إعمار العقارية ش.م.ع
ص.ب. ٩٤٤٠، دبي
الإمارات العربية المتحدة
ت +٩٧١ ٤ ٣٦٧٣٣٣٣
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Emaar Properties PJSC
Invitation to Attend the 16th Annual General Meeting

The Board of Directors of Emaar Properties PJSC is honored to invite the shareholders to attend the 16h Annual General Meeting of the Company which will be held on Wednesday, 23 April 2014, at 7:00 PM, in the Pavilion of Armani Hotel Dubai. In case the said Meeting falls short of quorum, the next Annual General Meeting will be held at 7:00 PM on Wednesday, 30 April 2014, in the Pavilion of Armani Hotel Dubai to discuss the following agenda:

1. To receive and approve the report of the Board of Directors on the activities and financial position of the Company for the fiscal year ending 31st December 2013.
2. To receive and approve the Auditors' report for the fiscal year ending 31st December 2013.
3. To discuss and approve the Company's balance sheet and the profit and loss account for the fiscal year ending 31st December 2013.
4. To appoint the Auditors for the year 2014 and determine their remuneration.
5. To discharge the members of the Board of Directors and Auditors from liability for the fiscal year ending 31st December 2013.
6. To discuss the proposal of the Board of Directors regarding distribution of dividends to the Shareholders amounting to 15 % of the share capital being AED 15 fils per share as cash dividend and 10% bonus shares of the share capital of the Company for the fiscal year 2013.
7. Ratification of appointment of Mr. Jamal Hamed Thani Buti Al Marri as board member in replacement of H.E. Abdullah Al Ghobash for the remainder of the latter's term as member of the Board of Directors of the Company.
8. To grant approval for the payment of bonus to the non-executive members of the Board of Directors amounting to five hundred thousand Dirhams for each non-executive board member.
9. To grant approval under Article (108) of Federal Law No. 8 of 1984 and the amendments thereto for the members of the Board of Directors to carry on activities included in the objects of the Company provided they do not compete directly with the Company.

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Notes:

1- Any shareholder may appoint a proxy to attend the Meeting on his behalf. However, the latter cannot be a member of the Board of Directors or hold, in this capacity, more than (5%) five percent of the Company's capital.

2- Every shareholder whose name is registered on the last business day preceding the Company's Annual General Meeting (i.e. 22 April 2014), shall be entitled to vote at the Annual General Meeting.

3- In case there is dividend distribution, the shareholder whose name is registered on Sunday 4 May 2014 shall be the person entitled to such dividends, whether in cash or bonus shares and in case the meeting is held on 30 April 2014 due to lack of quorum in the first meeting, the person entitled to dividends shall be the shareholder whose name is registered on Sunday 11 May 2014. The Company will pay cash dividends to the shareholder entitled thereto by way of a check delivered by registered mail to the address specified in the market or through the iVESTOR cards to the shareholders registered in that system within a period not exceeding 30 (thirty) days from the date of the Annual General Meeting.

4- The Company's financial statements are available for the shareholders on the websites of the Dubai Financial Market and the Company.

By order of the Board of Directors

Emaar Properties PJSC

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