# Invitation to the
# Annual General Assembly Meeting of Dubai Financial Market Company
## (Public Joint Stock Company)

DFM
سوق دبي المالي

The Board of Directors of Dubai Financial Market (PJSC) is pleased to invite all shareholders to attend the Annual General Assembly Meeting (AGM) to be held on **Wednesday 28th March 2018, at 04:00pm, in the Dubai Financial Market Trading Floor, Dubai World Trade Centre (DWTC), Sheikh Zayed Road, Dubai, United Arab Emirates,** to discuss the following agenda:

1. Hear and ratify the Board of Directors' report on the Company's performance and its financial position for the fiscal year ended 31/12/2017.
2. Hear and ratify the External Auditor's report for the fiscal year ended 31/12/2017.
3. Hear and ratify the Fatwa & Shari'a Supervisory Board report for the fiscal year ended 31/12/2017.
4. Discuss and ratify the Company's Balance Sheet and Profit and Loss Account for the fiscal year ended 31/12/2017.
5. Consideration of the Board of Directors' recommendation to distribute a cash dividend of 5% from the company's capital allocated for dividends amounting to AED 399,788,158.45 at a value of 5 fils per share.
6. Discharge members of the Board of Directors from their liabilities for the fiscal year ended 31/12/2017, or consider any legal action if necessary.
7. Approve the Board of Director's remuneration.
8. Discharge the External Auditors from their liabilities for the fiscal year ended 31/12/2017, or consider any legal action if necessary.
9. Appoint External Auditors for the fiscal year 2018 and determine their professional fees.
10. Appoint Fatwa & Shari'a Supervisory Board Members for the year 2018.
11. **Special Resolution:** Approval for executing deals with related parties (companies under ownership/control of government) that will be presented at the AGM if the value exceeds 30% of the company's capital and that such transactions shall be submitted to future AGMs for ratification.
12. **Special Resolution:** Restructuring the Dubai Financial Market, segregating activities that constitute any potential conflict by establishing independent companies based on each activity. This is subject to compliance with the UAE Companies' Law and DFM's Articles of Association, and acquiring approvals from all concerned authorities.

**Notes:**

1. The Special Resolution (or decision) is the resolution (or decision) of the majority of votes of shareholders who own at least three-quarters of the shares represented at the AGM of the public joint stock company.
2. Each shareholder has the right to appoint non-members of the Board of Directors to attend the meeting based on a written proxy. Appointees should not own more than 5% of the company's shares. Shareholders who are minors or legally incapacitated shall be represented by their legal representatives.
3. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its Board of Directors or any similar entity to represent such corporate person in any General Assembly/Meeting of the company. The delegated person shall have the powers as determined under the delegation resolution.
4. Shareholders registered on Tuesday 27/3/2018 shall be deemed to be the holder of the right to vote at the General Assembly Meeting.
5. Shareholders can access and review the company's financial statements, annual report and governance report of the company by visiting the DFM's website: www.dfm.ae.
6. The Annual General Assembly Meeting will be considered invalid if shareholders attending in person or by proxy are less than 50% of the company's capital. If the quorum is not met in the first meeting, a second meeting will be held on Wednesday 4/4/2018 at the same time and place.
7. eVOTING will be available through DFM eServices at www.dfm.ae from 4pm on Tuesday 27/03/2018 until 1pm (UAE time +4 GMT) on Wednesday 28/03/2018; the DFM AGM day.

**By Order of the DFM Company's Board of Directors.**

عام زايد
YEAR OF ZAYED

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