



Invitation to Attend the Annual General Assembly Meeting of Aldar Properties PJSC

Aldar Properties PJSC (the Company) Board of Directors is pleased to invite the shareholders to attend the Annual General Assembly meeting to be held on Wednesday 20th March 2019 at 04:00 PM at "The Westin Abu Dhabi Golf Resort & Spa", Khalifah City, Abu Dhabi to consider the following items:

1. Review and approve the report of the Board of Directors on the Company's activities and its financial position for the year ended on 31st December 2018.
2. Review and approve the report of the auditor of the financial position of the Company for the financial year ended on 31st December 2018.
3. Discuss and approve the Company's balance sheet and its profit and loss accounts for the financial year ended on 31st December 2018.
4. Approve the recommendation of the Board of Directors of the Company to distribute 14% as cash dividends (i.e. 14 fils per share as cash dividend) for the financial year ended on 31st December 2018 (The total Cash Dividend distribution = AED 1,100,768,144.42/-).
5. Determine the remuneration of the board of directors for the year ended on 31st December 2018.
6. Absolve the Board of Directors and the auditors of liability for their activities for the financial year ended on 31st December 2018.
7. Absolve the auditors of liability for their activities for the financial year ended on 31st December 2018.
8. Appoint the auditors for the financial year 2019 and determine their remuneration.
9. Elect the members of the Board of Directors.

Special Resolutions:

10. Approve the proposal of giving social contributions during 2019 and authorize the Board of Directors to determine the beneficiaries, subject that such contributions not to exceed 2% of the average net profits of the Company during the two prior financial years (2017 & 2018) and such contributions shall be used for the purposes of serving the society pursuant to the Federal Law No. 2 of 2015 concernin Commercial Companies.

Notes:

- The General Assembly shall only be valid if attended by shareholders owns or represent by proxy not less than 50% of the Company's Capital. If this quorum is not achieved at the First Meeting, a Second Meeting will be held on Wednesday 27th March 2019 at the same place and time. The deferred Meeting is considered valid irrespective of the number of attendees.

- Each shareholder is entitled to attend the Company's Annual General Assembly Meeting and may authorize another person (other than a member of the Company's Board of Directors) to attend the above mentioned meeting on behalf of the shareholder pursuant to a proxy provided that the representative does not hold in such capacity more than 5% of the Company's share capital (persons of incomplete capacity or incapable shall be represented by their legal representatives and minors shall be represented by their parent or guardian). A corporate person may delegate a representative or those in charge of its management pursuant to a resolution of its board of directors or its equivalent to represent such corporate person in a general assembly. The delegated person shall have the powers as determined in the delegating resolution. The proxy form must be submitted and delivered to the Issuer Services Department, First Abu Dhabi Bank, FAB Building Khalifa Business Park – Al Qurm District, 4th floor, Abu Dhabi, P.O. Box 6316, Abu Dhabi not less than two days prior to the date of the meeting. Only original proxies will be accepted.
- Legal person may authorize a representative or any of his management, pursuant to a proxy from his Board of Directors or in like, to represent him at the General Assembly of the Company, the authorized person shall have the authorities granted to him in the proxy.
- Shareholders that are registered in the Company's share book on Tuesday 19th March 2019, are entitled to attend the meeting.
- Shareholders that are registered in the Company's share book on Sunday 31st March 2019 shall be deemed to be entitled to receive the dividends if the quorum is achieved on Wednesday 20th March 2019, and Shareholders that are registered in the Company's share book on Sunday 7th April 2019 shall be deemed to be entitled to receive the dividends if the meeting is held on Wednesday 27th March 2019 due to the lack of quorum in the first meeting.
- Shareholders can review the Company's Financial Report for the year ended 31st December 2018 and the Corporate Governance Report for the year ended 31st December 2018 on the Company's website (www.aldar.com) and on the ADX website (www.adx.ae).
- Shareholders are required to update their contact details at the Abu Dhabi Securities Exchange to ensure that dividends are delivered properly. Dividends will be distributed through the Abu Dhabi Securities Exchange.
- Special Resolution: is a decision made by the majority of votes of shareholders who owns at least three-quarters of the shares represented at the Annual General Assembly Meeting of the company.
- You may refer to the Guidebook to Rights of Securities Investors in the United Arab Emirates via the following link: https://www.sca.gov.ae/_layouts/download.aspx?SourceUrl=/Arabic/awareness/Publications/SIR_AR.pdf