



Emaar Properties (PJSC)

Invitation to Attend the 14th Annual General Meeting

The Board of Directors of Emaar Properties PJSC is honored to invite the shareholders to attend the 14th Annual General Meeting of the Company which will be held on Monday, 23 April 2012, at 4:00 PM, in the Diamond Ballroom of The Address Dubai Mall Hotel. In case the said Meeting falls short of quorum, the next Annual General Meeting will be held at 4:00 PM on Monday, 30 April 2012, in the Constellation Ballroom of The Address Dubai Marina Hotel to 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 2011 and the Auditors' report.
- 2- To discuss and approve the Company's balance sheet for the fiscal year ending 31st December 2011, as well as the profit and loss account.
- 3- To appoint the Auditors for the year 2012 and determine their remuneration.
- 4- To discharge the members of the Board of Directors and Auditors from liability for the fiscal year ending 31st December 2011.
- 5- To discuss the proposal of the Board of Directors regarding distribution of dividends to the Shareholders amounting to 10% of the Company's share capital for the fiscal year 2011 and the payment of bonus to members of the Board of Directors amounting to five hundred thousand Dirhams each.
- 6- To elect members of the Board of Directors.
- 7- To grant approval under Article (108) of Federal Law No. 8 of 1984 and the amendments thereto for the members of the Board of Directors to carry on activities included in the objects of the Company provided they do not compete directly with the Company.

Notes:

- 1- The election of Board members shall be conducted by way of cumulative secret voting through a special software system. The voting process shall take place at the same place and time as the Annual General Meeting. Voting for the election of directors shall start at 4:00 PM.
- 2- Any shareholder may appoint a proxy to attend the Meeting on his behalf. 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.
- 3- Every shareholder whose name is registered on the last business day preceding the Company's Annual General Meeting (i.e. 22 April 2012), shall be entitled to vote at the Annual General Meeting.
- 4- In case there is dividend distribution, the shareholder whose name is registered on the (10th) tenth day (starting from the day following the date of the Annual General Meeting in which such distribution is approved) shall be the person entitled to such dividends, whether in cash or bonus shares. The Company will pay cash dividends to the shareholder entitled thereto by way of a check delivered by registered mail to the address specified in the market within a period not exceeding 30 (thirty) days from the due date.
- 5- The Company's financial statements are available for the shareholders on the websites of the Dubai Financial Market and the Company.

By order of the Board of Directors
Emaar Properties PJSC