of the Company and shareholders.

Article (50)

The Company's cash funds shall be deposited with one or more banks designated by the Board of Directors, which shall also fix the maximum of cash money that the cashier may keep in the Company's safe.

CHAPTER THREE

DISSOLUTION AND LIQUIDATION OF THE COMPANY

Article (51)

The company shall terminate according to one of the reasons stated under the commercial companies law No. (25) for the year 2012 and its amendments

Article (52)

The company funds shall be liquidated upon its termination In accordance with the provisions stated under the commercial companies law No.(25) for the year 2012 and its amendments.





Article (53)

The rules of law decree No.(25) for the year 2012 issuing the commercial companies law and its amendments and its executive by law are applicable to anything that has no related text in the articles of incorporation or these articles of association.

Article (54)

The original copy of this contract will be kept at the company head office and on its website. One original copy of this contract will be kept in the company file at the concerned department at the Ministry of Commerce and Industry. Each one wishing to obtain a transcript of this contract will request it from the company against paying certain fee determined by the company.

