

\*\* Translation of the Arabic-Language Original \*\*

**Invitation to Attend the Annual General Meeting of Citadel Capital S.A.E.  
Monday, 21 May 2012**

**Information About Citadel Capital:**

<b>Company Name:</b>	Citadel Capital S.A.E
<b>Commercial Registration:</b>	#11121 on 13/ 4/ 2004, renewed on 13/ 4/ 2009
<b>Authorized Capital:</b>	EGP 6,000,000,000
<b>Issued Capital:</b>	EGP 4,358,125,000 distributed over 871,625,000 shares, including 653,718,750 common shares and 217,906,250 preferred shares

Dr. Ahmed Heikal, Chairman of Citadel Capital, a company founded under Law 159 of 1981 and its Executive Regulations, cordially invites the firm's shareholders to attend its annual general meeting, to be held at 3:30 CLT on Monday, 21 May 2011 at Le Passage Hotel on Cairo International Airport Road in Heliopolis, Cairo, to discuss the following agenda items:

1. Ratify the Board of Directors' report on the firm's performance in FY2011;
2. Ratify the firm's budget and financial statements for FY2011 and Auditor of Record's report on the same;
3. Release members of the firm's Board of Directors from liabilities regarding FY2011;
4. Define attendance and transportation compensation, as well as Board of Directors bonuses, for FY2011;
5. Discuss changes to the composition of the firm's Board of Directors;
6. Delegate to the Board of Directors the power enter into and conclude contractual agreements;
7. Appoint the firm's Auditor of Record and set his fees for the fiscal year ending December 31, 2012;
8. Discuss compensation and bonus schemes at the firm;
9. Ratify donations granted by the firm's Board of Directors for FY2011 and delegate to the Board of Directors the ability to make donations in excess to EGP 1,000 for FY2012, with a limit of EGP 2 million.

**Shareholders should note the following:**

1. Shareholders may examine the detailed statements and documents as specified by Articles 219, 220 and 221 of the Executive Regulations of Law 159 of 1981 at the

firm's headquarters, located at 1089 Corniche El-Nil, Four Seasons Nile Plaza Office Building, Garden City, Cairo, at any time during business hours.

2. Every shareholder has the right to attend the firm's Annual General Meeting in person or by granting a proxy to another shareholder who is not a member of the Board of Directors. Proxies must be tendered in writing and be supported by a power of attorney. No shareholder has the right to represent other shareholders holding a combined 10% or more of the firm's share capital or more than 20% of shareholders attending the meeting.
3. Shareholders who wish to attend the Annual General Meeting must submit a statement of their shares deposited with a custodian confirming that the balance of shares deposited have been temporarily blocked for purpose of attending the meeting.
4. Any questions regarding agenda items for the Annual General Meeting must be submitted in writing to Company's Management at the Headquarters Office **at least three days** prior to date of the Annual General Meeting.
5. In the event that quorum is not reached, a second Ordinary General Meeting will be held at 1530 hrs on the following day at the same place of the first Ordinary General Meeting. The second Ordinary General Meeting will then be valid regardless of the percentage of shareholders represented at the Meeting.

Sincerely,

Ahmed Mohammed Hassanein Heikal  
Founder and Chairman, Citadel Capital