



Emirates Integrated Telecommunications Company PJSC ("du") Invitation to the Annual General Meeting (AGM) of Company's Shareholders

The Board of Directors of Emirates Integrated Telecommunications Company PJSC ("du") has the pleasure to invite its shareholders to attend the **Annual General meeting (AGM)** of Company's Shareholders meeting which will be held at **4 pm on Tuesday, 25 March 2014 at Dubai Media City, Al Salam Tower, du's auditorium, to consider the following agenda:**

AGM AGENDA:

1. Hearing and approving the Board of Directors' report of the company's activities and its financial position for the fiscal year ending 31 December 2013.
2. Hearing and approving the auditor's report for the fiscal year ending 31 December 2013.
3. Discussing and approving the Company's financial statements along with the profit and loss statement for the fiscal year ending 31 December 2013.
4. Consideration of the proposals of the Board of Directors regarding the distribution of cash dividends at AED 0.19 per share for the second half of the financial year ending 31 December 2013.
5. Approving the Board of Directors Remuneration.
6. Discharging the members of the Board of Directors and the Auditors from their liabilities for the fiscal year ending 31 December 2013.
7. Appointing the Auditors for the fiscal year 2014 and determining their remuneration.

8. Ratification of appointment of Mr. Masood Mahmood as member of Board of Directors in replacement of Mr. Jassem Al Zaabi.

Please note:

- Each Shareholder who is registered in the company's sharebook on Monday 24 March 2014 has the right to vote in the General meeting and has the right to appoint non-members of the Board to attend the General meeting by proxy and vote on his behalf; appointees should not own more than 5% of the shares in the company (disabled persons are to be represented by a delegate; underage persons are to be represented by their father or guardian). Proxies can be submitted to the Securities and Fund Administration Department at the National Bank of Abu Dhabi PO Box 6865, Abu Dhabi; or handed in at Company Headquarters, attention Company Secretary, Dubai Media City, Al Salam Tower, no less than two days prior to the meeting, to register the proxy.
- Shareholders that are registered in the company sharebook on Sunday, 6 April 2014 shall be deemed to be entitled to receive the dividend approved by the AGM.
- In the event of failure to attain a quorum, a second meeting will be held at the same venue and time on Tuesday, 1 April 2014.
- In the absence of a quorum at the first meeting, the proxies issued to attend the first meeting will remain effective for any subsequent meetings unless it is cancelled explicitly by the shareholder upon a notification sent to the the Securities and Fund Administration Department at the National Bank of Abu Dhabi, at least two days before the next meeting.
- A copy of the company's corporate governance report and financial report for the fiscal year ending 31 December 2013 will be available at Dubai Financial Market website, as well as du website www.du.ae

Ahmad Bin Byat,

Chairman

