

Invitation to attend the Annual General Assembly Meeting of Emirates Driving Company (Public Joint-Stock Company)

The Board of Directors of Emirates Driving Company (PJSC) has the honor to invite the shareholders to attend the annual General Assembly meeting at 10:30 am on Tuesday, 26/02/2019 at the company headquarter in Musaffah Industrial to consider the following agenda:

1. Listen to and approve the Board of Directors' Report on the Company's activity and its financial position for the fiscal year ended on 31/12/2018
2. Listen to and approve the Auditor's Report for the fiscal year ended on 31/12/2018
3. Discuss and approve the Company's balance sheet and profit and loss account for the fiscal year ended on 31/12/2018
4. Consider the Board of Directors' proposals concerning the distribution of cash dividends by 60% of paid capital for the fiscal year ended on 31/12/2018, in total amount of AED 53,871,840, which equal to 60 fils per share.
5. Approve a proposal concerning the remuneration of the members of the Board of Directors and determine the amount thereof.
6. Discharge the members of the Board of Directors for the fiscal year ended on 31/12/2018, or remove them and file a liability action against them, as the case may be.
7. Discharge the auditors for the fiscal year ended on 31/12/2018, or remove them and file a liability action against them, as the case may be.
8. Appoint the auditors and determine their fees.
9. Elect the members of the Board of Directors.

Notes:

1. Any shareholder who has the right to attend the General Assembly may delegate any person other than a member of the Board of Directors under a special written proxy. In such capacity, no proxy may represent more than 5% of the shares in the capital of the Company. Shareholders who lack capacity or competency shall be represented by their legal representatives.
2. A corporate person may delegate one of its representatives or those in charge of its management under a decision of its Board of Directors or its authorized deputy to represent such corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.
3. Shareholders registered in the Shareholders Register on Monday, 25/02/2019 shall be entitled to vote in the General Assembly meeting.
4. Shareholders registered in the shareholders register on Sunday, 10/03/2019 shall be entitled to receive the dividends.
5. The shareholders can access and review the financial statements of the Company on the company website www.edcad.ae and the website of the Abu Dhabi Securities Exchange Market.
6. The shareholders can access & review the Investor Rights Guide issued by the Securities and Commodities Authority at the Investor Relations section on the Company's website at www.edcad.ae and on the official website of the Authority <https://www.sca.gov.ae/Arabic/Pages/Home.aspx>
7. In case of non-quorum of the General Assembly at its first meeting, the delegations issued to attend the first meeting shall be deemed valid and legal for any subsequent meetings unless they are expressly canceled by the concerned person by written notice addressed to the company.
8. The meeting of the General Assembly shall not be valid unless attended by shareholders who hold or represent by proxy at least (50%) of the Company's share capital. If this quorum for the meeting is not available in the first meeting, the second meeting shall be convened on 05/03/2019 in the same place and time. The postponed meeting shall be deemed valid irrespective of the number of the shareholders present.