



مكتب الشرق الأوسط للترجمة Middle East Translation Bureau

تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
Tel. : 2400056 - Fax : 2403332 - Mobile : 9605357 - P. O. Box : 1082 Dasman , 15461 Kuwait
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In The Name of God, Most Gracious, Most Merciful

[Emblem of *State of Kuwait*]

1290/ Volume 1

MINISTRY OF JUSTICE

Real Estate Registration and Authentication Department
Global Investment House Company
Kuwaiti Shareholding Company (Closed)

Memorandum of Incorporation

It is on Monday 30/2/1419AH.
Corresponding to 15/6/1998AD.

Before me, *Hussain Mohammed Al-Kharss*, the Authenticator of the
department.

There appeared:

First: *Lolwa Khalid Zaid Al-Khalid*, Kuwaiti Citizen, holding
civil card No. 243080900258

First Party

Second: *Abdulaziz Yacoub Yousif Al-Nafessi*, Kuwaiti citizen,
holding civil card No. 254012300107

Second Party

Third: *Bader Hashem Al-Sayyed Abdullah Al-Refaie*, Kuwaiti
Citizen, holding civil card No. 228120900186

Third Party





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Fourth: *Adeeba Abdulmohsen Al-Sayyed Mohammed Al-Refaie,*
Kuwaiti citizen, holding civil card No. 250041100835

Fourth Party

Fifth: *Abdullah Khalid Hamad Al-Summait,* Kuwaiti citizen,
holding civil card No. 237013100014

Fifth Party

Sixth: *Faleh Abdullah Eid Al-Rgoba,* Kuwaiti citizen, holding
civil card No. 257052600044

Sixth Party

Seventh: *Kuwait Invest Holding Company - Kuwaiti Shareholding Company (Closed)* with Articles of Association authenticated in number/ 1084 Volume 1 on 16/6/1996 and represented for signature by/ Najwa Ahmad Abdulaziz Al-Qatami, Kuwaiti citizen, holding civil card No. 253010600021 in her capacity as Chairman of the Board in the manner stated in a “ To Whom It May Concern “ certificate issued by the Ministry of Commerce & Industry by the number 12723 on 16/5/98

Seventh Party

Eighth: *Abdulaziz Naser Abdulaziz Al-Fozan,* Kuwaiti citizen,
holding civil card No. 252042500792

Eighth Party

Ninth: *Subhi Khalid Abdulkareem Al-Gharaballi,* Kuwaiti citizen, holding civil card No. 25201250015

Ninth Party





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص. ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Tenth: *Ahmad Sayyed Abdulwahab Sayyed Khalaf Al-Naqib*,
Kuwaiti citizen, holding civil card No. 230011900083

Tenth Party

Eleventh: *Khalid Abdulrazzaq Mahmoud Razzoqi*, Kuwaiti citizen,
holding civil card No. 242022300241

Eleventh Party

Twelfth: *Wafaa Naser Abdulwahab Al-Qatami*, Kuwaiti citizen,
holding civil card No. 256022300273

Twelfth Party

Thirteenth: *Yaqoub Yousif Sager Aal Ben Ali*, Kuwaiti citizen,
holding civil card No. 256110901714

Thirteenth Party

Fourteenth: *Bader Abdullah Ahmad Al-Sumait*, Kuwaiti citizen,
holding civil card No. 255121800076

Fourteenth Party

Fifteenth: **Oasis Limited Trading Company/ Company with Limited Liability** - with Articles of Association authenticated in number 293 Contracts on 20 May, 1960, and represented for signature on this contract by/ Mohammed Abdulrahman Al-Bahar, Kuwaiti citizen, holding civil card No. 219011500023 in his capacity as partner and an authorized signatory Manager

Fifteenth Party





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Sixteenth: *Abdulwahab Ibrahim Mohammed Al-Kandari,*
Kuwaiti citizen, holding civil card No.
258090300039

Sixteenth Party

Seventeenth: **The Commercial Bank of Kuwait/ Kuwaiti Shareholding Company/** with Articles of Association authenticated in number/ 401 Contracts Register on 15/6/1960 and represented for signature on this contract by/ Mohammed Jarrah Sabah Al-Sabah, Kuwaiti citizen, holding civil card No. 261122300576 in his capacity as Chairman of the Board and Managing Director by virtue of the certificate issued by the Ministry of Commerce & Industry number 8493 on 7/7/1997

Seventeenth Party

Eighteenth: **Al-Ghunaim Limited Commercial Company - Sulaiman Khalid Saleh Al-Ghunaim & Partners - Company With Limited Liability -** with Articles of Association authenticated under number 1220/ Za on 15/11/1987 and represented for signature by/ Sabah Khalid Saleh Al-Ghunaim, Kuwaiti citizen, holding civil card No. 24901010028 in his capacity as partner and Manager of the company

Eighteenth Party





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Nineteenth: Keifan Real Estate Company/ Kuwaiti Holding Company with Articles of Association authenticated in number 591 Volume 1 on 1/4/1996 and represented for signature by/ Ahmad Mohammed Abdullah Al-Saad, Kuwaiti citizen, holding civil card No. 251051900849 in his capacity as Deputy Chairman of the Board by virtue of a " To Whom It May Concern " certificate issued by the Ministry of Commerce & Industry by number 19575 for the year 1996

Nineteenth Party

Twentieth: Behbehani Investment Company - Murad Yousif Behbehani and Partner - Joint Company - with Articles of Association authenticated in number 10 Volume 342 on 22/6/1997 and represented for signature by/ Murad Yousif Mohammed Behbehani, Kuwaiti citizen, holding civil card No. 218061800134 in his capacity as partner and Manager of the company

Twentieth Party

Twenty First: Omar Mahmoud Al-Qooqah, Canadian citizen, holding civil card No. 257121100159

Twenty First Party





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تلفون : ٢٤٠٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Twenty Second: *Samir Abdulmohsen Abdulkareem Al-Gharaballi*,
Kuwaiti citizen, holding civil card No.
256061100071

Twenty Second Party

Twenty Third: *Rana Na'eem Naffe' Snietawi*, Kuwaiti citizen,
holding civil card No. 262090200195

Twenty Third Party

Twenty Fourth: *Mohammed Naser Abdulaziz Al-Fozan*, Kuwaiti
citizen, holding civil card No. 262120800985

Twenty Fourth Party

Twenty Fifth: *Bader Naser Abdulaziz Al-Fozan*, Kuwaiti citizen,
holding civil card No. 258042501047

Twenty Fifth Party

Twenty Sixth: **Mohammed Abdulmohsen Al-Khorafi and Sons
General Trading, Contracting and Industrial
Installations Company - Company with Limited
Liability, with Articles of Association
authenticated in number 45 Volume 487 Out of
Department on 24/10/1993 and amended in several
contracts the last of which is amendment contract
authenticated in number 18 Volume 733 on
13/12/1997 and represented for signature by:
Hamad Mohammed Abdulmohsen Al-Khorafi,**





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - فصال : ٩٦٠٥٣٥٧ - ص. ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Kuwaiti citizen, holding civil card No. 243061700605 in his capacity as partner and authorized Manager

Twenty Sixth Party

Twenty Seventh: *Abdullah Sayyed Yacoub Al-Henayyan*, Kuwaiti citizen, holding civil card No. 239011800104

Twenty Seventh Party

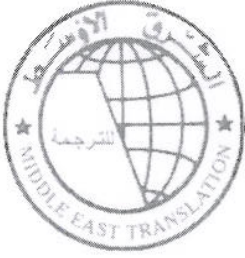
Twenty Eighth: *Al-Mraikhi Gulf Real Estate Company/ Sulaiman Abdullah Al-Mraikhi & Partner - Joint Company - with Articles of Association authenticated number/ 34 Volume 403 on 1/9/1993 and amended in several contracts the last of which is amendment contract authenticated in number 1459 Volume 318 on 18/12/1995 and represented for signature on this contract by Khalid Abdullah Sulaiman Al-Mraikhi, Kuwaiti citizen, holding civil card No. 255111300721 in his capacity as partner and authorized Manager*

Twenty Eighth Party

Twenty Ninth: *Khalid Abdullah Sualiman Al-Mraikhi*, Kuwaiti citizen, holding civil card No. 255111300721

Twenty Ninth Party





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - نقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Thirteenth: *Sulaiman Abdulah Sulaiman Al-Mraikhi,*
Kuwaiti citizen, holding civil card No.
251111300678

Thirteenth Party

Thirty First: **Kuwaiti Industrial Projects Company - Kuwaiti Shareholding Company (Closed)** with Articles of Association authenticated in number 1389/ da/ Volume 4 on 7/8/1986 and represented for signature by/ Sulaiman Abdulaziz Al-Saud Al-Sabah, Kuwaiti citizen, holding civil card No. 259122700761 in his capacity as Deputy Chairman of the Board by virtue of a “ To Whom It May Concern “ certificate issued by number 31685 on 4/11/1997 by the Ministry of Commerce & Industry

Thirty First Party

Thirty Second: **Kuwait and Middle East Financial Investment Company - Kuwaiti Shareholding Company (Closed)** - with Articles of Association authenticated in number 322/ba/ Volume 1 - Out of Department - on 13/12/1983 and represented for signature on this contract by Hamed Saleh Mohammed Al-Saif, Kuwaiti citizen, holding civil card No. 245020200734 in his capacity as Chairman of the Board in the manner stated in the





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Ministry of Commerce & Industry certificate
number 6760 on 17/3/1998

Thirty Second Party

Thirty Third: *Ahmad Faisal Saud Al-Zaben*, Kuwaiti citizen,
holding civil card No. 247120900075

Thirty Third Party

Thirty Fourth: *Clotilda Crabben Al-Rashid*, Kuwaiti citizen,
holding civil card No. 242020100035

Thirty Fourth Party

Thirty Fifth: *Khalid Abdulmohsen Abdulaziz Al-Rashid*,
Kuwaiti citizen, holding civil card No.
266052300054

Thirty Fifth Party

Thirty Sixth: *Mishal Abdulmohsen Abdulaziz Al-Rashid*,
Kuwaiti citizen, holding civil card No.
23401800295

Thirty Sixth Party

Thirty Seventh: *Rashid Abdulaziz Abdulmohsen Al-Rashid*,
Kuwaiti citizen, holding civil card No.
234021800295

Thirty Seventh Party





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Thirty Eighth: *Saad Abdulaziz Abdulmohsen Al-Rashid*, Kuwaiti citizen, holding civil card No. 228022000053

Thirty Eighth Party

Thirty Ninth: *Mona Khalid Saleh Al-Ghunaim*, Kuwaiti citizen, holding civil card No. 26201900627

Thirty Ninth Party

Fortieth: *Hind Ahmad Al-Naqib*, Kuwaiti citizen, holding civil card No. 244010400308

Fortieth Party

Forty First: The will of the Late *Abdulaziz Abdulmohsen Al-Rashid* by virtue of the official notice number 29 issued on 15/4/1986 and amended on 29/6/94 and 17/2/1997 by virtue of the judgment issued in the lawsuit number 8161/96 Civil Status on 29/12/1996. In the capacity of each of:

1- *Saud Abdulaziz Abdulmohsen Al-Rashid*, Kuwaiti citizen, holding civil card No.

2- *Saad Abdulaziz Abdulmohsen Al-Rashid*, Kuwaiti citizen, holding civil card No. 226011900057





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٢٣٣٢ - فاكس : ٢٤٠٢٣٣٢ - فاكس : ٢٤٠٢٣٣٢ - فاكس : ٢٤٠٢٣٣٢
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3- *Rashid Abdulaziz Abdulmohsen Al-Rashid,*
Kuwaiti citizen, holding civil card No.

4- *Khalid Abdulaziz Abdulmohsen Al-Rashid,*
Kuwaiti citizen, holding civil card No.

In their capacities as trustees on fifth of the inheritance and granted with a general authorization dispose.

Forty First Party

Forty Second: *Khulood Mohammed Sulaiman Al-Luhaib,*
Kuwaiti citizen, holding civil card No.
269083000058

Forty Second Party

Forty Third: *Adel Abdullah Abdulrahman Al-Essa,* Kuwaiti
citizen, holding civil card No. 256031004062

Forty Third Party

Forty Fourth: *Abdulghani Khalid Saleh Al-Ghunaim,* Kuwaiti
citizen, holding civil card No. 25631004062

Forty Fourth Party





مكتب الشرق الأوسط للترجمة Middle East Translation Bureau

تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ - دسمان ، ١٥٤٦١ الكويت
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Forty Fifth: *Fahed Khalid Saleh Al-Ghunaim*, Kuwaiti citizen,
holding civil card No. 261060500061

Forty Fifth Party

Forty Sixth: **Securities House - Kuwaiti shareholding Company (Closed) - with Articles of Association authenticated in number _____ on _____**
and represented for signature on this contract by/
Ayman Abdullah Saif Boodai, Kuwaiti citizen,
holding civil card No. 255051000849 in his
capacity as Chairman of the Board and Managing
Director by virtue of a “ To Whom It May Concern
“ certificate issued by the Ministry of Commerce &
Industry by number 5426 on 8/3/1997.

Forty Sixth Party

Forty Seventh: **Al-Dhow Projects General Trading & Contracting Company/ Faisal Bader Al-Sayer and Partners - Company with Limited liability - with Articles of association authenticated in number 1582 volume 318 on 17/12/1995 and represented for signature on this contract by Sayer Bader Mohammed Al-Sayer, Kuwaiti citizen, holding civil card No. 251091700905 in his capacity as partner and Manager of the company.**

Forty Seventh Party





مكتب الشرق الأوسط للترجمة Middle East Translation Bureau

تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٢٣٣٢ - نقال : ٩٦٠٥٣٥٧ - ص. ب : ١٠٨٢ - دسمان ، ١٥٤٦١ الكويت
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Forty Eight: *Hayat Adnan Al-Naqib*, Kuwaiti citizen, holding
civil card No. 240120900102

Forty Eighth Party

Forty Ninth: *Reem Khalid Saleh Al-Ghunaim*, Kuwaiti citizen,
holding civil card No. 257042100935

Forty Ninth Party

Fiftieth: *Talal Khalid Saleh Al-Ghunaim*, Kuwaiti citizen,
holding civil card No. 257120900162

Fiftieth Party

Fifty First: *Mohammed Khalid Saleh Al-Ghunaim*, Kuwaiti
citizen, holding civil card No. 266070600034

Fifty First Party

Fifty Second: *Fathiya Khalid Zaid Al-Khalid*, Kuwaiti citizen,
holding civil card No. 247020200098

Fifty Second Party

Fifty Third: *Ahmad Khalid Saleh Al-Ghunaim*, Kuwaiti
citizen, holding civil card No. 275070500062

Fifty Third Party

Fifty Fourth: **Kuwaiti Financial Center/ Kuwaiti
Shareholding company (Closed)/ with Articles of
Association authenticated in number 628/ da/**





مكتب الشرق الأوسط للترجمة Middle East Translation Bureau

تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - نقال : ٩٦٠٥٣٥٧ - ص. ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Volume 2 dated 17/8/1974 and represented for signature on this contract by/ Bader Mohammed Abdullah Al-Saad, Kuwaiti citizen, holding civil card No. 258012300164 in his capacity as the company's Managing Director by virtue of a " To Whom It May Concern " certificate issued by the Ministry of Commerce & Industry number 5364 dated 8/1997 and enclosed with the original of this contract

Fifty Fourth Party

Fifty Fifth: *Abdulaziz Mohammed Abdulaziz Al-Mansour,* Kuwaiti citizen, holding civil card No. 243020100056

Fifty Fifth Party

Fifty Sixth: *Abdullah Mohammed Abdulaziz Al-Mansour,* Kuwaiti citizen, holding civil card No. 258111401032

Fifty Sixth Party

Fifty Seventh: *Rasha Khalid Saleh Al-Ghunaim,* Kuwaiti citizen, holding civil card No. 264050700055

Fifty Seventh Party

Fifty Eighth: *Nawal Yacoub Al-Sayyed Al-Refaie,* Kuwaiti citizen, holding civil card No. 252021100183

Fifty Eighth Party





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Fifty Ninth: **Balasesm General Trading Company/ Bader Sabah Al-Salem and Partners Company with Limited Liability - with Articles of Association authenticated in number 1055/alef volume 2 on 15/9/1974 amended in several contracts the last of which is contact number 77 Volume 12 Out of Department on 29/12/1987 and represented for signature on this contract by/ Bader Sabah Al-Salem Al-Mubarak Al-Sabah, Kuwaiti citizen, holding civil card No. 257052801292 in his capacity as Deputy Executive Director of the company by virtue of the Ministry of Commerce & Industry certificated number 3276 on 3/2/1988**

Fifty Ninth Party

Sixtieth: ***Haifaa Saadoun Jasem Al-Yacoub*, Kuwaiti citizen, holding civil card No. 261052600046**

Sixtieth Party

Sixty First **Wafrah International Investment Company - Kuwaiti Shareholding Company (Closed)/ with Articles of Association authenticated in number 22 Volume 274 on 16/6/1993 and represented for signature on this contract by/ Saleh Ali Al-Barahee Al-Qadhi, Kuwaiti citizen, holding civil card No. 254090702021 in his capacity as agent for/ Fahed Mazyad Al-Rajhan, Kuwaiti citizen, in his capacity**





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٢٢٢٢ - فاكس : ٩٦٠٥٣٥٧ - ص. ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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as Chairman of the Board by virtue of the certificate issued by the Ministry of Commerce & Industry number _____ on _____

Sixty First Party

Sixty Second: *Maha Khalid Salem Al-Ghunaim*, Kuwaiti citizen, holding civil card No. 259032801008

Sixty Second Party

Sixty Third: *A'laa Hamad Ahmad Al-Roumi*, Kuwaiti citizen, holding civil card No. 267081700131

Sixty Third Party

Sixty Fourth: *Ahmad Saadoun Jasem Al-Yacoub*, Kuwaiti citizen, holding civil card No. 257032800938

Sixty Fourth Party

Sixty Fifth: *Adel Yousif Ali Al-Muzaini*, Kuwaiti citizen, holding civil card No. 203092800025

Sixty Fifth Party

Sixty Sixth: *Mohammed Barjas Mohammed Al-Barjas*, Kuwaiti citizen, holding civil card No. 254070700168

Sixty Sixth Party





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تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٣٣٣٢ - تقال : ٩٦٠٥٣٥٧ - ص.ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Sixty Seventh: *Saud Ahmad Naser Al-Shubaiki*, Kuwaiti citizen,
holding civil card No. 254060900131

Sixty Seventh Party

Sixty Eighth: *Faisal Ibrahim Al-Naser Al-Hajeri*, Kuwaiti
citizen, holding civil card No. 253120600049

Sixty Eighth Party

Sixty Ninth: *Jamal Bader Naser Al-Rumaih*, Kuwaiti citizen,
holding civil card No. 270122100157

Sixty Ninth Party

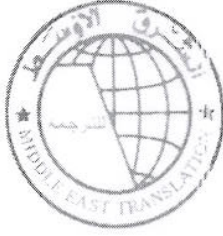
Seventieth: *Khalid Abdulmohsen Abdulaziz Al-Babtain*,
Kuwaiti citizen, holding civil card No. 248100600272

Seventieth Party

Seventy First: **National Cleaning Company - Kuwaiti
Shareholding Company (Closed)/** with Articles
of Association authenticated in number 202/4/ ra/
Volume 5 on 16/12/1978 and represented for
signature on this contract by/ Abdulhadi Ahmad
Al-Dosari, Kuwaiti citizen, holding civil card No.
244041500045 in his capacity as Chiarman of the
Board and Managing Director by virtue of the lette
issued by the Ministry of Commerce & Industry
number 11463 on 5/5/1998

Seventy First Party





مكتب الشرق الأوسط للترجمة Middle East Translation Bureau

تلفون : ٢٤٠٠٠٥٦ - فاكس : ٢٤٠٢٢٢٢ - تقال : ٩٦٠٥٣٥٧ - ص ب : ١٠٨٢ دسمان ، ١٥٤٦١ الكويت
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Seventy Second: *Rasha Yousif Hussain Al-Awadhi*, Kuwaiti citizen, holding civil card No. 269122200045

Seventy Second Party

Seventy Third: *Sheikha/ Saud Mohammed Sabah Al-Sabah*, Kuwaiti citizen, holding civil card No. 241052200562

Seventy Third Party

Seventy Fourth: *Naser Ali Ibrahim Al-Menaie*, Kuwaiti citizen, holding civil card No. 263060200017

Seventy Fourth Party

Seventy Fifth: *Jasem Hasan Zainal*, Kuwaiti citizen, holding civil card No. 255121300282

Seventy Fifth Party

Seventy Sixth: *Shaker Sulaiman Abdullatif Al-Othman*, Kuwaiti citizen, holding civil card No. 255121300282

Seventy Sixth Party

Seventy Seventh: *Ali Abdalnabi Ali Khaja*, Kuwaiti citizen, holding civil card No. 250090200349

Seventy Seventh Party

Seventy Eighth: *Khalid Naser Abdulaziz Al-Fozan*, Kuwaiti citizen, holding civil card No. 254010900803

Seventy Eighth Party





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Seventy Ninth: **Riyad Hasan Abdullah Al-Mousa General Trading and Contracting Company/ Riyad Hasan Abdullah Al-Mousa and Partners - Company with Limited Liability - with Articles of association authenticated in number 1845 Volume 1 on 14/9/1997 and represented for signature on this contract by/ Riyad Hasan Abdullah Al-Mousa, Kuwaiti citizen, holding civil card No. 257111500044 in hic capacity as partner and authorized Manager**

Seventy Ninth Party

Eightieth: **Ali Yousif Al-Muzaini Sons General Trading and Contracting Company - Abdullah Ali Yousif Al-Muzaini and Partners - Company with Limited Liability - with Articles of Association authenticated in number 387/ da/ Volume 1 on 18/4/1983 and represented for signature on this contract by/ Abdullah Ali Yousif Al-Muzaini, Kuwaiti citizen, holding civil card No. 242122900252 in his capacity as partner and authorized Manager**

Eightieth Party

Eighty First: **Jasem Al-Wazaan Sons General Trading and Contracting Company W.L.L. - with Articles of Association Authenticated in number 18 Volume**





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399 on 13/11/1989 and represented by/ Khalid Jasem Mohammed Al-Wazzan, Kuwaiti citizen, holding civil card No. 251030800136 in his capacity as partners and authorized Manager

Eighty First Party

Eighty Second: *Khalid Abdulmohsen Salem Al-Abdulrazzaq*, Kuwaiti citizen, holding civil card No. 243070900537 singing for him/ Salwa Abdulrahman Abdulaziz Al-Shammas, Kuwaiti citizen, holding civil card No. 247021300242 in her capacity as custodian of her interdicted by virtue of the judgment issued by the Higher Court/ Civil Status Government Inheritances (5) in case number 1457/88 on 17/1/89

Eighty Second Party

Eighty Third: *Yousif Meshari Abdullah Al-Roudhan*, Kuwaiti citizen, holding civil card No. 247032300968

Eighty Third Party

Eighty Fourth: **Kuwaiti Metal Pipes Manufacturing Company - Kuwaiti Shareholding Company** with Articles of Association authenticated in number 983/ alef/ Volume 1 on 19/6/1966 and represented for signature on this contract by/ Ahmad Yousif Meshari Al-Roudhan, Kuwaiti citizen, in his





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capacity as Chairman of the Board and Managing Director of the company in the manner stated in the Ministry of Commerce & Industry certificate number 13941 on 15/5/1996

Eighty Fourth Party

Eighty Fifth: *Anwar Abdulla Al-Noori*, Kuwaiti citizen, holding civil card No. 241032000483

Eighty Fifth Party

Having requested while fully competent to dispose and contract, the authentication/ of the following contract:

Article (1)

The introduction is considered an integral party of this contract.

And it is comprised of the undersigned, who are a group having the intention of establishing a Kuwaiti shareholding company (closed) by a license from Kuwaiti Government in accordance with the provisions of the Commercial Companies Law No. (15) of the year 1960, and the amending laws, as well as the Articles of Association attached to this contract.

Article (2)

The name of the company shall be: **Global Investment House Company - Kuwaiti Shareholding Company (Closed).**





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Article (3)

The company's headquarters and legal address shall be in the city of Kuwait and the board of directors may establish branches, agencies, offices, business centers, or representatives for it in the State of Kuwait or abroad.

Article (4)

The duration of this company shall be indefinite, commencing from the date of its listing in the commercial register and the release of the official record relevant to its incorporation in the official gazette.

Article (5)

The purposes of which the Company was established are:

- 1- To undertake the sale of and purchase of financial securities for the account of the company and of others without prejudice to the provisions of the law.
- 2- To lend, to borrow, and to issue bonds in accordance with the provisions of the law, as well as financing overseas trade transactions.
- 3- To perform financial brokerage activities and investment management for the account of others.
- 4- To carry out studies, provide financial counseling, render technical and administrative services for projects, and conduct





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economical feasibility studies (provided the required conditions are met by those performing this service).

- 5- To establish or participate in establishing companies of various types, objectives, and nationalities and to deal in the purchase and sale of the shares of these companies shares and their bonds issued as well as financial rights.
- 6- To manage financial and real estate portfolios for the account of the company and of others and to invest and enhance the funds of its clients by investing in all types of investments locally or internationally.
- 7- To manage the real estate of others in Kuwait and abroad.
- 8- To engage in local and foreign real estate investment transactions aiming toward the improving residential lands, and the construction of residential and commercial units and complexes for the purpose of selling or leasing them.

The company may hold an interest or participate in any manner with institutions that are engaged in business similar to its own, or with those who can assist the company in achieving its purposes inside Kuwait or abroad. The company may form, participate or purchase those institutions or make them as affiliate.





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Article (6)

The company's capital was specified at the amount of (Fifteen Million Kuwaiti Dinars) distributed on (One Hundred Fifty Million shares), the value of each share amounts to (One Hundred Fils) and all the shares of cash value.

Article (7)

The founders signatories of this contract have subscribed to the company's capital in full in the following manner:

Name	Amount In Kuwaiti Dinars	Number of Shares
1- <i>Lolwa Khalid Zaid Al-Khalid</i>	50,000	500,000
2- <i>Abdulaziz Yacoub Yousif Al-Nafeesi</i>	30,000	300,000
3- <i>Bader Hashem Al-Sayyed Abdullah Al-Refaie</i>	30,000	300,000
4- <i>Adeeba Abdulmohsen Al-Sayyed Mohammed Al-Refaie</i>	20,000	200,000
5- <i>Abdullah Khalid Hamad Al-Sumait</i>	100,000	1000,000
6- <i>Faleh Abdullah Eid Al-Rgoba</i>	30,000	300,000
7- <i>Kuwait Invest Holding Company</i>	150,000	1,500,000
8- <i>Abdulaziz Naser Abdulaziz Al-Fozan</i>	30,000	300,000
9- <i>Subhi Khalid Abdulkareem Al-Gharaballi</i>	12,500	125,000
10- <i>Ahmad Sayyed Abdulwahab Sayyed Khalaf Al-Naqib</i>	200,000	2,000,000
11- <i>Khalid Abdulrazzaq Mahmoud Razzoqi</i>	15,000	150,000
12- <i>Wafaa Naser Abdulwahab Al-Qatami</i>	15,000	150,000
13- <i>Yacoub Yousif Sager Aal Ben Ali</i>	10,000	100,000
14- <i>Bader Abdullah Ahmad Al-Sumait</i>	20,000	200,000
15- <i>Oasis Limited Trading Company</i>	350,000	3,500,000
16- <i>Abdulwahab Ibrahim Mohammed Al-Kandari</i>	10,000	100,000
17- <i>Commercial Bank of Kuwait</i>	750,000	7,500,000
18- <i>Al-Ghunaim Limited Commercial Company</i>	50,000	500,000





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Name	Amount In Kuwaiti Dinars	Number of Shares
19- <i>Keifan Real Estate Company</i>	250,000	2,500,000
20- <i>Behbehani Investment Company</i>	650,000	6,500,000
21- <i>Omar Mahmoud Al-Qooqah</i>	100,000	1,000,000
22- <i>Samir Abdulmohsen Abdulkareem Al-Gharaballi</i>	50,000	500,000
23- <i>Rana Naeem Naffe' Snietawi</i>	10,000	100,000
24- <i>Mohammed Naser Abdulaziz Al-Fozan</i>	20,000	200,000
25- <i>Bader Naser Abdulaziz Al-Fozan</i>	30,000	300,000
26- <i>Mohammed Abdulmohsen Al-Khorafi & Sons Co.</i>	1,000,000	10,000,000
27- <i>Abdullah Al-Sayyed Yacoub Al-Henayyan</i>	7,500	75,000
28- <i>Al-Mraikhi Gulf Real Estate Company</i>	30,000	300,000
29- <i>Khalid Abdullah Sulaiman Al-Mraikhi</i>	10,000	100,000
30- <i>Sulaiman Abdullah Sulaiman Al-Mraikhi</i>	30,000	300,000
31- <i>Kuwaiti Industrial Projects Company</i>	750,000	7,500,000
32- <i>Kuwait and Middle East Financial Investment Co.</i>	500,000	5,000,000
33- <i>Ahmad Faisal Saud Al-Zaben</i>	40,000	400,000
34- <i>Clotilde Crabben Al-Rashid</i>	40,000	400,000
35- <i>Khalid Abdulmohsen Abdulaziz Al-Rashid</i>	80,000	800,000
36- <i>Mishal Abdulmohsen Abdulaziz Al-Rashid</i>	40,000	400,000
37- <i>Rashid Abdulaziz Abdulmohsen Al-Rashid</i>	200,000	2,000,000
38- <i>Saad Abdulaziz Abdulmohsen Al-Rashid</i>	80,000	800,000
39- <i>Mona Khalid Saleh Al-Ghunaim</i>	25,000	250,000
40- <i>Hind Ahmad Hamed Al-Naqib</i>	15,000	150,000
41- <i>Will of the Late Abdulaziz Abdulmohsen Al-Rashid</i>	150,000	1,500,000
42- <i>Khulood Mohammed Sulaiman Al-Luhaib</i>	30,000	300,000
43- <i>Adel Abdullah Abdurahman Al-Essa</i>	125,000	125,000
44- <i>Abdulghani Khalid Saleh Al-Ghunaim</i>	50,000	500,000
45- <i>Fahed Khalid Saleh Al-Ghunaim</i>	50,000	500,000
46- <i>Financial Securities House Company</i>	800,000	8,000,000
47- <i>Al-Dhow Projects Company</i>	100,000	1,000,000
48- <i>Hayat Adnan Al-Naqib</i>	100,000	1,000,000
49- <i>Reem Khalid Saleh Al-Ghunaim</i>	100,000	1,000,000
50- <i>Talal Khalid Saleh Al-Ghunaim</i>	5,000	50,000
51- <i>Mohammed Khalid Saleh Al-Ghunaim</i>	300,000	3,000,000





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Name	Amount In Kuwaiti Dinars	Number of Shares
52- <i>Fathiya Khalid Zaid Al-Khalid</i>	40,000	400,000
53- <i>Ahmad Khalid Saleh Al-Ghunaim</i>	150,000	1,500,000
54- <i>Kuwaiti Financial Center</i>	1,000,000	10,000,000
55- <i>Abdulaziz Mohammed Abdulaziz Al-Mansour</i>	12,500	125,000
56- <i>Abdullah Mohammed Abdulaziz Al-Mansour</i>	12,500	125,000
57- <i>Rasha Khalid Al-Ghunaim</i>	5,000	50,000
58- <i>Nawal Yacoub Al-Sayyed Al-Refaie</i>	50,000	500,000
59- <i>Balasesm General Trading Co</i>	1,000,000	10,000,000
60- <i>Hiafaa Saadoun Jasem Al-Yacoub</i>	30,000	300,000
61- <i>Wafrah International Investment Co.</i>	1,000,000	10,000,000
62- <i>Maha Khalid Saleh Al-Ghunaim</i>	410,000	4,100,000
63- <i>A'laa Hamad Ahmad Al-Roumi</i>	15,000	150,000
64- <i>Ahmad Saadoun Jasem Al-Yacoub</i>	300,000	3,000,000
65- <i>Adel Yousif Ali Al-Muzaini</i>	100,000	1,000,000
66- <i>Mohammed Barjas Mohammed Al-Barjas</i>	10,000	100,000
67- <i>Suad Ahmad Naser Al-Shubaiki</i>	10,000	100,000
68- <i>Faisal Ibrahim Al-Naser Al-Hajeri</i>	25,000	250,000
69- <i>Jamal Bader Naser Al-Rumaih</i>	10,000	100,000
70- <i>Khalid Abdulmohsen Abdulaziz Al-Babtain</i>	200,000	2,000,000
71- <i>National Cleaning Company</i>	100,000	1,000,000
72- <i>Rasha Yousif Hussain Al-Awadhi</i>	20,000	200,000
73- <i>Sheikha/ Saud Mohammed Sabah Al-Sabah</i>	1,000,000	10,000,000
74- <i>Naser Ali Ibrahim Al-Menaie</i>	5,000	50,000
75- <i>Jasem Hasan Zainal</i>	30,000	300,000
76- <i>Shaker Sulaiman Abdullatif Al-Othman</i>	20,000	200,000
77- <i>Ali Abdalnabi Ali Khaja</i>	10,000	100,000
78- <i>Khalid Naser Abdulaziz Al-Fozan</i>	50,000	500,000
79- <i>Riyad Hasan Abdullah Al-Mousa Co.</i>	30,000	300,000
80- <i>Ali Yousif Al-Muzaini Sons Co.</i>	250,000	2,500,000
81- <i>Jasem Al-Wazzan Sons General Trading Co.</i>	160,000	1,600,000
82- <i>Khalid Abdulmohsen Salem Al-Abdulrazzaq</i>	10,000	100,000
83- <i>Khalid Meshari Abdullah Al-Roudhan</i>	250,000	2,500,000
84- <i>Kuwaiti Metal Pipes Manufacturing Co.</i>	1,000,000	10,000,000
85- <i>Anwar Abdulla Al-Noori</i>	45,000	450,000
Total	KD, 15,000,000	150,000,000 Shares





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The founders have deposited the full value of the shares they have subscribed with and which amount to Fifteen Million Kuwaiti Dinars, each proportionate to his subscription, at the Commercial Bank of Kuwait by virtue of the certificate issued by the said bank on 13/5/1998 and enclosed with the original of this contract.

Article (8)

The expenditures, expenses, wages, and costs which the company undertakes to settle in view of its establishment amount to approximately (37,500 Kuwaiti Dinars) which shall be deducted from the general expenses account.

Article (9)

The founders signatories thereon undertakes to endeavor to carry out all the procedures necessary for finalizing the establishment of the company and have for that purpose entrusted Mr./ *Waleed Abdullah Al-Osaimi* with undertaking the legal procedures, completing the necessary documents, and making the adjustment which the official authorities deem essential to introduce in this contract or in the articles of association connected therewith.

Article (10)

This contract was drawn up based on the Ministry of Commerce & Industry letter number 14935 dated 1/6/1998 and registered in the incoming correspondence of the Companies and Contracts Department at the Ministry of Justice under number 1293 on 2/6/1998.





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**First Party
In His Capacity
(Signed)**

**Second Party
In His Capacity
(Signed)**

**Third Party
In His Capacity
(Signed)**

**Forth Party
(Signed)**

**Fifth Party
(Signed)**

**Sixth Party
In His Capacity
(Signed)**

**Seventh Party
(Signed)**

**Eighth Party
(Signed)**

**Ninth Party
In His Capacity
(Signed)**

**Tenth Party
In His Capacity
(Signed)**

**Eleventh Party
(Signed)**

**Twelfth Party
(Signed)**

**Thirteenth Party
(Signed)**

**Fourteenth Party
In His Capacity
(Signed)**

**Fifteenth Party
In His Capacity
(Signed)**

**Sixteenth Party
In His Capacity
(Signed)**

**Seventeenth Party
(Signed)**

**Eighteenth Party
(Signed)**

**Nineteenth Party
In His Capacity
(Signed)**

**Twentieth Party
In His Capacity
(Signed)**

**Twenty First Party
(Signed)**

**Twenty Second Party
In His Capacity
(Signed)**

**Twenty Third Party
(Signed)**

**Twenty Forth Party
(Signed)**

**Twenty Fifth Party
(Signed)**

**Twenty Sixth Party
(Signed)**

**Twenty Seventh Party
(Signed)**

**Twenty Eighth Party
(Signed)**

**Twenty Ninth Party
(Signed)**

**Thirtieth Party
(Signed)**





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**Thirty First Party
(Signed)**

**Thirty Second Party
(Signed)**

**Thirty Third Party
In His Capacity
(Signed)**

**Thirty Forth Party
In His Capacity
(Signed)**

**Thirty Fifth Party
In His Capacity
(Signed)**

**Thirty Sixth Party
(Signed)**

**Thirty Seventh Party
(Signed)**

**Thirty Eighth Party
(Signed)**

**Thirty Ninth Party
(Signed)**

**Fortieth Party
(Signed)**

**Forty First Party
(Signed)**

**Forty Second Party
(Signed)**

**Forty Third Party
(Signed)**

**Forty Forth Party
(Signed)**

**Forty Fifth Party
(Signed)**

**Forty Sixth Party
(Signed)**

**Forty Seventh Party
(Signed)**

**Forty Eighth Party
(Signed)**

**Forty Ninth Party
(Signed)**

**Fiftieth Party
(Signed)**

**Fifty First Party
(Signed)**

**Fifty Second Party
(Signed)**

**Fifty Third Party
(Signed)**

**Fifty Forth Party
(Signed)**

**Fifty Fifth Party
(Signed)**

**Fifty Seventh Party
(Signed)**

**Fifty Eighth Party
(Signed)**

**Fifty Ninth Party
(Signed)**

**Sixtieth Party
(Signed)**

**Sixty First Party
(Signed)**

**Sixty Second Party
In His Capacity
(Signed)**

**Sixty Third Party
In His Capacity
(Signed)**

**Sixty Forth Party
(Signed)**

**Sixty Fifth Party
(Signed)**

**Sixty Sixth Party
(Signed)**

**Sixty Seventh Party
(Signed)**





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**Sixty Eighth Party
(Signed)**

**Sixty Ninth Party
(Signed)**

**Seventieth Party
(Signed)**

**Seventy First Party
(Signed)**

**Seventy Second Party
(Signed)**

**Seventy Third Party
(Signed)**

**Seventy Forth Party
(Signed)**

**Seventh Fifth Party
(Signed)**

**Seventy Sixth Party
(Signed)**

**Seventy Seventh
Party
(Signed)**

**Seventy Eighth Party
In His Capacity
(Signed)**

**Seventy Ninth Party
(Signed)**

**Eightieth Party
(Signed)**

**Eighty First Party
(Signed)**

**Eighty Second Party
(Signed)**

**Eighty Third Party
(Signed)**

**Eighty Forth Party
(Signed)**

**Eighty Fifth Party
(Signed)**

In witness thereof this contract is drawn up and then signed by those in attendance after reading it to them.

This contract is issued of one original and () three copies, comprises () pages containing (10) articles, and has no addition nor deletion therein. With each copy of the contract is enclosed a copy of the articles of association which comprise () pages, () articles and an acknowledgment and it has no addition nor deletion therein. With the original are enclosed a letter from the Ministry of Commerce & Industry letter, a draft of the contract, copies of the powers of attorney, copies of the civil identity cards, a letter from the bank, and all the required documents.

**The Authenticator
Hussain Mohammed Al-Kharss
(Signed)**

[Seal of Ministry of Justice]



Certified True and Correct
Translation of the Attached