

**Invitation to Attend the Annual  
General Assembly Meeting of Aldar Properties PJSC**



**دعوة لحضور اجتماع الجمعية العمومية السنوية  
لمساهمي شركة الدار العقارية ش.م.ع.**

The Board of Directors of Aldar Properties PJSC (the "Company") is pleased to invite the Shareholders to attend the annual general assembly meeting on Thursday 02nd April 2026 at 3pm – The Company's Offices at ALDAR SQUARE, Yas Island, Abu Dhabi for physical attendance, and virtually through an electronic link for the meeting that will be sent to them via SMS or email following registration of their attendance to enable shareholders to attend the meeting virtually and discuss the agenda and vote on the proposed resolutions in real time. The following agenda will be considered:

**Firstly:** Authorise the chairman of the general assembly to appoint a secretary to the meeting and a vote collector.

**Secondly: Ordinary resolutions agenda items:**

1. Consider and approve the Board of Directors' report on the Company's activity and its financial position for the financial year ended 31 December 2025.
2. Consider and approve the auditor's report for the financial year ended 31 December 2025.
3. Consider and approve the Company's balance sheet and profit and loss account for the financial year ended 31 December 2025.
4. Approve the recommendation of the Board of Directors of the Company to distribute 20.50% as cash dividends (i.e. 20.50 fils per share as cash dividend) for the financial year ended on 31 December 2025 (The total Cash Dividend distribution = AED 1,611,839,068.62).
5. Absolve the Board of Directors and the auditors of liability for their activities for the financial year ended on 31 December 2025.
6. Absolve the auditors of liability for their activities for the financial year ended on 31 December 2025.
7. Approve the Board of Directors remuneration for the financial year ended 31 December 2025.
8. Appoint the auditors for the financial year 2026 and determine their fees.

**Thirdly: Special Resolution agenda item**

9. Approve the proposal of giving social contributions during 2026 and authorize the Board of Directors to determine the beneficiaries, subject to the requirements of the Federal Decree-Law No. (32) of 2021, concerning commercial companies as amended from time to time and the applicable Laws and Regulations.

**Notes:**

1. As per the Securities and Commodities Authority's guidelines, shareholders of the Company attending virtually have to register electronically to be able to register and vote on the items of the general assembly. Registration will be opened on Wednesday 01th April 2026 at 3:00pm and will be closed on Thursday 02 April 2026 at 3:00pm. Shareholders can register by visiting the site [www.smartagm.ae](http://www.smartagm.ae). Proxy holders must send a copy of the proxies to the following email address [is@bankfab.com](mailto:is@bankfab.com) along with name/mobile number to receive a SMS for registration.
2. The General Assembly shall only be valid if attended by shareholders owns or represent by proxy not less than 50% of the Company's Capital. If this quorum is not achieved at the First Meeting, a Second Meeting will be held on Thursday 09th April 2026 at the same time. The deferred Meeting is considered valid irrespective of the number of attendees.
3. Each shareholder is entitled to attend the Company's Annual General Assembly Meeting and may authorize another person (other than a member of the Company's Board of Directors, the employees of the Company or brokerage company or its employees ) to attend the above mentioned meeting on behalf of the shareholder pursuant to a proxy provided that the representative does not hold in such capacity more than 5% of the Company's share capital (persons of incomplete capacity or incapable shall be represented by their legal representatives and minors shall be represented by their parent or guardian). A corporate person may delegate a representative or those in charge of its management pursuant to a resolution of its board of directors or its equivalent to represent such corporate person in a general assembly. The delegated person shall have the powers as determined in the delegating resolution. The proxy form must be submitted and delivered to the Issuer Services Department, First Abu Dhabi Bank, FAB Building Khalifa Business Park – Al Qurm District, 4th floor, Abu Dhabi, P.O. Box 6316, Abu Dhabi not less than two days prior to the date of the meeting. Only original proxies will be accepted.
4. The conditions set in paragraphs (1) & (2) of Article (40) of the Decision of the Chairman of the Board of Directors of the Securities and Commodities Authority No. (3) of 2020 must be met, such that the signature of the shareholder indicated in the proxy mentioned in the previous note must be the signature approved by the Notary Public, the commercial chamber of economic department in the United Arab Emirates, a bank or company licensed in the United Arab Emirates provided that the proxy shall have an account with any of them, or any other entity licensed to perform attestation works.
5. Legal person may authorize a representative or any of his management, pursuant to a proxy from his Board of Directors or in like, to represent him at the General Assembly of the Company, the authorized person shall have the authorities granted to him in the proxy.
6. Shareholders that are registered in the Company's share book on Wednesday, 01st April 2026, are entitled to attend the meeting.
7. Shareholders that are registered in the Company's share book on Monday 13th April 2026 shall be deemed to be entitled to receive the dividends if the quorum is achieved on Thursday 02nd April 2026, and Shareholders that are registered in the Company's share book on Monday, 20th April 2026 shall be deemed to be entitled to receive the dividends if the meeting is held on Thursday, 09th April 2026 due to the lack of quorum in the first meeting.
8. The virtual meeting will be recorded. Shareholders are entitled to discuss the items listed in the agenda and ask questions to the Board of the Directors and the auditors of the Company.
9. Shareholders can review the Company's Financial Report for the year ended 31 December 2025 and the Corporate Governance & Sustainability (Integrated) Report for the year ended 31 December 2025 on the Company's website ([www.aldar.com](http://www.aldar.com)) and on the ADX website ([www.adx.ae](http://www.adx.ae)).
10. Shareholders are required to update their contact details at the Abu Dhabi Securities Exchange to ensure that dividends are delivered properly. Dividends will be distributed through the Abu Dhabi Securities Exchange.
11. Special Resolution: is a decision made by the majority of votes of shareholders who owns at least three-quarters of the shares represented at the Annual General Assembly Meeting of the company.
12. Shareholders may review the Guide to Minority Investor Rights published on the SCA's website at Minority Investor Protection I Regulations I Capital Market... and the applicable corporate governance and AGM procedures at Corporate Governance/ General Assembly Procedures I Regulations I....

**Proxy**

To Mr. Chairman of Aldar Properties PJSC

Dear Sir,

I/We:

The shareholder(s) of Aldar Properties PJSC hereby appoint by virtue of this proxy Mr. / Mrs.

To represent me and vote on my behalf in the General Assembly Meeting to be held on Thursday 2/4/2026 or any adjourned meeting therefore.

Shareholder (s) No:

Shareholder's Mobile Number:

Agent's Mobile number:

Date: / / 2026

Signature:

The entity which approved the Proxy:

The entity's contact details:

**توكيل خاص**

سعادة/ رئيس مجلس إدارة شركة الدار العقارية ش.م.ع المحترم  
تحية طيبة وبعد،،،

أنا / نحن :

المساهم / المساهمين في شركة الدار العقارية ش.م.ع. / أُعِينُ / نُعِينُ بموجب هذا التوكيل:

السيد/ السيدة

وكيلاً عني/ وعناً وأفوضه/ وفوضه بأن يصوت باسمي/ باسمنا ونياً/ عني/ عناً في اجتماع الجمعية العمومية المقرر انعقاده يوم الخميس الموافق 2/4/2026 وأي تأجيل له.

رقم المساهم:

رقم الهاتف المتحرك للمساهم:

رقم الهاتف المتحرك للتوكيل:

تحريراً في: / / 2026/ التوقيع :

الجهة التي اعتمدت التوكيل:

أرقام تواصل جهة الاعتماد:



# إفصاح توضيحي بشأن اعتماد التوكيلات



بناءً على متطلبات البندين ١ و ٢ من المادة رقم ٤٠ من دليل حوكمة الشركات المساهمة العامة الصادر من هيئة الأوراق المالية والسلع، نود أن نلفت السادة المساهمين إلى ما يلي:

## الوكلاء المفوضين عن المساهمين:

١. يجوز لمن له حق حضور الجمعية العمومية أن ينيب عنه من يختاره من غير أعضاء مجلس الإدارة أو العاملين بالشركة أو شركة وساطة في الأوراق المالية أو العاملين بها بمقتضى توكيل خاص ثابت بالكتابة ينص صراحة على حق الوكيل في حضور اجتماعات الجمعية العمومية والتصويت على قراراتها ويجب ألا يكون الوكيل - لعدد من المساهمين - حائزاً بهذه الصفة على أكثر من (٥%) من رأس مال الشركة المصدر. ويمثل ناقص الأهلية وفاقديها النائبون عنهم قانوناً.
٢. يتعين أن يكون توقيع المساهم الوارد في الوكالة المشار إليها في البند (١) هو التوقيع المعتمد من/لدى أحد الجهات التالية، وعلى الشركة اتخاذ الإجراءات اللازمة للتحقق من ذلك.
  - أ . الكاتب العدل
  - ب . غرفة تجارة أو دائرة اقتصادية بالدولة
  - ج . بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما
  - د . أي جهة أخرى مرخص لها القيام بأعمال التوثيق
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
  - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر للمساهم.
  - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

## الوكلاء المفوضين عن الشخص الاعتباري

١. يجوز للشخص الاعتباري تفويض أحد ممثليه أو المسؤولين عن إدارته بموجب قرار صادر عن مجلس إدارته أو أي كيان مماثل.
٢. يجب أن يتم توقيع خطاب التفويض أو النموذج من قبل المفوض بالتوقيع عن الشخص الاعتباري وتقديم المستند الداعم مثل التوكيل الرسمي والرخصة التجارية وما إلى ذلك.
٣. بالإضافة إلى ذلك يرجى إرفاق ما يلي:
  - نسخة سارية الصلاحية من بطاقة الهوية الإماراتية (من الأمام والخلف) أو نسخة جواز السفر لصاحب التوكيل
٤. يتعين تضمين نموذج التوكيل أرقام التواصل بالمساهم واسم و أرقام التواصل الخاصة بممثل عن شركة الوساطة الذي اعتمد التوكيل.

## CLARIFYING DISCLOSURE REGARDING THE APPROVAL OF AGENCIES

According to Clauses (1) & (2) of Article (40) of the Governance Guide for Public Shareholding Companies issued by the Securities and Commodities Authority, we would like to inform the shareholders of the following:

### Individual Proxyholder:

1. Any shareholder who has the right to attend the General Assembly may delegate someone from other than the Board members or the staff of the company, or securities brokerage company, or its employees, to attend on his behalf as per a written delegation stating expressly that the agent has the right to attend the General Assembly and vote on its decision. A delegated person for a number of shareholders shall not have more than (5%) of the company issued capital after gaining that delegation. Persons lacking legal capacity and are incompetent must be represented by their legal representatives.
2. The shareholder signature on the power of attorney referred in Clause No. (1) shall be the signature approved by any of the following entities:
  - a - Notary Public
  - b - Commercial chamber or economic department in the state
  - c - Bank or company licensed in the state, provided that the agent shall have an account with any of them.
  - d - Any other entity licensed to perform attestation works.
3. In addition to the above please, provide the following:
  - Valid Emirates ID copy (Front and Back) or Passport Copy of the shareholder
  - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.

### Corporate Proxyholder

1. 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.
2. The delegation letter or form should be signed by an authorized signatory and provide the supporting document such as POA, Trade License etc.
3. In addition to the above please, provide the following:
  - Valid Emirates ID copy (Front and Back) or Passport Copy of the Proxyholder.
4. The proxy form shall include the name and contact number(s) of the shareholder and the brokerage firm who approved the proxy.