

Orascom Investment Holding S.A.E.

Established pursuant to the provisions of Law 95/1992
Head Office: Nile City Towers, South Tower, 29 Floor,
2005 A Croniche El Nile, Ramlet Beaulac, 11221, Cairo, Egypt
Authorized Capital: EGP 22 Billion
Issued Capital:
EGP: 2,203,190,060.40
(Fully paid)
Number of Issued Shares:
5,245,690,620
Commercial registration number: 394061 Cairo

**Invitation to the
Ordinary General Assembly Meeting
1st of June 2020**

In line with Orascom Investment Holding's (S.A.E.) role towards its shareholders in light of the current conditions and its commitment to the precautionary measures taken by the Egyptian Government regarding the suspension of any activities comprising large gatherings in order to contain the spread of the global pandemic COVID-19. Moreover, in light of the Prime Minister's Decree No. 606 for 2020, the Financial Regulatory Authority's Decree and the General Authority for Investment Decree no. 160 for 2020 in connection with convening General Assembly meetings via modern means of telecommunication.

The Chairman of the Board of Directors of Orascom Investment Holding, cordially invites the shareholders, the members of the Board of Directors, the Financial Regulatory Authority and the Auditor to attend the Ordinary General Assembly of the Company on 1st of June 2020 at 3 pm via ZOOM on the following link (<https://zoom.us/j/99068435468>), to vote on the following agenda:

1. Ratification of the Board of Directors' report on the Company's activities during the fiscal year ended on 31/12/2019;
2. Ratification of the Auditor's report on the Company's activities for the fiscal year ended on 31/12/2019;

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3. Ratification of the financial statements for the fiscal year ended on 31/12/2019;
4. Discharge the Chairman and members of the Board of Directors for their liabilities for the fiscal year ended on 31/12/2019;
5. Ratification of the changes in the structure of the Board of Directors and determine its authorities and powers;
6. Determine the remuneration and allowances of the Board of Directors and its Committees;
7. Ratification of the Corporate Governance Report for the fiscal year ended on 31/12/2019;
8. Renew the appointment of the Auditor of the Company for the fiscal year ending on December 31, 2020 and determine his fees;
9. Authorize the Board of Directors to enter into related party transactions and agreements in accordance with the provisions of Law No. 195 of 1981 and its executive regulations;
10. Ratify the Board of Directors' resolutions during the fiscal year ended on 31/12/2019 to date;
11. Approve the donations made during the fiscal year ended on 31/12/2019 and authorize the Board of Directors to donate during the fiscal year ending on 31/12/2020;

We draw the shareholders' attention to the following:

First: Shareholders wishing to attend the Ordinary General Assembly, should send the following documents to the e-mail (shareholders@OrascomIH.com):

- A certified account statement issued by a custodian bank, freezing the balance of the shares reflected in the account statement for the purpose of attending the Ordinary General Assembly, at least three days prior to the date of the Ordinary General Assembly.
- National ID or passport to prove the identity of the shareholder.
- Any additional documents in case of proxies or Power of Attorney.
- The voting card for the Extraordinary General Assembly's resolutions, available on the following link (<https://orascomih.com/en/press-release/>).

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Second: The Company shall provide the shareholders with the Zoom meeting code upon the receipt, review and verification of all the aforementioned documents. The Zoom meeting code will enable the shareholder to participate in the meeting.

Third: A shareholder may not represent by proxy in the Extraordinary General Assembly a number of votes exceeding ten percent (10%) of the nominal shares of the Company's share capital or twenty percent (20%) of the shares present at the Meeting

Fourth: A shareholder has the right to attend the meeting in person or by proxy by delegating another shareholder other than the members of the Board of Directors by virtue of a power of attorney.

Fifth: The Ordinary General Assembly shall not be validly held unless attended by a number of shareholders representing quarter of the nominal shares of the Company's share capital. In the event the quorum is not met, the Ordinary General Assembly will reconvene within thirty days from the date of the first meeting (to be announced at the time). The second Ordinary General Assembly shall be valid regardless the number of shares represented.

Executive Chairman
Naguib Onsi Sawiris



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