

GB Auto S.A.E.

Subject to the provisions of Law No. 159 of 1981

**Authorized Capital of 5 Billion Egyptian Pounds - Issued and Paid-up Capital
135,337,545 Egyptian Pounds**

Invitation to attend the Ordinary General Assembly Meeting

Dr. Raouf Ghabbour, Chairman of the Board & CEO is honored to invite you to attend the Ordinary General Assembly Meeting of the company which will be held on Sunday the 22nd of March, 2015 at exactly 03:00 pm at the Main Conference Room – GB Academy Building – KM 28, Cairo-Alexandria Desert Road – Abo Rawash to discuss the following agenda:

1. Approval and Ratification of the Board of Directors' Report regarding the Company's activities for the Financial Year ended December 31, 2014.
2. Approving External Auditor Report for the Year ended December 31, 2014.
3. Approving the Financial Statement for the Year ended December 31, 2014 as well as the Balance Sheet and Profit & Loss Account for that year.
4. Approving Dividends Distribution for the Year ended December 31, 2014.
5. Discharge of the Board of Directors' Members from their obligations for the Financial Year ended December 31, 2014.
6. Approving the Board of Directors composition.
7. Approving the Board of Directors' remunerations for the year 2015.
8. Renewal of the External Auditor mandate for the Financial Year ending December 31, 2015 as well as fixing his annual fees.
9. To delegate the Board to contract with related third parties companies.
10. Approving the donation paid in year 2014 and authorizing the board for 2015 donation.

We would like to draw your attention to the following:

1. Every shareholder has the right to attend the Ordinary General Assembly Meeting originality or on behalf of another shareholder who is not a member of the Board of Directors conditioning a written proxy.
2. The shareholders wishing to attend the Ordinary Meeting have to present a statement from the Central Custodian to the company at least three days prior to the GM.
3. Any queries related to the agenda should be presented written to the company's financial department by hand during working hours at least three days prior to the A.M. Discussion is limited to the subjects mentioned in the agenda.
4. It is not allowed to arrange any transaction on shares starting the announcement of invitation till meeting's end.
5. The Ordinary General Assembly Meeting is valid if the attendance of the shareholders represents half of the capital. In case there is no quorum for the first meeting a second one will be held at 03:00pm on Thursday March 23rd, 2015 at same location. The second meeting will be valid regardless the number of shares attending and the decisions will be taken according to absolute majority of votes represented at the meeting.

Dr. Raouf Ghabbour

Chairman & CEO