

EMAAR

DEVELOPMENT

Emaar Development PJSC Invitation to Attend the 3rd Annual General Meeting

The Board of Directors of Emaar Development PJSC (the “**Company**”) is honored to invite the shareholders to attend the 3rd Annual General Meeting of the Company which will be held remotely / electronically on Thursday, 8 April 2021, at 2:00 PM. In case the said meeting falls short of quorum, the Annual General Meeting will be held also remotely / electronically at the same time on Thursday, 15 April 2021. The 3rd Annual General Meeting shall discuss the following agenda:

1. To receive and approve the report of the Board of Directors on the activities and financial position of the Company for the fiscal year ending 31st December 2020.
2. To receive and approve the Auditors’ report for the fiscal year ending 31st December 2020.
3. To discuss and approve the Company’s balance sheet and the profit and loss account for the fiscal year ending 31st December 2020.
4. To discuss the proposal of the Board of Directors to not distribute dividends to the Shareholders.
5. To approve the Board Remuneration Policy in accordance with Article (29) of the Securities and Commodities Authority Decision No. (3/R.M.) of 2020 (“**Governance Guidance**”) which shall be effective as of the financial year starting on 1 January 2021.
6. To consider and approve the Board of Director’s remuneration.
7. To discharge the members of the Board of Directors from liability for the fiscal year ending 31st December 2020.
8. To discharge the Auditors from liability for the fiscal year ending 31st December 2020.
9. To appoint the Auditors for the fiscal year ending 31st December 2021 and determine their remuneration.
10. To grant approval, under Paragraph (3) of Article (152) of the Federal Law No. (2) of 2015 for Commercial Companies (“**Companies Law**”), for the members of the Board of Directors to carry on activities included in the objects of the Company.
11. To appoint and determine the remuneration of the representatives of the shareholders in the General Assembly meetings.

Notes:

1. Shareholders can vote on the resolution through (www.smartagm.ae) at the registrar.
2. Meeting shall be held at the Company’s head office at the date and time set above. The Board of Directors, Auditors, Registrar, Rapporteur and Vote Collector shall be present in person while shareholders can participate electronically and shall not attend physically.
3. A juridical person may authorize one of its representatives or managers, by virtue of a resolution passed by its Board of Directors or an equivalent body, to represent it at the Annual General Meeting; the said authorized representative shall have the powers determined under the authorization resolution.
4. Without prejudice to the conditions stipulated in paragraphs 1 and 2 of Article (40) of the Governance Guide, any shareholder may appoint a proxy to attend the meeting on their behalf by virtue of a written special power of attorney. However, the latter cannot be a member of the Board of Directors or hold, in this capacity, more than (5%) five percent of the Company’s capital. In addition, any incapacitated shareholder shall be represented at the meeting by their legal representative.
5. Every shareholder whose name is registered on the last business day preceding the Company’s Annual General Meeting (i.e. on Wednesday, 7 April 2021) shall be entitled to vote at the Annual General Meeting. In case the meeting is held on Thursday, 15 April 2021 due to lack of quorum in the first meeting, every shareholder whose name is registered on the last business day preceding the Company’s Annual General Meeting (i.e. on Wednesday, 14 April 2021) shall be entitled to vote at the Annual General Meeting.
6. The shareholder whose name is registered on Monday, 19 April 2021 shall be the person entitled to the dividends (in case of distribution of dividends); in case the meeting is held on Thursday, 15 April 2021 due to lack of quorum in the first meeting, the person entitled to dividends shall be the shareholder whose name is registered on Monday, 26 April 2021.
7. The shareholders must update their contact details and addresses with the Dubai Financial Market to make sure the dividends are received appropriately, as the payment of dividends, if any, will be made through the Dubai Financial Market.
8. The Company’s financial statements and governance report are available for the shareholders on the websites of the Company (<http://www.emaar.com/ar-ae/investor-relations>) and Dubai Financial Market (<http://www.dfm.ae/market-data/market-data-overview>).
9. The General Meeting shall not be validly held unless attended by shareholders, in person or via proxy, representing not less than (50%) 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 as described above and the second meeting shall be valid irrespective of the shareholders attendance percentage.
10. Please visit the official website of the Securities and Commodities Authority (<https://www.sca.gov.ae/en/services/minority-investor-protection.aspx>) to view the Authority’s Guide on Investors’ Rights in Capital Market.
11. A “Special Resolution” is a resolution passed by the majority of the votes of the shareholders who own at least three-quarters of the shares represented at the Annual General Meeting of the joint stock company.

**By resolution of the Board of Directors
Emaar Development PJSC**

Online AGM User Guide 2020

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Attending the AGM electronically

Virtual Annual General Assembly gives you the opportunity to attend the AGM remotely, participate and vote in real-time, using your smartphone, tablet or computer, and you will need to either:

- Download the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.
- Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge and Firefox. Please ensure your browser is compatible.



Meeting ID: xxx-xxx-xxx

To login you must have your Username and password

Your password shall be sent to the mobile number provided in the registration form.



Using the AGM online facility

1

ACCESS

Once you have either downloaded the Lumi AGM app or entered web.lumiagm.com into your web browser, you'll be prompted to enter the Meeting ID.

You will then be required to enter your:

- Username; and
- Password.


- To register as a shareholder, select 'I have a login' and enter your username and password.
- If you are a visitor, select 'I am a guest'
As a guest, you will be prompted to complete all the relevant fields including; title, first name, last name and email address.

! Please note, visitors will not be able to ask questions or vote at the meeting.



2

NAVIGATION

When successfully authenticated, the info screen  will be displayed. Your name and number of shares will be displayed

You can view company information, ask questions and watch the webcast.

If you would like to watch the webcast press the broadcast icon  at the bottom of the screen.

If viewing on a computer the webcast will appear at the side automatically once the meeting has started




Online AGM User Guide 2020

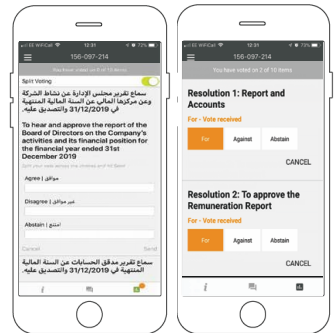
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3

PRE - VOTING

If you don't want to attend the Live meeting you can use the Pre-Voting. The platform allows you to cast your votes electronically and to send questions to the board in advance of Annual General Meeting.

- Within the Info screen, Click on the Electronic Pre – Voting icon 
- The poll for all agenda items/Resolutions being put to the meeting will be displayed to your screen
- You can vote in your own time, at your own pace
- You can scroll up and down the list and touch the direction you wish to vote
- Cast your votes based on your preferences (For, Against)
- Pre-Votes are instantly received in the dashboard platform as soon as a vote is cast.
- You can change your mind as many times as you wish whilst the Pre-Voting period is open.
- Pre-Voting icon will disappear once the meeting starts.
- You can also split your votes among more than one choice by activating the **Split Voting** bottom.

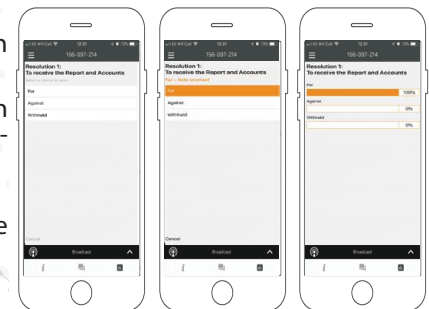


4

LIVE - VOTING


If you choose to participate online you will be able to view a live webcast of the meeting, ask the board questions and submit your votes in real time. Please make sure to log in at the start of the meeting

- When a poll is open, the agenda item will be displayed (pushed) to your screen along with the voting options
- To vote, simply select your voting direction from the options shown on screen. When selected, your choice will be highlighted, and your vote is captured in real time. A confirmation message will appear to show your vote has been received. *For - Vote received*
- To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel.
- At the close of a poll, The result will appear on the screen
- You will still be able to send messages and view the webcast whilst the poll is open.



5

QUESTIONS

- Any shareholder or appointed proxy attending the meeting is eligible to ask questions.
- If you would like to ask a question, select the messaging icon 
- Messages can be submitted at any time during the Q&A session up until the Chairman closes the session.
- Type your message within the chat box at the bottom of the messaging screen.
- Once you are happy with your message click the send button.
- Questions sent online platform will be moderated before being sent to the chairman.
- This is to avoid repetition and remove any inappropriate language.



6

DOWNLOADS

- Links are present on the info screen . When you click on a link, the selected document will open in your browser.
- Data usage for streaming the annual shareholders' meeting or downloading documents via the AGM platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and the network connection (3G, 4G).



إرشادات التسجيل لحضور اجتماع الجمعية العمومية عن بعد

Registration Instructions to Attend the Annual General Assembly Meeting Remotely

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تنظيم الجمعية العمومية عن بعد يمنحك الفرصة لحضور الجمعية والمشاركة باستخدام هاتفك الذكي او جهازك اللوحي او الكمبيوتر. كما يمكنك متابعة البث الحي والمباشر لمجريات اجتماع الجمعية العمومية وطرح الاسئلة والتصويت بشكل فوري ومباشر

Virtual Annual General Assembly gives you the opportunity to attend the AGM remotely, participate and vote in real-time, using your smartphone, tablet or computer.

إرشادات التسجيل لحضور الجمعية العمومية عن بعد To register for the Annual Meeting Remotely

سيتم فتح باب التسجيل لحضور الجمعية العمومية عن بعد قبل يوم عمل واحد من موعد اجتماع الجمعية العمومية
The registration will be ONLY activated one working day prior to the Annual General Assembly.

للتسجيل يرجى زيارة بوابة الجمعية العمومية الذكية على الرابط أدناه
Visit the Smart AGM Portal at: www.smartagm.ae

بعد التأكد من صحة بياناتك سيتم ارسال رمز الاجتماع التعريفي اضافة الى اسم المستخدم وكلمة السر الخاصة بك عن طريق البريد الالكتروني ورقم الهاتف المتحرك المذكوران في طلب التسجيل قبل يوم واحد من موعد انعقاد الجمعية العمومية

Once the application gets approved a confirmation email will be sent to you including the meeting ID, Username and Password to the email and mobile number provided in the application form one day before the date of the Annual General Meeting.

سيتم تزويدك بدليل المستخدم لحضور الجمعية العمومية عن بعد

You will also be provided with a user guide to attend the General Assembly remotely.

هذه الخدمة متاحة فقط للمساهمين، وفي حالة الرغبة بتفويض وكيل للحضور نيابة عنك يرجى تحميل نموذج التوكيل او التواصل مع الشركة للحصول على نموذج التوكيل وتقديمه

This service is available to the shareholders only, if you wish to authorize a proxy to attend on your behalf, please download the proxy form, or contact the company to obtain and submit the proxy form.