

Report Concerning General Assembly Meeting

- **Company Name:** First Gulf Bank
- **Date:** 07 December 2016
- **Time: From:** 5:30 pm **To:** 6:30 pm
- **Location:** St. Regis Hotel – Corniche, Abu Dhabi, UAE
- **Type of Meeting:** General Assembly Meeting

Names of Board of Directors	Designation
His Highness Sheikh Tahnoon Bin Zayed Al Nahyan	Chairman
Ahmed Ali Al Sayegh	Vice Chairman
Abdulhamid Mohammed Saeed	Board Member & Managing Director
Khaldoon Khalifa Al Mubarak	Member
Sultan Khalfan Al Ketbi	Member
Mohammed Saif Al Suwaidi	Member
Jassim Alseddiqi	Member

Agenda for Ordinary General Assembly Meeting

Items	Approved	Not Approved
(1) The approval of the proposed merger (the Merger) of the Company and National Bank of Abu Dhabi PJSC (NBAD), to be effected by way of a merger pursuant to Article 283(1) of UAE Federal Law No. 2 of 2015 Concerning Commercial Companies (the Law) through the issuance of 1.254 new NBAD shares for every 1 share in the Company subject to the terms and conditions of the Merger.	Yes	
(2) The approval of the merger agreement entered into between NBAD and the Company in connection with the Merger.	Yes	
(3) The approval the resolutions adopted by the shareholders of NBAD at the General Assembly meeting held by NBAD's shareholders to approve the Merger.	Yes	
(4) The approval of the dissolution of the Company, subject to the terms and conditions of the Merger and with effect from the Merger becoming effective, and termination of the corporate personality of the Company and for NBAD to become the legal successor of the Company in all its rights and obligations;	Yes	
(5) The authorisation of the Board of Directors, or any person so authorised by the Board of Directors, to adopt any resolution or take any action as may be necessary to implement any of the above resolutions including, without limitation, to apply for a certificate to be issued by the Securities and Commodities Authority to declare the merger between NBAD and the Company and the dissolution of the Company effective. The Board of Directors to be authorised to communicate with the Securities and Commodities Authority, the UAE Central Bank, the Ministry of Economy and the Competent Authority to de-register the Company and further to be authorised to take all necessary action to amend the records and register the Merger with all persons and entities whether official or otherwise including the registration that NBAD shall become the legal successor in rights and obligations of the Company.	Yes	

Agenda for Extraordinary General Assembly Meeting

Items	Approved	Not Approved
NIL		

Notes
NIL

Company Name: First Gulf Bank

Date of Meeting: 07 December 2016

Name of Chairman: His Highness Sheikh Tahnoon Bin Zayed Al Nahyan

Name of CEO: Mr. André Sayegh

Capital (Thousands in AED)			
Authorized		Subscribed	
Before Increase	Type of increase	Amount of Increase	After Increase

Bonus shares			
No. of outstanding Shares	%	No. of issued Shares	Total No. of Shares after increase
Record Date		Last Day to Participate	

Right issue			
No. of outstanding Shares	%	No. of issued Shares	Total No. of Shares after increase
Record Date		Last Day to Participate	

Cash Dividends				
Value	%	Record Date	Last Day to Participate	Payment Date

Stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split

Name: KARIM KAROUI

Signature: 

Karim Karoui
Chief Financial Officer

Date: 07 December 2016

NOTE:

Last Day to Participate

Last day to buy a security with its dividend.

Record Date

The date on which the shareholders are registered in the share book and entitled for dividends or corporate action.

Payment Date

The date on which a declared dividends is scheduled to be paid.