



# Invitation to the Ordinary and Extraordinary General Assembly Meetings Sunday, 31 March 2013

The Board of Directors has the pleasure to invite Ooredoo Shareholders to attend the Ordinary and Extraordinary General Assembly Meetings of Ooredoo (Qatar Telecom (Qtel) Q.S.C) which will be held at 6:30 pm on Sunday, 31 March 2013, at the Four Seasons hotel.

If there is no quorum, an alternate date will be Sunday, 7 April 2013, at the same time and place.

## Agenda for the Ordinary Meeting:

- 1- Hearing and approving the Board's report for the year ended 31 December 2012 and discussing the Company's future business plans.
- 2- Hearing the external auditor's report for the year ended 31 December 2012.
- 3- Discussing and approving the Company's financial statements for the year ended 31 December 2012.
- 4- Discussing and approving the Board of Directors' recommendations regarding the distribution of dividends for the year 2012.
- 5- Discussing the Corporate Governance Report for the year 2012.
- 6- Discharging the members of the Board from liabilities and determining their remuneration for the year ended 31 December 2012.
- 7- Appointing the external auditor for the year 2013 and determining its fee.

## Agenda for the Extraordinary Meeting:

Approve the recommendation of the Board of Directors to amend the Company's Articles of Association in the following manner:

**First:** Amend Article 2:

**Before the change:** Name of the Company: **Qatar Telecom [Qtel] Q.S.C.**

**After the change:** Name of the Company: **Ooredoo Q.S.C.**

**Second:** Amend Article 53.1 to read as follows:

### Before the change:

"Ten Percent (10%) of the net profits shall be deducted annually to be allocated for the Compulsory Reserve Account. This deduction may be stopped if the reserve amounts to 50% of the nominal capital, and if the reserve becomes less than this percentage, the deduction shall be resumed to raise the reserve to the 50% level."

### After the change:

"Ten percent (10%) of the net profits shall be deducted annually and allocated to the Compulsory Reserve Account, and in the event of the Company issuing new shares under Article 18 of its Articles of Association at a premium above its share nominal value, the resulting amount of the premium shall be added to the Compulsory Reserve. The Ordinary General Assembly may decide to stop deduction and premium addition if the reserve amount reaches fifty percent (50%) of the Company's Nominal Issued Capital. The Ordinary General Assembly may decide to use the amounts exceeding this limit in any manner conducive to the interests of the Company and the Shareholders. If the reserve becomes less than this percentage, the deduction shall be resumed to raise the reserve to the 50% level."

### Notes:

1. Shareholders are requested to arrive for registration one hour early.
2. A shareholder who cannot attend the Ordinary and Extraordinary General Assembly Meetings in person may appoint a proxy to represent him.
3. Only shareholders whose names have been registered in the Company's Shareholder Register with the Exchanges after closing of business on Thursday 28 March 2013, are eligible to attend Ooredoo's Ordinary and Extraordinary General Assembly Meetings.
4. Shareholders should bring with them relevant documents proving their ownership of the shares they claim to hold.
5. The meetings will be conducted in Arabic.