

THE COMMERCIAL BANK OF QATAR (Q.S.C.)
INVITATION TO THE SHAREHOLDERS TO ATTEND
THE ORDINARY & THE EXTRAORDINARY GENERAL MEETINGS

The Board of Directors of the Commercial Bank of Qatar (Q.S.C.) is pleased to invite you to the Shareholders Ordinary and Extraordinary General Meetings to be held on **Tuesday 9 February 2010 at Al Wajba Ballroom of the La Cigale Hotel, at 6:00 p.m.** to discuss the following Agendas.

AGENDA OF THE ANNUAL ORDINARY GENERAL MEETING	AGENDA OF THE EXTRAORDINARY GENERAL MEETING
<ol style="list-style-type: none"> 1. To hear the Chairman's Statement and the report of the Board of Directors on the activities of the Company and its financial position for the financial year ended 31.12.2009, and the future plans of the Company. 2. To hear and approve the Auditors' report on the Company's financial statements presented by the Board of Directors for the financial year ended 31.12.2009. 3. To hear and approve the Shari'ah Supervisory Board's report on Al Safa Islamic Banking for the financial year ended 31.12.2009. 4. To discuss and approve the Company's financial statements for the year ended 31.12.2009. 5. To approve the Board of Directors' recommendation to distribute a cash dividend of 60 % of the share's nominal value to the shareholders for 2009, i.e. QR 6/- for each share held. 6. To absolve the Directors of the Board from liability for the financial year ended 31.12.2009. 7. To fix the remuneration of the Directors of the Board for the year ended 31.12.2009 and to approve the policy to define the basis of calculation of remuneration granted to them. 8. To appoint the external auditors for the year 2010 and determine their remuneration. 	<ol style="list-style-type: none"> 1. To approve the increase of the share capital of the Company from QR. 2,165,155,770 to QR 2,268,258,420 by the issue to Qatar Holding LLC, a subsidiary of the Qatar Investment Authority, of 10,310,265 new ordinary shares at a subscription price of QR 78.30 (inclusive of premium) being equal to the closing price on the Doha Securities Market of the ordinary shares of the Company on Sunday 12 October 2008. 2. To waive the priority right of shareholders to subscribe for the new shares as an exception from the provisions of Article 20 of the Company's Articles of Association, and Article 193 of the Commercial Companies Law (Law No.5 of 2002). 3. To approve the amendment of Article 6 of the Company's Articles of Association to reflect the increase in capital referred to in the previous resolutions. 4. To approve the amendment of Article 7 of the Company's Articles of Association to read after amendment: <i>"All shares shall be nominal and fully paid. No person, natural or juridical, shall own at any time more than 5% of the total shares of the Company by any means other than inheritance of testament except for (a) Qatar Investment Authority, Qatar Holding LLC, or any of their associated companies, and (b) a Custodian Bank or Depository Bank which is holding shares in respect of an offering of Global Depository Receipts approved by an Extraordinary General Assembly of the Company"</i>. 5. To approve the amendment of Article (46) of the Company's Articles of Association to reflect the amendment of Article (120) of the Commercial Companies Law No (5) of 2002, as amended by law No 28 of 2008, to read after amendment: <i>"Invitations to all shareholders for the General Assembly meeting shall be announced in two local papers issued in the Arabic language, and on the Qatar Exchange Website, 15 days at least prior to the date of the General Assembly. The announcement should include a copy of the Agenda and all papers and details mentioned in article (37) of these Articles, along with the Auditor's report.</i> <i>Copy of the announcement should be sent to the Department of Commercial Affairs at the same time it is sent to the newspapers"</i>.

Abdullah bin Khalifa Al Attiyah
Chairman

NOTES

- A shareholder who cannot attend the meetings in person may appoint another shareholder in writing to represent him. The shareholder may not appoint a Board Member as a proxy, and the number of shares held by a shareholder as a proxy should not under any circumstances exceed 5% of the total shares (i.e. 10,825,778 shares), except in the case of a proxy given on behalf of a Custodian Bank or Depository Bank which is holding shares in respect of an offering of Global Depository Receipts approved by an Extraordinary General Assembly of the Company.
- Companies' representatives are requested to present an authorization letter appointing them as representative of said companies for the Ordinary and Extraordinary General Assembly meetings.
- Shareholders are requested to attend the meeting one hour before the specified time, carrying the proxy forms if available, along with their ID cards in order to facilitate the registration procedures.
- In case the quorum of any of the above meetings is not met, the **second meeting shall be held at Al Wajba Ballroom of the La Cigale Hotel, at 6:00 p.m. on Sunday 14 February 2010, at 6:00 p.m.**
- A statement that includes the information stipulated by article (121) of the Commercial Companies Law No 5 of 2002 including amounts received by the Chairman and Directors of the Board as remuneration, fees, salaries, credit facilities, and benefits in kind, will be available for the shareholders review three days before the AGM in the office of the Secretary of the Board on the 18th floor of the Commercialbank Plaza.
- This invitation constitutes a legal announcement to all shareholders without the need to send invitations by mail according to Law No 28 of the year 2008, amending some provisions of the Commercial Companies Law.