

شركة الاستثمارات الوطنية  
NATIONAL INVESTMENTS COMPANY

URGENT

مذكرة داخلية

إشارة رقم : 179 - PF / 11 / 1430 هـ / 2017/08/16 التاريخ :

إلى : نائب رئيس أول - إدارة الثروات

من : نائب رئيس - إدارة الصناديق الإستثمارية

الموضوع : عملاء صندوق المدى الإستثماري

بالإشارة إلى الموضوع المذكور أعلاه ، يرجى التكرم بإرسال "الإضافة إلى نشرة الإكتتاب" ( المرفقة ) إلى عملاء صندوق المدى الإستثماري والخاصة بإعتماد تعيين السيد / غسان خليفة الوقيان عضواً لمجلس إدارة الصندوق بدلا من السيد / فيصل سمير العماني الذي قدم استقالته من مجلس إدارة الصندوق.

وتفضلوا بقبول فائق الإحترام والتقدير،،،

المثنى محمد المكنوم

CS team / Alaa/Ena  
F/A  
16-8-17

المرفقات :  
1 - الإضافة إلى نشرة الإكتتاب

## ADDENDUM TO PROSPECTUS

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### AL MADA INVESTMENT FUND

(An open-ended Shariah compliant retail collective investment scheme)

**Offering of up to 300,000,000 Units each valued at a  
Subscription Price of US \$ 1 (One US Dollar)  
(Plus a Subscription Fee of 2% per Unit)**

#### **Fund Company**

National Investments Fund Company B.S.C. (c)

#### **Fund Manager**

National Investments Company K.S.C. (c)

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This Addendum to Prospectus (the “**Addendum**”) which is dated 14 August 2017 provides certain amendments to, and should be read in conjunction with, the Prospectus dated 6 June 2017 (the original Prospectus was dated 31 January 2008) (the “**Prospectus**”) in connection with the offering of up to 300,000,000 Units each valued at a Subscription Price of US \$ 1 (One US Dollar) (Plus a Subscription Fee of 2% per Unit) in Al Mada Investment Fund (the “**Fund**”).

Words and expressions defined in the Prospectus shall, unless the context requires otherwise, have the same meaning when used in this Addendum.

The Directors of the Fund Company, whose names appear in Section VIII headed “Management and Administration” (as revised and amended pursuant to this Addendum), accept responsibility for the information contained in this Addendum. The Directors state to the best of their knowledge and belief (having taken all reasonable care to ensure that such is the case), that all information in this Addendum is in accordance with the facts, and does not omit anything likely to affect the importance of such information.

This Addendum has been registered with the Central Bank of Bahrain who takes no responsibility for the content of this document. The Addendum has been prepared in accordance with the requirements of the CBB and the applicable laws. The Directors of the Fund Company have obtained an approval of the Central

Bank of Bahrain on 8 August 2017 stating it has no objection to the distribution of this Addendum. As the information available in the Addendum does not reflect the overall position of the Fund, references have to be made to the Prospectus.

To the extent that there is any inconsistency between any statement in this Addendum and any statement contained in the Prospectus, the statement in this Addendum shall prevail.

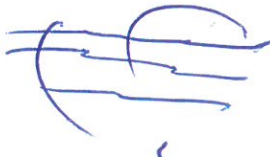

Except where disclosed in this Addendum, there has been no change in the information contained in the Prospectus and no significant new matter has arisen in relation to the Fund since 6 June 2017, the date of the issue of the Prospectus.

The issue of this Addendum was authorised in accordance with resolution of the Directors of the Fund Company on 30 July 2017.

The Investors and the potential investors are advised to read and understand the content of both the Prospectus and the Addendum prior to deciding whether or not to invest in the Fund.

**DIRECTORS' RESPONSIBILITY STATEMENT**

THE DIRECTORS OF THE FUND COMPANY WHOSE NAMES APPEAR HEREIN BELOW, ACCEPT RESPONSIBILITY FOR THE INFORMATION CONTAINED IN THIS DOCUMENT AND DECLARE TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, HAVING TAKEN ALL REASONABLE CARE TO ENSURE THAT SUCH IS THE CASE, THAT ALL INFORMATION IN THIS ADDENDUM IS IN ACCORDANCE WITH THE FACTS, AND DOES NOT OMIT ANYTHING LIKELY TO AFFECT THE IMPORTANCE AND COMPLETENESS OF SUCH INFORMATION.

<b>Director's Name</b>	<b>Signature</b>
<b>Hamad S H A M Alhumidi</b>	
<b>Al Maktoum Al Muthana Mohammed A</b>	
<b>Ghassan Khalifa Al Wagayan</b>	

## AMENDMENTS TO THE PROSPECTUS

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### CHANGES IN THE DIRECTORS OF THE FUND COMPANY

Following the registration of the Prospectus, in April 2016, Mr. Faisal Sameer Al Omani resigned from the position of director of the Fund Company. Subsequently, the board of directors of the Fund Manager (who is also the operator of the Fund) passed a resolution to appoint Mr. Ghassan Khalifa Al Wagayan as a new director of the Fund Company. On application, the Central Bank of Bahrain formally approved the appointment of Mr. Ghassan Khalifa Al Wagayan as a director of the Fund Company on 18 July 2017.

In accordance with the Prospectus, the Investors were duly informed about the above said changes in the Directors of the Fund Company fourteen (14) calendar days prior to the appointment of Mr. Ghassan Khalifa Al Wagayan as a director of the Fund Company.

Mr. Ghassan Khalifa Al Wagayan was duly appointed as a director of the Fund Company on 14 August 2017.

Accordingly, the relevant contents of the Prospectus are required to be amended to reflect the changes in the board of Directors of the Fund Company.

### MANAGEMENT AND ADMINISTRATION

The section headed 'The Directors' under Section VIII (*Management and Administration*) appearing on page 24 of the Prospectus, shall stand replaced with the section set out in the Schedule of this Addendum.

All references to the 'Directors', 'Board Members', and/or 'Directors of the Fund Company' wheresoever appearing in the Prospectus shall from the date of this Addendum be deemed to be references to the directors as listed in the Schedule of this Addendum and the terms and conditions in relation thereto shall be construed accordingly.

## SCHEDULE

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### VIII. MANAGEMENT AND ADMINISTRATION

#### The Directors

The Directors of the Fund Company have overall authority over, and responsibility for, the operation and management of the Fund and will exercise supervision and control of the Fund including making decisions on matters of general policy and reviewing the actions of Fund Manager, the Custodian, the Administrator and other service providers. The Fund Company may appoint new Directors and officers of the Fund or may remove them from time to time with the prior consent of the CBB.

Pursuant to the Articles of Association, the Fund Company has three Directors. As of the date of this Prospectus, the members of the Board of Directors of the Fund Company are:

1. Hamad S H A M Alhumidi
2. Al Maktoum Al Muthana Mohammed A
3. Ghassan Khalifa Al Wagayan

Short CVs of the proposed directors appear below:

#### Hamad S H A M Alhumidi

Mr. Hamad S H A M Alhumidi is Assistant General Manager for Local and Arab Investments Department (LAID) working for National Investments Company. Hamad graduated in 1999 with a BBA in Finance, from Seattle University, Washington State, USA.

Since graduating from college Mr. Hamad starting his career as Financial Analyst in the research department at National Investments Company. Mr. Hamad has worked at NIC for almost seventeen years and has served several position in the Local & Arab Investment department. Having such a strong and in depth working knowledge and experience, he currently heads the Local and Arab Investments Department. He has been involved many key decision making activity within the company. His constant efforts and professionalism has supported NIC's many investment tools including portfolios, establishing funds such as Al Wataniya, Al Safwa, Al Darij, Zajil, Mawarid, and Al Mada fund.

In addition, Mr. Hamad sits on the boards of companies such as First Investment Co, Boubyan International Holding Company. Previously he held board member position in First Educational Company (2009-2011) and Gulf Investment Company (2011-2014).

#### Al Maktoum Al Muthana Mohammed A

Mr. Al Maktoum Al Muthana Mohammed A is Manager Investment Funds for Local and Arab Investments Department (LAID) working for National Investments Company. Muthana graduated in 2004 with a BBA in Finance, from Kuwait University, Kuwait.

Since graduating from college Mr. Muthana starting his career as Assistant Financial Analyst in the research department at National Investments Company. Mr. Muthana has worked at NIC for almost eleven years and has served several position in the Local & Arab Investment department. Having such a strong and in depth working knowledge, analytical and research experience, he currently heads the Investment Funds in Local and Arab Investments Department. He is responsible to lead the Investment Funds such as Al Wataniya, Al Safwa, Al Darij, Zajil, Mawarid, and Al Mada fund.

In addition, Mr. Muthana is the Chairman of Safatec Holding co. and sits on the boards of companies such as Saudi Holding Projects Group, Mena Capital Holding Co. Previously he held board member position in First Investment Co. (2011-2012), Ijara Housing Holding Co (2011-2014), A'amal Holding Co. (2007-2009) and First Real Estate Investment Co. (2005-2011).

#### Ghassan Khalifa Al Wagayan

Mr. Ghassan Khalifa Al Wagayan is the Vice President (Trading - Local & Arab Investments Department) of National Investments Company, Kuwait. Mr. Ghassan graduated in 1999 with a BBA in Accounting, from Kuwait University, Kuwait.

Mr. Ghassan started his career as the Assistant Officer in the Supervision Department of the Central Bank of Kuwait and worked there until 2002. He then joined NIC in 2002 as the Financial Analyst in the Research Department. He has been working at NIC for almost fifteen years and has served several positions in the Local & Arab Investment Department. Having such a strong and in-depth working knowledge and analytical and research experience, he currently heads the Trading Sector in Local & Arab Investments Department.

In addition, Mr. Ghassan has previously held positions of the Chairman of Al Seef Brokerage (2014 – March 2017), the Chairman of Al Khomaseya Holding (2007 – 2016) and the Board Member of Al Riyada Finance (2008 – March 2017).