

**TRANSLATION FROM ARABIC**  
**Invitation to**  
**The Extraordinary General Meeting**  
**EFG Hermes Holding S.A.E.**

The Chairperson of the Board of Directors of EFG Hermes Holding S.A.E., an Egyptian joint stock company with authorized capital of EGP 6 billion (Only EGP Six billion) and issued and paid-in capital of EGP 3,843,091,115 (Only three billion eight hundred forty three million ninety one thousand one hundred fifteen Egyptian Pounds), registered under no. 12665 at 6th October Commercial Registry of Giza, kindly invites its shareholders to attend the Company's Extraordinary General Meeting at 3:00 PM on 21st April 2019 at "Joy Club" Ballroom of the Steigenberger Cairo Pyramids Hotel (previously Movenpick), Giza, in order to consider the following items on the agenda:

1. Amending the following articles of the Company's Statutes: article (38) to add/ amend the General Meeting's attendance and proxy voting requirements; and article (49) to add cumulative voting as a method of electing board members to of the Company's Statutes.
2. Adding an article permitting an Employee Stock Ownership Plan (ESOP) to the Company's Statutes;

In this respect, please note the following:

**First:** Each shareholder has the right to attend the General Meeting either in person, or by delegating another shareholder who is not a Board member. Delegation, to be valid, must be stated in a written proxy, and no shareholder, except for juridical persons, shall be entitled to represent, by proxy, a number of votes exceeding 10% of the total shares of the Company's capital and not to exceed 20% of the shares represented in the meeting.

**Second:** Shareholders who wish to attend the Extra-ordinary General Meeting must submit a statement of their shares deposited with a custodian, confirming that the shares deposited have been temporarily blocked for the purpose of attending the meeting.

**Third:** Any questions regarding the issues reviewed by the Extraordinary General Meeting must be submitted in writing to the Company's management at the Head Office, either by registered mail or by hand delivery against receipt, at least three days prior to date of the Extraordinary General Meeting. Discussion in the said General Meeting shall be limited to the issues listed in the agenda.

**Fourth:** Resolutions of the Extraordinary General Meeting shall be issued by a majority of two-thirds of the shares represented in the meeting.

**Fifth:** This meeting is considered valid with the representation of 50% of the Company's total outstanding shares. In the event of a lack of legal quorum, a second meeting will be called for within 30 days of the first meeting. The second meeting will be considered valid with the representation of 25% of the Company's total outstanding shares.

**Sixth:** Attendance of the meeting is restricted to shareholders with no accompanying guests. We would like to request the shareholders to arrive half an hour before the designated meeting time to allow for registration of attendance upon submission of identification documents and proxies.

Mona Zulficar  
Chairperson of the Board of Directors

**For further information:**

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