

Invitation for the General Meeting of Emirates Integrated Telecommunications Company PJSC

Emirates Integrated Telecommunications Company PJSC



The Board of Directors of Emirates Integrated Telecommunications Company PJSC (the "Company") has the pleasure to invite its shareholders to attend the General Meeting of the Company (the "GM") which will be held at the Headquarters of the Company- Dubai Hills Business Park 2, Dubai, U.A.E and virtually on Monday, 13th March 2023 at 4:00 p.m. to consider the following agenda:

GM AGENDA:

1. Hearing and approving the Board of Directors' report of the Company's activities and its financial position for the fiscal year ended on 31 December 2022.
2. Hearing and approving the Auditors' report for the fiscal year ended on 31 December 2022.
3. Discussing and approving the Company's financial statements along with the profit and loss statement for the fiscal year ended on 31 December 2022.
4. Considering and approving the Board of Directors' recommendation regarding distribution of dividends amounting to AED 0.13 per share for the second half of the year 2022, to bring the total dividend pay-out per share for the fiscal year ended on 31 December 2022 to AED 0.24 per share (24% of the nominal value of share).
5. Discharging the Board of Directors from their liabilities for the fiscal year ended on 31 December 2022, or their termination and filing of a liability claim against them, as the case may be.
6. Approving the Board of Directors remuneration of AED 9,414,000 for the fiscal year ended 31 December 2022.
7. Discharging the external auditors of the Company from their liabilities for the fiscal year ended on 31 December 2022, or their termination and filing of a liability claim against them, as the case may be.
8. Appointing the external auditors of the Company for the financial year ending on 31 December 2023 and determining their fees of AED 1,333,333.
9. **Special resolution:** Considering voluntary contributions to the community.

Please note:

- Any shareholder who has the right to attend the GM, may delegate any person other than a member of the Board of Directors of the Company, employees of the Company, brokerage company or its staff under a special written power of attorney. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who are minors or interdicted shall be represented by their legal representatives (subject to the provisions of clauses (1) and (2) of Article (40) of the Chairman of Authority's Board of Directors' Decision no. (3/Chairman) of 2020 concerning Approval of Joint Stock Companies Governance Guide). Please refer to the disclosure published on DFM's website regarding the procedures for issuance of special written power of attorney.
- 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 any similar entity to represent such corporate person in the GM. The delegated person shall have the powers as determined under the delegation resolution.
- As directed by the Securities and Commodities Authority, the Company's shareholders who will attend the GM virtually should register their attendance electronically to be able to vote on the items of the GM. Registration will be open from 04:00 p.m. on Sunday, 12th March 2023 and will close at 04:00 p.m. on Monday, 13th March 2023. For electronic registration, please visit the website www.smartagm.ae. Holders of proxies must send a copy of their proxies to the email address is@bankfab.com with their names and mobile numbers to receive text messages for registration.
- Each shareholder who is registered in the Company's sharebook on Friday, 10th March 2023 has the right to vote at the GM.
- Shareholders that are registered in the Company sharebook on Thursday, 23rd March 2023 shall be deemed to be entitled to receive the dividend (if approved by the GM). In such case, the distribution of the dividend will be within 30 days following the date of the GM.
- The Company's financial statements and the Annual Report (Integrated Report) for the year ended on 31st December 2022 will be available on the Dubai Financial Market website (www.dfm.ae) and the Company's website (<https://www.du.ae/about-us/investor-relations>)
- The General meeting shall not be valid unless attended by the shareholders who hold or represent by proxy at least 50% of the Company's share capital. In the event of failure to attain a quorum, a second meeting will be held at the same time and venue on Monday, 20th March 2023.
- For the special resolution, a decision is required to be passed by majority of the votes of shareholders who own at least 75% of the shares represented at the GM.
- Information on investor rights and responsibilities can be found on the Securities and Commodities Authority website: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>
- Shareholders are requested to update their contact details and addresses at the Dubai Financial Market to ensure that dividend is delivered properly.

Mr. Malek Sultan Al Malek

Chairman, Emirates Integrated Telecommunications Company PJSC