



الاتحاد العقارية
Union Properties

Union Properties - PJSC (Public Joint-stock Company) Invitation to Attend the Annual General Assembly Meeting of Shareholders

The Board of Directors of Union Properties (PJSC) is honored to invite its Shareholders to attend the Annual General Assembly Meeting of the Company, which will be held virtually and physically at The Ritz Carlton Hotel, Dubai Financial Center, Dubai on Thursday, 18 April 2024 at 2:00 PM to consider the following agenda items:

The Annual General Assembly Agenda:

1. Authorize the Chairman of the Annual General Assembly Meeting to appoint the meeting's Secretary and the vote collector.
2. Consider and approve the Board of Directors' Report concerning the Company's activities and financial position for the financial year ending on 31/12/2023.
3. Consider and approve the Auditor's Report for the financial year ending on 31/12/2023.
4. Discuss and approve the Company's balance sheet and profit and loss account for the financial year ending on 31/12/2023.
5. Ratify the appointment of the new Board member who replaced the resigned Board member.
6. Approve the policy related to paying expenses, fees, or bonuses to some members of the Board who are also members of Board committees.
7. Approval of a proposal regarding the disbursement of remuneration for the Board of Directors.
8. Discharge the members of the Board of Directors from any liability for the financial year ending 31/12/2023 or dismiss them and file a liability lawsuit against them as the case may be.
9. Discharge the auditors from any liability for the year ending on 31/12/2023 or dismiss them and file a liability lawsuit against them as the case may be.
10. Appoint Auditors and determine their fees.

Notes:

1. Shareholders can register to attend and vote electronically on the resolutions of the Annual General Assembly by following these steps:
 - An SMS and e-mail will be sent to shareholders containing a registration link prior to the Company's Annual General Assembly, allowing them to register for attendance and electronic voting.
 - Registration opens at 10:00 AM Wednesday March 20, 2024 and closes at 2:00PM on April 18, 2024.
 - The Annual General Assembly Meetings shall be held virtually and physically at the date and time set in the Shareholder's invitation in the presence of the Board of Directors, Auditors, Registrar, Meeting Secretary, and the Vote Collector. Virtual attendance will be facilitated through SMS messages, providing each registered Shareholder with a username and password for logging into the meeting.
 - Shareholders, who register and receive the link that contains the username and password, will be able to attend and vote electronically, from the registration hours before the date of the start of the Annual General Meeting of the Company at 2:00pm on April 18, 2024 until the end of the meeting.
 - Shareholders can submit their requests and questions through the link that was sent through the SMS.
 - For inquiries regarding electronic registration, attendance, and eVoting, please contact Lumi service at the following numbers: 00971507547940 or 00971507547945.
2. Any Shareholder eligible to attend the Annual General Assembly Meeting may appoint a written proxy, excluding a member of the Board of Directors or company's employees or mediator company or its employees. In such a capacity, no proxy may present more than (5%) of the shares in the capital of the Company. Shareholders lacking capacity or competency shall be represented by their legal representatives. "Provided that the requirements set in Clauses 1 and 2 of Article No. (40) of the Chairman of the Authority's Board of Directors Decision No. (3/RM) of 2020 regarding the approval of the Governance Guide for Public Joint Stock Companies are complied with." (Shareholders can view explanatory disclosure regarding the approved proxy through the Company's official website and DFM website).
3. A corporate person may delegate one of his representatives or those in charge of his management under a decision from his Board of Directors or his authorized deputy to represent such a corporate person in the General Assembly of the Company. The delegated person shall have the powers as determined under the delegation decision.
4. Proxies shall upload the proxy form with the supporting documents via email to LUMI at registration@smartagm.ae. Proxies should include the phone number to get verification and receive the username and password via SMS to proceed with the registration process.
5. The Shareholder of the share registered on Wednesday March 20, 2024, shall be entitled to vote at the Annual General Assembly Meeting.
6. Shareholders can access an integrated report that includes the Company's audited financial statements for the financial year ending on 31/12/2023, the Corporate Governance Report for the year 2023 and the sustainability report for the year 2023 on the Company's website (<https://up.ae>) and the Dubai Financial Market website (www.dfm.ae).
7. The Meeting of the Annual General Assembly shall not be valid unless attended by Shareholders who hold or represent by proxy not less than (50%) of the Company's capital. If this quorum has not been reached in the first meeting, the second meeting shall be convened on Tuesday, April 30, 2024 at the same place and time. The postponed meeting shall be deemed valid irrespective of the number of Shareholders present.
8. Special Resolution: The decision issued by a majority vote of the Shareholders who own at least three-quarters of the shares represented in the General Assembly Meeting of the joint-stock Company.
9. You can view the Investors' Rights Guide available on the main page in the Securities & commodities official website, as per the following link: <https://www.sca.gov.ae/ar/services/minority-investor-protection.aspx>