

**UNITED INDUSTRIES COMPANY(UIC)
(KSC - CLOSED)**

**RESOLUTION OF THE
GENERAL ASSEMBLY MEETING
FOR THE FINANCIAL YEAR ENDING 31/12/2008**

The General Assembly of the United Industries Company - KSC-Closed, held its meeting on Monday 26th of March 2009 at 10:00 AM in its headquarters in Sharq, Khaled Bin Al-Waleed Street, Al-Shaheed Tower, 17th floor, in the presence of the following:

- Ms. Abrar Al Kout - Ministry of Commerce and Industry representative
- Mr. Waleed Al saimi - auditor, Ernst & Young
- Dr. Shuaib Al Shuaib - auditor, Al Bazie & Co.

The Ministry of Commerce and Industry representative announced the completion of the quorum by attendance of representatives holding 146,336,438 shares out of 247,734,375 shares, which equals to 59.63%.

Sheikh Khalifa Abdulla Al-Jaber Al-Sabah, Chairman of the Board, opened the meeting . After welcoming the audience, the discussion of the agenda started and the following has been reviewed, approved and ratified:

- 1) Review, discussion and ratification of the Board of Director's report for the financial year ending 31.12.2008.
- 2) Review and ratification of the Auditor's report for the financial year ending 31.12.2008.
- 3) Review and ratification of the Balance Sheet and the closing accounts for the financial year ending 31.12.2008.

- 4) Authorization of the Board of Directors to deal with parties concerned.
- 5) Sanction of non-payment of the Board of Directors' remuneration for 2008.
- 6) Sanction of the authorization of the Board of Directors to buy the company's shares in accordance with, and subject to the percentage ,terms and conditions set by law and the ministerial resolutions. Such authorization shall remain valid for 18 months with effect of the date of issuance.
- 7) Election of Board of Directors for the coming three years.
- 8) Discharge of the Board members and releasing them from any responsibility in respect of their actions in the financial year ending 31.12.2008.
- 9) Appointment or re-appointment of the company's external auditors for the financial year 2009 ,and authorization of the Board of Directors to determine their fees.

The meeting was concluded at 11:30 am.