

** Translation of the Arabic Language Original¹ **

Invitation to attend the Extraordinary General Meeting of Citadel Capital S.A.E. on Wednesday, 9 October 2013

About the Company:

The Company:	Citadel Capital S.A.E.
Commercial Registration:	#11121 on 13.04.2004, renewed 13.04.2009
Authorized Capital:	EGP 6 billion (6,000,000,000)
Issued Capital:	EGP 4,358,125,000 (871,625,000 shares, split as 653,718,750 common shares and 217,906,250 preferred shares)

In his capacity as Chairman of the Board of Citadel Capital S.A.E, Dr. Ahmed Mohamed Hassanein Heikal has the honor of inviting the Firm's shareholders to attend an Extraordinary General Meeting for the company in compliance with the Regulations of Law No. 159 for the year 1981. This Extraordinary General Meeting will be held at 16:00 hrs, on Wednesday, 9 October 2013, at Le Passage Cairo Hotel and Casino on the Cairo International Airport Road, Cairo, Egypt.

The agenda for the Extraordinary General Meeting includes the following items:

- 1- Approval to increase the Firm's authorized capital to EGP 9 billion from EGP 6 billion and to increase its issued capital by EGP 3,641,875,000 to EGP 8,000,000,000 from a present EGP 4,358,125,000.

The firm seeks to achieve this by issuing 728,375,000 new shares (182,093,750 preferred shares and 547,281,250 common shares) at an individual share value of EGP 5 for a total combined value of EGP 3,641,875,000, net of any cost of issuance.

The purpose of this share issuance is to increase the firm's ownership of [select] platform companies, shoring up the capital of a number of its platform companies, in addition to financing new investments.

In light of this, the firm will seek to amend Articles 6 and 7 of its Articles of Incorporation.

- 2- Approval for all necessary measures to ensure that the share issuance follows all relevant regulations and legal procedures mandated by Article 28 and Executive Regulation Number 122 of the Capital Markets Law, to which the firm is subject as a legal entity involved in establishing and raising capital for other companies.

¹ Kindly note that the original Arabic version of this document is the sole official version under law

- 3- Amending the company's legal name and status to reflect its transformation into an Investment Holding Company.
- 4- Reminding and informing the attendees of the Extraordinary General Meeting attendees of all resolutions concluded during the previous General Assembly Meeting held on 2 June 2013, at which time shareholders approved an independent financial advisor's valuation report on the fair value of select platform companies as well as all relevant contractual agreements.

In this respect, we call on all shareholders to please note the following:

Shareholders may examine the documents concerning the Regulations of Law No. 159 for the year 1981 at the company's headquarters at 1089 Corniche El-Nil, Four Seasons Nile Plaza, Garden City, Cairo, during official working hours.

Every shareholder has the right to attend the Extraordinary General Meeting either in person, or by delegating another shareholder who is not a board member. To be valid, any such delegation must be stated in a written proxy, and no shareholder shall be entitled to represent by proxy a number of votes exceeding 10% of the total shares of the Firm's capital, nor may any shareholder represent by proxy more than 20% of the shares represented at the meeting.

Shareholders who wish to attend the Extraordinary General Meeting must submit the statutory statement confirming their shares are deposited with a custodian and confirming that the balance of shares deposited have been temporarily blocked for the purpose of attending the meeting.

Any questions regarding the issues to be reviewed by the Extraordinary General Meeting must be submitted in writing to Firm's management at the Headquarters Office at least three (3) days prior to date of the General Meeting.

We request that you kindly confirm your attendance at your earliest convenience.

Sincerely,

Ahmed Mohamed Hassanein Heikal
Founder and Chairman