

**Resolution adopted by the Extraordinary General Meeting of Shareholders of  
October 17, 2018:**

**Sole resolution: Confirmation of the adequate implementation of the cancellation of the Series “G” Preferred Shares and the accompanying increase of the Bank’s share capital in order to round the nominal value of each individual share up to L.L. 1,670; and granting discharge to the Chairman and members of the Board of Directors of the Bank in respect of activities related to the cancellation and capital increase.**

Pursuant to its resolution dated July 27, 2018 to cancel all the Series “G” Preferred Shares and increase the Bank’s capital from L.L. 677,255,426,252 to L.L. 677,601,170,680, i.e. by an amount of L.L. 345,744,428 through the increase of the nominal value of each share to become L.L. 1,670 instead of L.L. 1,663, and after examining the approval letter issued by the Central Bank on September 10, 2018 and the report of the External Auditors, the Extraordinary General Meeting of shareholders of Bank Audi resolves to:

- Confirm and approve the adequate completion of all formalities and actions undertaken to execute the aforementioned resolution of cancellation of Series “G” Preferred Shares and capital increase;
- Declare that Bank Audi’s capital is now L.L. 677,601,170,680, fully paid and divided into 405,749,204 nominal shares having a par value of L.L. 1,670 each;
- Declare, pursuant to the above, that the amendment of articles 6 and 8 of the Bank’s By-laws as per the second resolution of the Extraordinary General Meeting held on July 27, 2018 is now effective;
- Grant discharge to the Chairman and members of the Board of Directors in respect of all activities related to the cancellation of the Series “G” Preferred Shares and the capital increase through the increase of the nominal value of each share, and grant the Chairman of the Board of Directors – General Manager and Group CEO, Mr. Samir Hanna (acting singly) or any two Directors – General Managers (acting jointly) the necessary powers to carry out all legal formalities in connection with the publication, registration and execution of all related documents with the authority to further delegate all or part of the aforementioned powers hereby granted to them.

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