

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



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 **Sunday 17th March 2019, at 04:00pm, at 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 31/12/2018.
2. Hear and ratify the External Auditor's report for the fiscal year ended 31/12/2018.
3. Hear and ratify the Fatwa & Shari'a Supervisory Board report for the fiscal year ended 31/12/2018.
4. Discuss and ratify the Company's Balance Sheet Account and Profit and Loss Statement for the fiscal year ended 31/12/2018.
5. Discharge members of the Board of Directors from their liabilities for the fiscal year ended 31/12/2018, or consider any legal action if necessary.
6. Identify and approve the remuneration of the Board of Directors.
7. Discharge the External Auditors from their liabilities for the fiscal year ended 31/12/2018, or consider any legal action if necessary.
8. Appoint External Auditors for the fiscal year 2019 and determine their professional fees.
9. Appoint Fatwa & Shari'a Supervisory Board Members for the year 2019.
10. **Special Resolution:** Approval for executing deals with related parties (companies under ownership/control of government) that will be presented at the AGM of not more than 30% of the company's capital and that such transactions shall be submitted to the AGM in future for ratification.

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. A proxy of a number of shareholders shall not hold in this capacity over 5% of the share capital of the Company. 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 Thursday 14/3/2019 shall be deemed to be the holder of the right to vote at the General Meeting.
5. Shareholders can access and review the company's financial statements, annual report and governance report of the company by visiting the DFM website: www.dfm.ae.
6. The Annual General Assembly Meeting will not be considered valid unless shareholders attending in person or by proxy are not less than 50% of the capital. If the quorum is not met in the first meeting, a second meeting will be held on Sunday 24/03/2019 at the same time and place.
7. eVOTING will be available through DFM eServices at www.dfm.ae from 4pm 14/03/2019 until 1pm (UAE time +4 GMT) 17/03/2019, the DFM AGM day.
8. Information on investor rights and responsibilities can be found at the Securities and Commodities Authority (SCA) website: www.sca.gov.ae

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

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