INVITATION TO ATTEND THE ANNUAL GENERAL ASSEMBLY ("GA") MEETING OF DUBAI ELECTRICITY AND WATER AUTHORITY PJSC ("DEWA" or the "Company")

The Board of Directors of DEWA has the honour to invite its shareholders to attend the Company's annual general assembly meeting which shall be held electronically/remotely and also at the Address Boulevard Hotel, Boulevard Ballroom on Monday, 10 April 2023 at 12.00 pm ("Meeting"). The Meeting link will be sent by e-mail and by text messages to the shareholders contact details as available in the shareholders register/book received by DEWA from the Dubai Financial Market.

The Meeting shall be held to consider the following agenda.

Ordinary Resolutions:

1. Consider and approve the Board of Directors' report on the Company's activities and its financial position for the financial year that ended 31 December 2022
2. Consider and approve the auditor's report for the financial year that ended 31 December 2022
3. Consider and approve the Company's balance sheet and profit and loss account for the financial year that ended 31 December 2022
4. Consider and approve the Board of Directors' recommendation regarding the distribution of a cash dividend amounting to AED 3.1 billion (6.2 fils per share) for the second half of 2022, which is intended to be paid to the Company's eligible shareholders in April 2023
5. Consider and approve the Board of Directors' recommendation regarding the distribution of a one-time special cash dividend, resulting from the partial sale of the Company's share in EMPOWER, amounting to AED 1.67 billion (3.34 fils per share), which is intended to be paid to the Company's eligible shareholders in April 2023
6. To authorise, approve and delegate the Board of Directors of DEWA to pay a cash dividend of AED 3.1 billion (6.2 fils per share) for the first half of 2023 in October 2023
7. Absolve the members of the Board of Directors of liability for the financial year that ended 31 December 2022
8. Absolve the auditors of liability for the financial year that ended 31 December 2022
9. Approve the appointment and fees of the external auditor for DEWA for the fiscal year ending 31st December 2023
10. Approve a total renumeration for the Board of Director of DEWA for the financial year that ended 31 December 2022 as specified in DEWA's corporate governance report

Notes:

1. According to the directives of the Securities and Commodities Authority, the Shareholders of the Company who will attend the Meeting must register the attendance to be able to vote in the General Assembly agenda items electronically.
2. Any Shareholder entitled to attend the Meeting may delegate any person other than a member of the Board of Directors, employees of the Company, a broker or employees of such broker under a special written proxy. No proxy may represent a number of shareholders who hold more than 5% of the shares in the capital of the Company. Persons legally incompetent or incapable shall be represented by their legal representatives (provided that the requirements set forth in items 1 and 2 of Article (40) of Chairman of DEWA's Board of Directors' Decision no. (3/R.M) of 2020 concerning the Approval of Joint Stock Companies Governance Guide are taken into account)
3. The Meeting is not valid unless attended by shareholders who own or represent at least 50% of the Company's capital, and if this quorum is not achieved in the first meeting, the second meeting will be held on Tuesday, 25 April 2023 at the same time. The proxies issued shall stand valid for the second meeting, the second meeting is considered convened regardless of the number of shareholders in attendance
4. A corporate person may delegate a representative or those in charge of its management pursuant to a resolution of its board of directors or its equivalent to represent such corporate person in the Meeting. The delegated person shall have the powers as determined in the delegating resolution
5. Shareholders registered in the shareholders register on Friday, 7th April 2023 shall be entitled to vote in the Meeting.
6. Shareholders should update their contact information details with the Dubai Financial Market to ensure adequate communication with DEWA, to provide them with the meeting attending links, and for receiving dividends
7. Shareholders can view the consolidated financial statements of DEWA by visiting the website of Dubai Financial Market at www.dfm.ae
8. The Shareholders can view and download the Investors Rights guidelines on the Securities and Commodities Authority's website at www.sca.gov.ae/en/services/minority-investor-protection.aspx
9. Shareholders registered in the shareholders register on Thursday, 20th April 2023 shall be entitled to the dividends

Electronic registration, Attendance and E-Voting

1. An SMS containing the link of the Registration, Attendance, eVoting and access code will be sent to shareholders on Friday, 7th April 2023.
2. Upon receiving the link and until the commencement of the GA at 12:00pm on Monday, 10th April 2023, shareholders are able to register for attendance and vote. This vote shall continue until end of the GA.
3. eVoting will only be extended for shareholders registered before the GA commencement until the end of the GA.
4. Shareholders can attend online live streaming of the GA through the link sent
5. For any queries related to Electronic Registration, Attendance and eVoting, please contact Dubai Financial Market, Customer Services on +971 4 305 5555 or DEWA at dewainvestors@dewa.gov.ae

The Board of Directors

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رؤيتنا مؤسسة رائدة عالمياً مستدامة ومبتكرة
هيئة كهرباء ومياه دبي (ش.م.ع)، ص.ب. 564، دبي، الإمارات العربية المتحدة
Our Vision A globally leading sustainable innovative corporation
Dubai Electricity & Water Authority (PJSC), P.O. Box 564, Dubai, United Arab Emirates
DEWAOFFICIAL