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بنك دبي الإسلامي
Dubai Islamic Bank

Dubai Islamic Bank announces its intention to take over 100% of Tamweel

- *UAE's largest Islamic Bank to complete the acquisition of the largest mortgage provider*
- *Offer sets 18 Tamweel shares equal to 10 DIB shares*
- *Tamweel shares to be delisted from DFM upon completion of takeover*

Dubai, UAE; January 3, 2013: The Board of Directors of Dubai Islamic Bank PJSC (DIB), in a board meeting today, have discussed and approved an additional business matter item in regards to the bank's intention of acquiring 100 percent of Tamweel. DIB intends to make a tender offer to buy all the shares in the hands of Tamweel's other shareholders, who presently hold the balance 41.8% of the issued shares. DIB is the major shareholder in Tamweel PJSC, the UAE-based Islamic home finance provider, with a majority stake of 58.2%.

The minority Tamweel shareholders will be asked to exchange their existing Tamweel shares for fresh shares to be issued by DIB. Each Tamweel shareholder will be offered ten (10) DIB shares for every eighteen (18) Tamweel shares held by them. The fair value of each share for DIB and Tamweel underlying the intended swap is set at AED 2.25 and AED 1.25 respectively.

It is the intention of DIB, subject to obtaining necessary approvals of an extraordinary general assembly of DIB shareholders, to issue new shares by way of a capital increase of the bank's issued share capital in accordance with the Commercial Companies Law. The new DIB shares will be issued and capitalised through the transfer of Tamweel shares subject to the acceptance value of the offer.

The contemplated tender offer values each eighteen (18) shares in Tamweel as being worth ten (10) shares in DIB. DIB has been advised by independent valuers, namely Price Waterhouse Coopers, that this is an appropriate share swap ratio. Price Waterhouse Coopers assessed the fair market value of both DIB and Tamweel as at 30 September 2012, and assessed their values at AED 2.25 and AED 1.25 respectively.

Upon approval of all regulators, including the Ministry of Economy, the Securities and Commodities Authority of the UAE, the UAE Central Bank and the Dubai Financial Market, the date of the offer will be communicated individually to all Tamweel shareholders giving them adequate time to respond to the offer. The bank is confident that this offer serves the best interest of shareholders in both entities. It gives every Tamweel shareholder the opportunity to become a shareholder in a more lucrative and sizeable entity with a relatively liquid market in its shares whilst remaining exposed to the same industry sector and the Tamweel business itself.

After the closing of the share swap offer, DIB intends to apply to Securities and Commodities Authority of the UAE for the delisting of Tamweel shares from the Dubai Financial Market.

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About Dubai Islamic Bank:
Dubai Islamic Bank (DIB), established in 1975, is the first Islamic bank to have incorporated the principles of Islam in all its practices and is the largest Islamic bank in the UAE. DIB is a public joint stock company, and its shares are listed on the Dubai Financial Market. The bank enjoys a reputation as a leader and innovator in maintaining the quality, flexibility and accessibility of its products and services. The bank currently operates 75 branches in the UAE.

DIB has been proactive in creating partnerships and alliances at both the local and international level. The bank has established DIB Pakistan Limited, a wholly owned subsidiary which has a network of 93 branches across 30 major cities in Pakistan. DIB has also started operations in Jordan, with the establishment of Jordan Dubai Islamic Bank.

Alongside its accomplishments as a commercial organisation, DIB has always recognised its wider role in society. The bank supports the communities in which it operates through the DIB Foundation, a non-profit social, humanitarian and charitable organisation which distributes millions of dirhams to good causes at home and abroad each year.

DIB has earned the respect of its peers around the world for many years, and its leading position has been reaffirmed by the 92 local, regional and international accolades that it has won between 2008 and 2012. DIB has won awards across diversified areas, including retail, corporate and investment banking, as well as CSR and consultancy services. The bank's most recent awards include being named "Best Islamic Bank, UAE" by *World Finance* and *Banker Middle East* magazines, "Best Distance Banking Service" (Electronic Banking Services) by *Banker Middle East*, and being named among *The Banker*'s "Deals of the Year for 2012."

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