



NATIONAL CENTRAL COOLING COMPANY PJSC (TABREED)

INVITATION TO THE ELECTION OF BOARD OF DIRECTORS' MEMBERSHIP

The Board of Directors of National Central Cooling Company PJSC (the “**Company**”) is pleased to inform the shareholders that the door for nominations for the membership of the Company’s Board of Directors will be opened from 26 February 2020 until 8 March 2020. Each person fulfilling the conditions of nomination for Board of Directors’ membership may nominate himself/herself by submitting an application (which is available on the Company’s website www.tabreed.ae) to the management of the Company at its head office located at Masdar City, Accelerator Building, 2nd Floor, Abu Dhabi, and must enclose a brief biography of the applicant and the category of directorship for which he/she desires to be a candidate (executive member – non-executive member – independent member).

General conditions:

1. The number of Board members to be elected is (9) nine members.
2. The nomination period for Board membership shall remain open for 10 days from the date of announcement pursuant to the requirements of Article (40) of the Authority’s Board of Directors’ Resolution No. (7 R.M) of 2016 Concerning the Standards of Institutional Discipline and Governance of Public Shareholding Companies.
3. A candidate for the Board membership must satisfy the conditions set forth in Federal Law No 2 of 2015 concerning Commercial Companies, the Authority’s Board of Directors’ Resolution No. (7 R.M) of 2016 Concerning the Standards of Institutional Discipline and Governance of Public Shareholding Companies and the Company’s Articles of Association.
4. The documents required pursuant to Article 41 of the Authority’s Board of Directors’ Resolution No. (7 R.M) of 2016 should be included in the nomination application (the candidate’s CV including work experience, qualifications, an undertaking to comply with the provisions of the Companies Law and the decisions issued in implementation thereof and the Company’s Articles of Association, and that the candidate will exert the due care of a prudent professional person during the performance of his/her duties, a statement of the names of companies and corporations which the candidate works for or serves as a member of the boards of directors therein, as well as any other work the candidate performs directly or indirectly that constitutes competition to the Company and in case of the legal person’s representatives, an official letter from such legal person shall be submitted, containing names of his/her nominees for Board membership).
5. Upon closure of the nomination, a nominee may not assign his nomination to another nominee.
6. Once the nomination period has closed, the Company shall post the names of candidates and their category of directorship on the bulletin board in its head office and on its website (www.tabreed.ae) on 9 March 2020.
7. After the nomination period is closed, the list of the names of candidates shall be provided to Dubai Financial Market and the Securities and Commodities Authority.