

EMAAR

Disclosing the Agreement to Acquire

The required data regarding the agreement to acquire:

Date.	11 th August 2022
Name of the Listed Company.	Emaar Properties PJSC
Specify the type of transaction:	Acquisition of shares
Determine the type of asset to be acquired and describe the activity of the underlying asset.	Company. Activity Real Estate Development.
Determine the value of the purchase cost of these assets and their percentage to the capital of the listed company in the event of dispose, mortgage or leasing.	AED 7.5 billion.
Total value of acquisition.	AED 7.5 billion
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders.	<p>The Transaction will be beneficial to EMAAR Shareholders as it will allow EMAAR full control over the strategically located land assets of Dubai Creek Harbour, including entitlement to 100 per cent. of its generated profit.</p> <p>This will reinforce EMAAR's position as MENA's largest integrated and most diversified real estate company and will boost the financial and operational resilience of the combined entity via increased scale,</p>

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	and improvement in the portfolio mix.
Determine the parties to the transaction / deal.	<u>Sellers:</u> Dubai Holding Asset Management LLC and DH Shareholder FZ LLC <u>Buyer:</u> Emaar Properties PJSC
Determine whether the transaction / deal is associated to related parties, and specify the nature of the relationship, if any.	Transaction is not with a related party
The date of signing the transaction / deal.	11 th August 2022
Transaction / deal execution date.	11 th August 2022
Expected closing date.	27 th September 2022
If the listed company is the acquiring party or the lessee, the following must be fulfilled: 1- Explain how to finance acquisition or lease transaction(s). 2- Determine the sources of financing the transaction(s) in the case of acquisition or leasing, with clarification of the payment mechanism in the event that part or all of the value of the transaction(s) will be funded through banks. 3- Determine the date or dates of payment of the amounts owed by the listed company from the acquisition or lease transaction(s).	<ul style="list-style-type: none"> ● 50% in shares; and ● 50% in cash including deferred payment of AED1.25 billion payable in 3 equal instalments arranged from available cash and banking facilities.
If the listed company is the disposing party, the lessor, or one of the mortgage parties, the following must be fulfilled: 1- Explain the reasons for disposing, mortgaging or leasing, and clarifying how the collected funds will be used. 2- Determine the date or dates of collection of the amounts owed to the listed company from the dispose, mortgage or lease transaction. 3- Clarify the company's plan regarding the use of exit proceeds or the sale or lease of the asset. 4- Clarify the procedures against the listed company in case of failure to pay its obligations stated in the mortgage deal.	Not applicable

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5- The listed company must also clarify whether it will provide a loan in exchange for a mortgage of the assets owned by the other party.	
The expected financial impact of the transaction(s) on the business results and the financial position of the listed company.	Decrease in net cash balance by AED2.5 billion at the time of first payment.
Determine the financial period or quarter in which the financial impact of the transaction(s) will appear on the listed company.	Q3 2022
Summary of the terms and conditions of the transaction(s), the rights and obligations of the listed company and its shareholders, and the procedures involved in the event that any party fails to fulfill the obligations it has stipulated in the transaction or the deal contract.	The terms & conditions of the transaction and the rights and obligations of the Parties will be clarified in the Shareholders' Circular that will be published prior to the general assembly meeting.

The Name of the Authorized Signatory	Ahmad Al Matrooshi
Designation	Executive Board Member/Authorized Signatory
Signature and Date	11 th August 2022 
Company's Seal	

