

Report Concerning General Assembly Meeting

- **Company Name:** National Bank of Fujairah PJSC (Public Joint Stock Company) ["the Bank"]
- **Date:** 18 March 2019
- **Time:** From 12 noon to 1:00 pm
- **Location:** Novotel Hotel, Fujairah, United Arab Emirates

Names of the Board of Directors	Designation	Attendance
His Highness Sheikh Saleh Bin Mohamed Bin Hamad Al Sharqi	Chairman	Attended
His Excellency Easa Saleh Al Gurg, KCVO, CBE	Deputy Chairman	Not attended
Sheikh Hamad Bin Saleh Bin Mohamed Al Sharqi	Member	Attended
Mr. Hussain Mirza Al Sayegh	Member	Attended
Dr. Sulaiman Mousa Al Jassim	Member	Attended
Mr. Saif Sultan Al Salami	Member	Attended
Mr. Mohamed Obaid Bin Majed Al Aleeli	Member	Attended
Mr. Abdulla Fareed Al Gurg	Member	Not attended
Mr. Ahmed Saeed Al Raqbani	Member	Attended

Agenda for General Assembly Meeting

Items	Approved	Not Approved
Consider and approve the Chairman's Report and Directors' Report on the Bank's activities and its financial position for the year ended 31 December 2018.	✓	
Consider and approve the Shari'a Supervisory Board Report for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC for the year ended 31 December 2018.	✓	
Consider and approve the Independent Auditor's Report for the year ended 31 December 2018.	✓	
Consider and approve the Balance Sheet and Profit and Loss Statement for the year ended 31 December 2018.	✓	
Consider and approve the recommendation of the Board of Directors to distribute profit by way of cash dividends of 7.5% (AED 123.3 million) of paid-up capital and 12.5% (AED 205.6 million) of paid-up capital by way of bonus shares.	✓	
Consider and approve the proposal of the Board of Directors concerning the remuneration of the members of 0.8% of the net profit after deducting all the depreciations and reserves.	✓	
Discharge the board members of the Bank from liability for the year ended 31 December 2018.	✓	
Discharge the external auditors of the Bank from liability for the year ended 31 December 2018.	✓	
Appoint the new external auditors of the Bank for the year ending 31 December 2019 and fix their remuneration.	✓	
Appoint the Shari'a Supervisory Board members for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC upon recommendation by the Board of Directors and fix their remuneration.	✓	

<p>To consider passing a special resolution:</p> <p>a. To consider and approve the increase of the ceiling on non-convertible additional tier 1 capital instruments by USD 500 million for the purposes of strengthening the Bank's capital base. The increase of USD 500 million (or equivalent thereof in other currencies) will take additional tier 1 capital up to USD 636.1 million. The increase in additional tier 1 capital as per the resolution can be offered either once or in a series of issuances.</p>	✓	
<p>b. To authorize the Board of Directors to take all necessary actions to determine the timing, amount, offering mechanism, transaction structure and other terms and conditions (provided that such issuance is subordinated and the terms and conditions also contain a point of non-viability provision and coupon cancellation under certain circumstances) and after obtaining approvals required from the relevant competent regulatory authorities.</p>	✓	

Others
<p>The AGAM approved the recommendation of the Board of Directors to distribute profit by way of cash dividends of 7.5% (AED 123.3 million) of paid-up capital and 12.5% (AED 205.6 million) of paid-up capital by way of bonus shares to the shareholders recorded in the Shareholders' Register on Thursday, 28 March 2019.</p>
<p>Ernst & Young were appointed as the new External Auditors of the Bank for the year 2019 and their remuneration was fixed.</p>
<p>The AGAM approved the appointment of the Shari'a Supervisory Board members for NBF Islamic, the Islamic Banking Window of National Bank of Fujairah PJSC and their remuneration was fixed.</p>

Capital (Thousands in AED)			
Authorized		Subscribed	
Before Increase	Type of increase	Amount of Increase	After Increase
	Bonus shares		
	Right issue		
Bonus shares			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
1,644,454,651	12.5%	205,556,831	1,850,011,482
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
26 March 2019	27 March 2019		28 March 2019
Right issue			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
-	-	-	-
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
-	-		-
Cash Dividends			
Percentage		Value	
7.5%		123,334,099	
Payment Date	Last Entitlement Date (LED)	Ex- Dividends Date (EXD)	Registry Closing Date (RCD)
Before 17 April 2019	26 March 2019	27 March 2019	28 March 2019
stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split

Name: His Highness Sheikh Saleh Bin Mohamed Bin Hamad Al Sharqi

Signature: _____

(Handwritten Signature)

Date: 18 March 2019



NOTE:

- Last Day to Participate: Last Day to buy the stocks to be eligible for the dividends *which will be Tuesday, 26 March 2019.*
- Ex-Dividends Date (EXD): the day following the last entitlement date and excluding from dividends *which will be Wednesday, 27 March 2019.*
- Record Date: The date on which registered shareholders worth in stock profits registered or any other decisions *which will be Thursday, 28 March 2019.*
- Payment Date: The date on which declared dividends are scheduled to be paid, *in which the Bank will pay the dividends within one month after the AGAM which will be before 17 April 2019.*