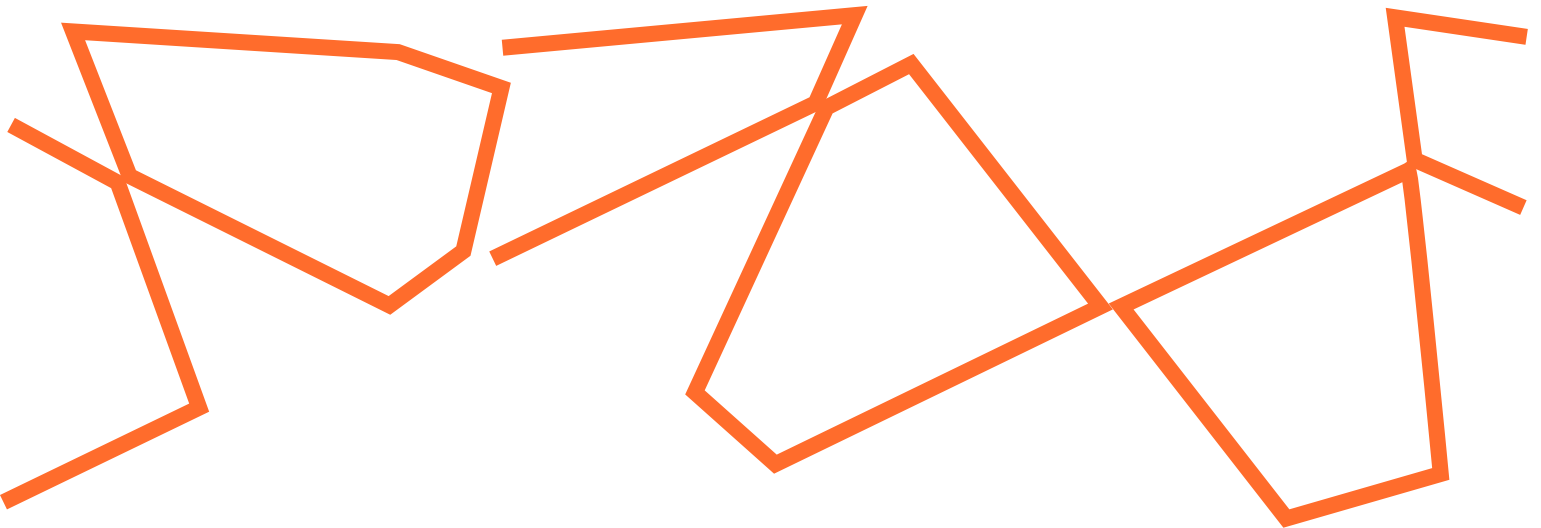


Al Baraka Banking Group B.S.C.

SUMMARY DOCUMENTS OF ORDINARY AND EXTRAORDINARY GENERAL MEETINGS

Tuesday, 20 March 2018

Shaikh Saleh Kamel Hall - 1st floor
Al Baraka Headquarters - Bahrain Bay
Manama, Kingdom of Bahrain



Your Partner Bank



Agenda	3
Proxy Form	5
Consolidated Financial Statements	7
Al Baraka Global Network Directory	10



Invitation to The Ordinary and Extraordinary General Meetings

The Board of Directors of Al Baraka Banking Group (B.S.C) is pleased to invite you to attend the Group's Ordinary and Extraordinary General Meetings to be held successively at 11:00 am on Tuesday 20 March 2018 at the Headquarters of Al Baraka Banking Group, Shaikh Saleh Kamel Hall 1st Floor - Bahrain Bay - Kingdom of Bahrain. In case of the absence of a quorum the second or the third meeting will be held as per the notes below. The Agenda for both the AGM & EGM meetings shall be respectively as follows:

A. The Ordinary General Meeting

1. To review the report of the Board of Directors on the activities of the Bank for the Financial Year ended 31/12/2017.
2. To review the Sharia Supervisory Board's report for the financial year ended 31/12/2017.
3. To review the External Auditors' report for the financial year ended 31/12/2017.
4. To review and approve the consolidated financial statements for the financial year ended 31/12/2017. Which includes a note with regards to related parties' transactions. (included in the annual report distributed to shareholders and will be displayed during the meeting).
5. To approve the proposed distribution of profits for the financial year ended 31/12/2017, after obtainment of the required official approvals, as follows:
 - (a) The transfer of 10% of the Net Income amounting to US\$ 12,902,882 to the Statutory Reserve.
 - (b) The distribution of US\$ 24,133,587 as cash dividend to the shareholders registered as on the date of this meeting (except for treasury shares), amounting to US Cent 2 for each share equal to 2% of the par value of the share, no later than 5 April 2018.
 - (c) The transfer of US\$ 91,992,355 to the Retained Earnings.
6. To approve the proposed distribution of 3 bonus shares for every 100 fully paid up shares to the shareholders registered as on the date of this meeting amounting to US\$ 36,200,381 equal to 3% of the issued and paid up capital from the retained earnings after obtainment of the required official approvals.
7. To absolve the Directors from liability for the Financial Year ended 31/12/2017.
8. To approve a remuneration of US\$ 1.5 Million to the Members of the Board of Directors.
9. Subject to the approval of the Central Bank of Bahrain, to reappoint Messrs Ernst and Young as Auditors for the Financial year ending 31/12/2018 and to authorize and empower the Board of Directors or its delegate to fix their remuneration.
10. To review the Corporate Governance Report as per CBB instruction:
 - (a) To review the evaluation of ABG's Board, Members and Committee (Included on the annual report distributed to shareholders).
 - (b) To review the percentage Report of Board of Directors attendance at Board Meetings for 2017 (Included on the annual report distributed to shareholders).
11. To approve the payment of the shareholder's Zakat for the distributable dividends as of 31/12/2017 as follows:
 - (a) US Cent 51.96 for each 1,000 shares to be paid by the shareholders for the dividends distributed and received in cash.
 - (b) To authorize ABG management to pay US\$ 3,961,337 as Zakat on behalf of the shareholders, to be deducted directly from the retained earnings.
12. To discuss any urgent matter arises according to Article 207 of CCL No. 21/2001 as amendment.



Invitation to The Ordinary and Extraordinary General Meetings

B. The Extraordinary General Meeting

1. To approve the increase of the issued and paid up share capital from US\$ 1,206,679,374 to US\$ 1,242,879,755 by transferring US\$ 36,200,381 to the Share capital and issue 3 bonus shares for every 100 fully paid up shares to the shareholders registered as on the date of this meeting.
2. To approve increase of authorized capital of ABG to US\$ 2.5 Billion after the obtainment of the CBB approval.
3. To approve the amendment of the Memorandum of Association and the Articles of Association according to the resolutions of capital increase in items (1&2) above, after the obtainment of the CBB approval.
4. To approve the amendments of the Articles of Association as per the Law No. 1 for the year 2018 amending the Commercial Companies Law No. 21 for the year 2001 after the obtainment of the CBB approval.
5. To authorize and empower the Board of Directors or its delegate to take the necessary action, to effect amendment to the Memorandum and Articles of Association for the purpose of publicizing the increase in the share capital, and attesting the necessary amendment to the Memorandum and Articles of Association.

Saleh Abdullah Kamel
Chairman

Notes:

1. The Annual General Meeting (AGM) shall be valid if attended by shareholders representing more than 50% of the issued capital. If the said quorum is not obtained, the AGM shall be called for a second Meeting with the same agenda to be held after a period of seven days at the same time and place. The Second Meeting shall be valid if attended by shareholders representing more than 30% of the issued capital. If the said quorum is not obtained the Third Meeting shall be valid irrespective of the number of shareholders present after a period of seven days at the same time and place.
2. The Extraordinary General Meeting (EGM) shall be valid if attended by shareholders representing two thirds of the issued capital. If the said quorum is not obtained, the EGM shall be called for a second Meeting with the same agenda to be held after a period of seven days at the same time and place. The Second Meeting shall be valid if attended by shareholders representing one third of the issued capital, If the said quorum is not obtained the Third Meeting to be held after a period of seven days at the same time and place and shall be valid if attended by shareholders representing one fourth of the issued capital.
3. In case of Proxy, shareholders are required to deposit the Proxy Form (Copy available at our website www.albaraka.com) at least 24 hours prior to the proposed date for holding the AGM & EGM with the Shares Registrar (Karvy Computershare) AlZamil Tower, Manama, Kingdom of Bahrain, Tel: +973 17215080, Fax: +973 17212055, Email: Bahrain.helpdesk@karvy.com
4. Copies of the Meetings Document will be available on the meeting date, with the Share Registrar and at our website: www.albaraka.com

Al Baraka Banking Group (B.S.C.)

Al Baraka Headquarters
P.O. Box 1882
Bahrain Bay, Kingdom of Bahrain
Tel: +973 17541122
Fax: +973 17536533
albaraka.com

Investors Relations:

Mr. Ahmed AbdulGhaffar
First Vice President - Investors Relations
Tel: +973 17520701
+973 17541122
Fax: +973 17910911
aghaffar@albaraka.com

Shares Registrar:

Karvy Computershare W.L.L.
Office 74, 7th Floor, AlZamil Tower,
PO Box 514,
Manama, Kingdom of Bahrain
Tel: +973 17215080
Fax: +973 17212055
bahrain.helpdesk@karvy.com



Proxy form for the Ordinary and Extraordinary General Meetings

I, the undersigned _____, being a shareholder in Al Baraka Banking Group B.S.C. appoint Mr. / Ms. _____ to represent me and vote on my behalf in the Annual General Meeting and the Extraordinary General Meeting to be successively held at Headquarter of AlBaraka Banking Group, Shaikh Saleh Kamel Hall, 1st floor, Bahrain Bay, Kingdom of Bahrain on Tuesday 20 March 2018, or any subsequent adjournment of these meetings. Authorization for the following:

A. The Ordinary General Meeting:

	Yes	No
1- To review the report of the Board of Directors on the activities of the Bank for the Financial Year ended 31/12/2017.		
2- To review the Sharia Supervisory Board's report for the financial year ended 31/12/2017.	<input type="checkbox"/>	<input type="checkbox"/>
3- To review the External Auditors' report for the financial year ended 31/12/2017.	<input type="checkbox"/>	<input type="checkbox"/>
4- To review and approve the consolidated financial statements for the financial year ended 31/12/2017. (Included in the annual report distributed to shareholders and will be displayed during the meeting) Which includes a note with regards to related parties' transactions.	<input type="checkbox"/>	<input type="checkbox"/>
5- To approve the proposed distribution of profits for the financial year ended 31/12/2017, after obtainment of the required official approvals, as follows:		
(a) The transfer of 10% of the Net Income amounting to US\$ 12,902,882 to the Statutory Reserve.	<input type="checkbox"/>	<input type="checkbox"/>
(b) The distribution of US\$ 24,133,587 as cash dividend to the shareholders registered as on the date of this meeting (except for treasury shares), amounting to US Cent 2 for each share equal to 2% of the par value of the share, no later than 5 April 2018.	<input type="checkbox"/>	<input type="checkbox"/>
(c) The transfer of US\$ 91,992,355 to the Retained Earnings.	<input type="checkbox"/>	<input type="checkbox"/>
6- To approve the proposed distribution of 3 bonus shares for every 100 fully paid up shares to the shareholders registered as on the date of this meeting amounting to US\$ 36,200,381 equal to 3% of the issued and paid up capital from the retained earnings after obtainment of the required official approvals.	<input type="checkbox"/>	<input type="checkbox"/>
7- To absolve the Directors from liability for the Financial Year ended 31/12/2017.	<input type="checkbox"/>	<input type="checkbox"/>
8- To approve a remuneration of US\$ 1.5 Million to the Members of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
9- Subject to the approval of the Central Bank of Bahrain, to reappoint Messrs Ernst and Young as Auditors for the Financial year ending 31/12/2018 and to authorize and empower the Board of Directors or its delegate to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
10- To review the Corporate Governance Report as per CBB instruction:		
(a). To review the evaluation of ABG's Board, Members and Committee. (Included in the annual report distributed to shareholders).	<input type="checkbox"/>	<input type="checkbox"/>
(b). To review the percentage Report of Board of Directors attendance at Board Meetings for 2017. (Included in the annual report distributed to shareholders).	<input type="checkbox"/>	<input type="checkbox"/>
11- To approve the payment of the shareholder's Zakat for the distributable dividends as of 31 Dec, 2017 as follows:		
(a). US Cent 51.96 for each 1,000 shares to be paid by the shareholders for the dividends distributed and received in cash.	<input type="checkbox"/>	<input type="checkbox"/>
(b). To authorize ABG management to pay US\$ 3,961,337 as Zakat on behalf of the shareholders, to be deducted directly from the retained earnings.	<input type="checkbox"/>	<input type="checkbox"/>
12- To discuss any urgent matter arises according to Article 207 of CCL No. 21/2001 as amendment.	<input type="checkbox"/>	<input type="checkbox"/>



Proxy form for the Ordinary and Extraordinary General Meetings

B. The Extraordinary General Meeting:

	Yes	No
1- To approve the increase of the issued and paid up share capital from US\$ 1,206,679,374 to US\$ 1,242,879,755 by transferring US\$ 36,200,381 to the Share capital and issue 3 bonus shares for every 100 fully paid up shares to the shareholders registered as on the date of this meeting.	<input type="checkbox"/>	<input type="checkbox"/>
2- To approve increase of authorized capital of ABG to 2.5 Billion USD after obtainment of the required official approvals.	<input type="checkbox"/>	<input type="checkbox"/>
3- To approve the amendment of the Memorandum of Association and the Articles of Association according to the resolution of capital increase in item (1) above after obtainment of the required official approvals.	<input type="checkbox"/>	<input type="checkbox"/>
4- To approve the amendments of the Articles of Association as per the Law No. 1 for the year 2018 amending the Commercial Companies Law No. 21 for the year 2001 after obtainment of the required official approvals.	<input type="checkbox"/>	<input type="checkbox"/>
5- To authorize and empower the Board of Directors or its delegate to take the necessary action, to effect amendment to the Memorandum and Articles of Association for the purpose of publicizing the increase in the share capital, and attesting the necessary amendment to the Memorandum and Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Shareholder No.: _____

Shareholder Name : _____

Number of Shares: _____

Signature: _____ Date: _____ / _____ / 2018

Important Notes to the Shareholders:

- 1- This proxy form should be deposited at least 24 hours prior to the proposed date for holding the AGM or the EGM with the Share registrar (Karvy Computershare) AlZamil Tower, Manama, Kingdom of Bahrain, Tel: +973 17215080, Fax: +973 17212055, Email: Bahrain.helpdesk@karvy.com
- 2- The appointed proxy shall neither be the Chairman nor a director or an employee of the Company.

Al Baraka Banking Group B.S.C.

Al Baraka Headquarters
P.O. Box 1882
Bahrain Bay, Kingdom of Bahrain
Tel: +973 17541122
Fax: +973 17536533
albaraka.com

CR NO. 48915 (Licensed as Islamic wholesale bank by CBB)

Investors Relations:

Mr. Ahmed AbdulGhaffar
First Vice President - Investors Relations
Tel: +973 17520701
+973 17541122
Fax: +973 17910911
aghaffar@albaraka.com

Shares Registrar:

Karvy Computershare W.L.L.
Office 74, 7th Floor, AlZamil Tower,
PO Box 514,
Manama, Kingdom of Bahrain
Tel: +973 17215080
Fax: +973 17212055
bahrain.helpdesk@karvy.com



CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2017

	2017 US\$ '000	2016 US\$ '000
ASSETS		
Cash and balances with banks	5,430,085	5,073,418
Receivables	12,001,050	11,423,448
Mudaraba and Musharaka financing	2,377,654	1,582,396
Investments	2,888,334	2,629,131
Ijarah Muntahia Bittamleek	1,856,018	1,830,339
Property and equipment	430,192	417,295
Other assets	469,878	469,238
TOTAL ASSETS	25,453,211	23,425,265
LIABILITIES, EQUITY OF INVESTMENT ACCOUNTHOLDERS AND OWNERS' EQUITY		
LIABILITIES		
Customer current and other accounts	5,465,433	4,983,772
Due to banks	1,322,470	918,395
Long term financing	1,236,555	1,381,256
Other liabilities	1,035,983	856,467
Total liabilities	9,060,441	8,139,890
EQUITY OF INVESTMENT ACCOUNTHOLDERS	13,882,109	13,276,794
OWNERS' EQUITY		
Share capital	1,206,679	1,149,218
Treasury shares	(9,550)	(9,588)
Share premium	18,644	18,574
Perpetual tier 1 capital	400,000	-
Reserves	199,282	181,971
Cumulative changes in fair values	40,443	41,271
Foreign currency translations	(706,242)	(666,719)
Retained earnings	530,615	497,374
Proposed appropriations	60,334	68,857
Equity attributable to parent's shareholders & Sukuk holders	1,740,205	1,280,958
Non-controlling interest	770,456	727,623
Total owners' equity	2,510,661	2,008,581
TOTAL LIABILITIES, EQUITY OF INVESTMENT ACCOUNTHOLDERS AND OWNERS' EQUITY	25,453,211	23,425,265

Saleh Abdullah Kamel
Chairman

Adnan Ahmed Yousif
Member of the Board and
President and Chief Executive



CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2017

	2017 US\$ '000	2016 US\$ '000
INCOME		
Net income from jointly financed contracts and investments	1,258,663	1,336,569
Return on equity of investment accountholders before Group's share as a Mudarib	(1,084,420)	(1,114,019)
Group's share as a Mudarib	377,735	396,762
Return on equity of investment accountholders	(706,685)	(717,257)
Group's share of income from equity of investment accountholders (as a Mudarib and Rabalmal)	551,978	619,312
Mudarib share for managing off-balance sheet equity of investment accountholders	8,157	5,022
Net income from self financed contracts and investments	330,278	285,499
Other fees and commission income	157,894	176,837
Other operating income	35,383	78,859
	1,083,690	1,165,529
Profit paid on long term financing	(85,000)	(91,370)
TOTAL OPERATING INCOME	998,690	1,074,159
OPERATING EXPENSES		
Staff expenses	315,047	325,501
Depreciation and amortisation	47,398	44,579
Other operating expenses	205,872	197,136
TOTAL OPERATING EXPENSES	568,317	567,216
NET OPERATING INCOME FOR THE YEAR BEFORE PROVISIONS AND IMPAIRMENT AND TAXATION	430,373	506,943
Provisions and impairment	(131,807)	(122,154)
NET INCOME BEFORE TAXATION	298,566	384,789
Taxation	(91,647)	(117,153)
NET INCOME FOR THE YEAR	206,919	267,636
Attributable to:		
Equity holders of the parent	129,029	151,545
Non-controlling interest	77,890	116,091
	206,919	267,636
Basic and diluted earnings per share - US cents	9.47	12.66

Saleh Abdullah Kamel
Chairman

Adnan Ahmed Yousif
Member of the Board and
President and Chief Executive



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2017

	2017 US\$ '000	2016 US\$ '000
Net cash from operating activities	165,000	543,107
Net cash (used in) from investing activities	(304,992)	486,624
Net cash (used in) from financing activities	205,468	(147,325)
Foreign currency translation adjustments	(56,252)	(323,137)
NET CHANGES IN CASH AND CASH EQUIVALENTS	9,224	559,269
Cash and cash equivalents at 1 January	2,851,958	2,292,689
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	2,861,182	2,851,958

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN OWNERS' EQUITY

For the year ended 31 December 2017

	Attributable to equity shareholders of the parent and sukuk holders US\$ 000	Non-controlling interest US\$ 000	Total owners' equity US\$ 000
At 1 January 2017	1,280,958	727,623	2,008,581
Dividends paid	(11,396)	-	(11,396)
Net movement in treasury shares	108	-	108
Net movement in cumulative changes in fair value for investment	(828)	(851)	(1,679)
Net movement in other reserves	4,408	2,533	6,941
Foreign currency translations	(39,523)	(16,728)	(56,251)
Net income for the year	129,029	77,890	206,919
Dividends of subsidiaries	-	(31,941)	(31,941)
Zakah paid on behalf of shareholders	(4,021)	-	(4,021)
Perpetual tier 1 capital	400,000	-	400,000
Expenses related to perpetual tier 1 capital	(2,780)	-	(2,780)
Profit distributed on perpetual tier 1 capital	(15,750)	-	(15,750)
Net movement in non-controlling interest	-	11,930	11,930
At 31 December 2017	1,740,205	770,456	2,510,661
At 1 January 2016	1,356,402	738,181	2,094,583
Dividends paid	(22,143)	-	(22,143)
Movement in treasury shares	(212)	-	(212)
Net movement in cumulative change in fair value for investment	2,742	579	3,321
Net movement in other reserves	1,357	156	1,513
Foreign currency translation	(204,771)	(118,366)	(323,137)
Net income for the year	151,545	116,091	267,636
Dividends of subsidiaries	-	(31,424)	(31,424)
Zakat paid on behalf of shareholders	(3,962)	-	(3,962)
Net movement in controlling interest	-	22,406	22,406
At 31 December 2016	1,280,958	727,623	2,008,581



AL BARAKA GLOBAL NETWORK (e-network.albaraka.com)

Al Baraka Banking Group B.S.C.

ADDRESS: Al Baraka Headquarters - Bahrain Bay
P.O. Box 1882
Manama, Kingdom of Bahrain
TEL: +973 17541122
FAX: +973 17536533
albaraka.com

Investors Relations:

TEL: +973 17520701 / 17541122
FAX: +973 17910911
Email: aghaffar@albaraka.com

Al Baraka Türk Participation Bank

ADDRESS: Saray Mahallesi
Dr. Adnan Büyükdeniz Caddesi, No. 6
34768 Ümraniye, Istanbul, Turkey
TEL: +90 216 666 01 01
FAX: +90 216 666 16 00
albaraka.com.tr

Iraq Branch:

ADDRESS: 60Mt Street - Arbil, Iraq
TEL: +964 750 370 98 90

Jordan Islamic Bank

ADDRESS: P.O. Box 926225
Amman 11190
Jordan
TEL: +9626 567 7377
FAX: +9626 566 6326
jordanislamicbank.com

Al Baraka Bank Egypt

ADDRESS: 60, Mohie Elddin Abu Elezz Street
P.O. Box 455
Dokki
Giza, Egypt
TEL: +2023 748 1222
FAX: +2023 761 1436/7
albaraka-bank.com.eg

Banque Al Baraka D'Algerie S.P.A.

ADDRESS: Hai Bouteldja Houidef, Villa No. 1
Rocade Sud, Ben Aknoun
Algiers, Algeria
TEL: +213 23 38 12 73
FAX: +213 23 38 12 76 / 77
albaraka-bank.com

Al Baraka Islamic Bank B.S.C. (C) - Bahrain

ADDRESS: Al Baraka Headquarters - Bahrain Bay
P.O. Box 1882
Manama, Kingdom of Bahrain
TEL: +973 17535300
FAX: +973 17533993
albaraka.bh

Al Baraka Bank (Pakistan) Limited

ADDRESS: Al Baraka House
162, Bangalore Town
Main Shahrah-e-Faisal
Karachi, Pakistan
TEL: +92 21 34307000
FAX: +92 21 34530981
albaraka.com.pk

Al Baraka Bank Tunisia

ADDRESS: 88, Avenue Hedi Chaker 1002,
Tunis, Tunisia
TEL: +21671 186500 / +21671 186600
FAX: +21671 780235 / +21671 908170
albarakabank.com.tn

Al Baraka Bank Syria S.A.

ADDRESS: Alshahbender Street
P.O. Box 100
Damascus, Syria
TEL: +963 11 443 78 20
FAX: +963 11 443 78 10
albarakasyria.com

Al Baraka Bank Sudan

ADDRESS: Al Baraka Tower
P.O. Box 3583, Qasr ST
Khartoum, Sudan
TEL: +249187 112 000
FAX: +249183 788 585
albaraka.com.sd

Al Baraka Bank Limited - South Africa

ADDRESS: 2 Kingsmead Boulevard
Kingsmead Office Park
Stalwart Simelane Street, P.O. BOX 4395
Durban 4000, South Africa
TEL: +2731 364 9000
FAX: +2731 364 9001
albaraka.co.za

Al Baraka Bank Lebanon S.A.L

ADDRESS: Justinian Street, BAC Center, 12th Floor
Sanayeh, near Chamber of Com & Inds.,
Beirut, Lebanon
TEL: +961 1 748 061 - 65
FAX: +961 1 748 061 - 65 Ext: 700
al-baraka.com

Itqan Capital, Saudi Arabia

ADDRESS: The Headquarters Business Park-
West Tower - 15th Floor
Corniche Road
P.O. Box 8021, Jeddah 21482
Kingdom of Saudi Arabia
TEL: +966 12 510 6030
FAX: +966 12 510 6033
itqancapital.com

BTI Bank, Morocco

ADDRESS: 157, Avenue Hassan II
Casablanca 20 000 - Morocco
TEL: +212 5 20 51 51 51
btibank.ma

Al Baraka Banking Group / Representative Office - Indonesia

ADDRESS: Ravindo Building, 10th Floor
Jalan Kebon Sirih, No. 75
Jakarta Pusat 10340
Indonesia
TEL: +62 21 316 1345
FAX: +62 21 316 1074
albaraka.com

Al Baraka Banking Group / Representative Office - Libya

ADDRESS: Tripoli Tower, Tower 1
14th Floor, Office No. 144
P.O. Box 93271
Tripoli, Libya