

Company No: 0274334

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

NATIONAL BANK OF EGYPT INTERNATIONAL LIMITED

Dated 24th October 1997

WE, the undermentioned, being the sole member of the above Company for the time being entitled to attend and vote at general meetings of the Company HEREBY RESOLVE that the following resolution be adopted as a Special Resolution of the Company:

SPECIAL RESOLUTION

That the Articles of Association of the Company be altered by deleting the existing Article 66 thereof and substituting therefor the article set out below:

66. "Unless otherwise determined by ordinary resolution, the number of directors (other than alternate directors) shall be subject to a maximum of eight and shall not be less than five."

Sami el Halawani

For and on behalf of National Bank of Egypt

