

INVESTCORP

The Chairman of the Board of Directors of Investcorp Bank B.S.C. is pleased to invite the Shareholders of the Company to attend an Extraordinary General Meeting of the Shareholders to be held at 12:00 p.m. on Tuesday, September 29, 2015 at the offices of Investcorp Bank B.S.C., Investcorp House, in the Diplomatic Area, Manama, Kingdom of Bahrain in order to consider the Agenda items set out below and pass suitable resolutions:

1. To approve a proposal to split the Company's Ordinary Shares, on a basis of 100:1, pursuant to which each Ordinary Share, having a nominal value of US\$250 per share, shall be split into 100 Ordinary Shares, having a nominal value of US\$2.50 per share, resulting in (i) an increase in the number of the Company's authorized Ordinary Shares from 4,000,000 to 400,000,000 Ordinary Shares and (ii) an increase in the number of the Company's issued Ordinary Shares from 800,000 to 80,000,000 Ordinary Shares, and to amend Article 6 of the Company's Memorandum of Association and Articles of Association accordingly to reflect the share split.
2. To approve the amendment to Articles 15, 16(c), 17(d) and 18 of the Company's Articles of Association to reflect the revised corporate governance structure of the Company, and to authorize the Board of Directors to designate one or more individuals to sign the Amendment to the Articles of Association before the Notary Public of the Kingdom of Bahrain.

With God's blessings,

Nemir Amin Kirdar
Chairman of the Board of Directors

Notes:

1. In addition to holders of Ordinary Shares, this Notice is given to holders of Preference Shares, who have the right to attend General Meetings of the Shareholders without having the right to vote.
2. Holders of proxies only (other than representatives of juristic persons) may not be the Chairman, Directors and employees of Investcorp nor can a proxy hold votes representing more than 5% of the issued capital of Investcorp (Article 24(c)(ii) of the Company's Articles of Association).
3. Appointment/Proxy Forms are available (i) at the office of the Share Registrar whose address is shown below and (ii) on the website of the Company (www.investcorp.com).
4. Shareholders are requested to lodge letters of appointment/proxies with the Share Registrar, Karvy Computershare W.L.L., at their offices on 7th Floor, Al-Zamil Tower, Office 74, Building 31, Government Avenue, Road 383, Block 305, P.O. Box 514, Manama Center, Kingdom of Bahrain, Tel. 17215080.
5. Further information regarding the Agenda is provided in the Shareholder Circular that is available on the website of the Company (www.investcorp.com).