



## Gulf General Cooperative Insurance Company

**Minutes of the Fifth Ordinary General Assembly Meeting (for the second time ) of the Shareholders of Gulf General Cooperative Insurance Co.**  
**Held on Wednesday 08/05/1437 AH corresponding to 17/02/2016 AD**

Based on the invitation of the Board of Directors addressed to the Company's shareholders to attend the Fifth Ordinary General Assembly meeting (for the second time ), which was announced on the website of the Saudi Stock Exchange "Tadawul", and published in the following newspapers:

-The Okaz Newspaper, Issue No. ( 18057 ) on 03/02/2016 AD.

The meeting was held at Radisson Blu Hotel, Al Majles Hall, Jeddah, at 4:00pm, on Wednesday 08 Jumada Al-Ula 1437 AH corresponding to February 17, 2016 AD and was chaired by Mr. Jamal Abdullah AlDabbagh, Chairman of the Board of Directors and in the presence of each of the following Board members:

1. Mohammadzاهر Almunajjed;
2. Majed Diaaouddin Kareem;
3. Mohamed Husnee Jazeel;
4. Sami Fouad Bahrawi;
5. Taher Mohammed Agueel.

The meeting was attended by the representative of the Ministry of Commerce, Mr. Ali Saeed Al Abdullah.

The Chairman of the Assembly opened the meeting in the name of Allah Almighty **the accused**, and after he welcomed the attendees, he announced the information of the attendees (in person and by proxy), numbering (13) of the Company's shareholders. The number of shares represented in the meeting was disclosed in person and by proxy (7,587,584) shares, i.e. (37.94)% of the Company's total number of shares, which amounted to (20,000,000) shares. Thus, the meeting of the Assembly became valid, in accordance with the Companies Law and the corresponding Articles of Association of the Company.

The Assembly selected Mr. Sami bin Akbar Zila'i, the secretary of the Assembly, and selected the members of the committee for auditing and recounting votes, consisting of: Mr. Murad bin Mahmoud Mansouri and Mr. Muhammad bin Hussein Hossam El-Din.

The agenda of the Ordinary General Assembly meeting was as follows:

Clause (1): Approval of the election of the members of the Board of Directors nominated for the third session for a period of three years starting from the date of the Assembly, and the cumulative vote will be used to elect the members of the Board of Directors in this Clause.

(List of nominees)

#	Name
1	Jamal Abdullah AlDabbagh
2	Saud Abdulaziz AlSulaiman



#	Name
3	Mohamed Farouk Tamer
4	Taher Mohammed Agueel
5	Majed Diaaaddin Kareem
6	Sami Fouad Bahrawi
7	Mohamed Husnee Ikhwan
8	Mohammadzاهر Almunajjed
9	Mohamed Husnee Jazeel
10	Jawdat Musa AlHalabi

Clause (2): Approving the works carried out by the Board of Directors from the date of the end of their session until the date of convening the Assembly.

Clause (3): Selecting members of the Audit Committee, their term of membership and the method of work of the committee in accordance with paragraph (B) of Article (14) of the Corporate Governance Regulations.

Clause (4): Selecting the members of the Nomination and Remuneration Committee, their term of membership and the method of work of the Committee in accordance with paragraph (B) of Article (15) of the Corporate Governance Regulations.

After that, the Chairman of the Assembly asked the Shareholders to cast their votes on the clauses in the voting cards that were distributed to them, the the vote-collectors collected the cards and counted them with the participation of the Secretary of the Assembly and under the supervision of the representative of the Ministry of Commerce present as an observer. The Minutes attached to the voting results were prepared, where the results of voting for the clauses were as follows:

#	Name of Nominee	Numbers of Votes	Percentage
1	Jamal Abdullah AlDabbagh	759.248	10.01%
2	Saud Abdulaziz AlSulaiman	758.948	10.00%
3	Mohamed Farouk Tamer	758.948	10.00%
4	Taher Mohammed Agueel	758.948	10.00%
5	Majed Diaaaddin Kareem	758.948	10.00%
6	Sami Fouad Bahrawi	758.948	10.00%
7	Mohamed Husnee Ikhwan	758.948	10.00%
8	Mohammadzاهر Almunajjed	758.948	10.00%



#	Name of Nominee	Numbers of Votes	Percentage
9	Mohamed Husnee Jazeel	758.948	10.00%
10	Jawdat Musa AlHalabi	758.948	10.00%

Clause Text	Approvers	Non-Approvers	Abstainers
Clause (2): Approving the works carried out by the Board of Directors from the date of the end of their session until the date of convening the Assembly.	7,587,584 100.00%	0 0.00%	0 0.00%
Clause (3): Selecting the members of the Audit Committee, their term of membership and the method of work of the Committee in accordance with paragraph (B) of Article (14) of the Corporate Governance Regulations.	7,587,584 100.00%	0 0.00%	0 0.00%
Clause (4): Selecting the members of the Nomination and Remuneration Committee, their term of membership and the method of work of the committee in accordance with paragraph (B) of Article (15) of the corporate Governance Regulations.	7,587,584 100.00%	0 0.00%	0 0.00%

The meeting ended at 4:30pm, where the Chairman of the Assembly, on behalf of the Company's Board of Directors and all its employees, thanked all the attendees and the active participation of the shareholders for their attendance at this meeting. He also thanked the representative of the Ministry of Commerce for his presence and for the outstanding effort that was made in monitoring the progress of the work of the Assembly to make it a success according to what has been achieved.

May Allah grant success,

Secretary of the Assembly

Chairman of the Assembly

Mr. Jamal Abdullah AlDabbagh