

An invitation to attend the Extra Ordinary General Assembly Meeting of Shareholders

The Board of Directors of Doha Bank is honored to invite the esteemed shareholders to attend the Extra Ordinary General Assembly Meeting of the Shareholders, which will be held at 04:00 PM on Sunday 30/11/2014 in Head Office Tower – West Bay – floor no. (1). However, if the quorum required is not attained, a second meeting will be held on Sunday 7/12/2014 at the same time and venue to look in:

First: To consider and approve the Scheme of Amalgamation of the India Operations of the HSBC Bank Oman S.A.O.G with the transfer of the undertaking as a going concern under Section 44A of the Banking Regulation Act, 1949 of India and to combine the same with the India Branch of Doha Bank, in terms of the draft Scheme of Amalgamation placed before the shareholders, and to authorize the Board of Directors and those authorized by the Board to complete the required formalities, seek necessary approval of the regulators in Qatar and in India, to make any required changes, modifications and amendments to the Scheme of Amalgamation, take all necessary actions and procedures to execute the resolution and implement the Scheme of Amalgamation and sign all the relevant applications and documents as may be required in relation thereto to complete the transaction.

Second: Amending Article (21) of the Articles of Association to be read after amendments as follows:

"The company shall be managed by Board of Directors of seven members, elected by the Ordinary General Assembly through secret ballot."

Notes

- ▶ Dealing in the shares of the bank will be stopped on the date of the meeting.
- ▶ If unable to attend personally, the shareholder may nominate another shareholder as his proxy (other than board members) to attend the meeting and act on his behalf. However:
Shares in possession of the nominated proxy should not in any way exceed 5% of the total shares i.e. (12,918,612) shares. In case the shareholder is a juridical person (company, establishment etc...), the attending representative should submit a written authorization for this effect duly signed by the company/establishment.
- ▶ Invitation to Shareholders to attend the meeting is posted on Doha bank's website.
- ▶ The Scheme of Amalgamation shall be available for the perusal of the shareholders in the Compliance Department located on the 24th floor of the Bank's Head Office Tower at West Bay during the working hours.
- ▶ Shareholders are kindly requested to be in the meeting venue one hour prior to the meeting time to facilitate the registration.

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