

INVITATION TO ATTEND THE ANNUAL GENERAL MEETING OF DEYAAR DEVELOPMENT PJSC



The Board of Directors ("Board") of Deyaar Development PJSC ("Company") is pleased to invite you to attend the Annual General Meeting ("General Meeting") of the Company that will be held on Wednesday, 22 March 2023 remotely/ online and in person at 01:30PM in Millennium Al Barsha, Dubai – Al Barsha 1 to consider the following agenda:

1. Consider and approve the Report of the Board on the Company's activities and financial position for the year ended 31 December 2022;
2. Consider and approve the Auditor's Report on the Company's financial position for the year ended 31 December 2022;
3. Consider and approve the Company's Balance Sheet and Profit and Loss Account for the year ended 31 December 2022;
4. Consider and approve the Board of Director recommendation of the non-distribution of dividends for the financial year ended 31 December 2022;
5. Consider and approve the Board's remuneration proposal for the year ended 31 December 2022;
6. Discharge the members of the Board for the year ended 31 December 2022 or to dismiss them and file a liability lawsuit against them, as the case may be;
7. Discharge the Company's auditors for the year ended 31 December 2022 or dismiss them and file a liability lawsuit against them, as the case may be;
8. Appoint the Company's auditors and determine their fees.

Notes:

1. Any shareholder that has the right to attend the General Meeting may delegate any person elected by such shareholder, other than a director of the Board, employees of the company or brokerage company or its employees, under a special written proxy. A proxy of a number of shareholders may not hold in this capacity over (5%) five percent of the share capital of the Company. Minor and/or incapacitated shareholders will be represented by their legal representatives. (The requirements under Clauses No. 1 and 2 of Article 40 of Securities and Commodities Chairman Decision No. (3/Chairman) of 2020 on the Approval of Public Joint Stock Companies Governance Guide (on adopting proxies shall be met.) you can view the disclosure of the company on the financial market website regarding the requirement to approve the proxies.
2. Shareholders of the Company attending virtually have to register electronically to be able to register and vote on the items of the general assembly. Registration will be opened on Tuesday, 21 March 2023 at 08:00 AM and will be closed on Wednesday, 22 March 2023 at 01:30PM. Shareholders can register by visiting www.smartagm.ae. Proxy holders must send a copy of the proxies to the following email address isf@bankfab.com along with name/mobile number to receive a SMS for registration.
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 managers to represent the corporate person in the General Meeting. The delegated person shall have the authority as determined by the authority resolution.
4. The registered holder of a share on Tuesday, 21 March 2023, shall have the right to attend and vote at the General Meeting.
5. The General Meeting shall not be validly held unless attended by shareholders in person or via proxy representing not less than (50%) fifty percent of the share capital of the Company. In the event that such quorum is not present at the first General Meeting, a second meeting will take place online and in person on 29 March 2023 at the same venue and time and the second meeting shall be valid irrespective of the shareholder attendance percentage. In case of the second meeting, the registered holder of a share on Tuesday 28 March 2023, shall have the right to attend and vote at the second General Meeting.
6. Shareholders can view the Financial Statements, Governance Report and Sustainability Report (Integrated report) on Dubai Financial Market website www.dfm.ae and Company's website www.deyaar.com
7. You can view the guide on investor rights in securities, which is available on the main page of the SCA official website, according to the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>