



Invitation to the General Assembly Meeting of Amlak Finance PJSC

دعوة إلى اجتماع الجمعية العامة لشركة أملاك للتمويل (شركة مساهمة عامة)

The Board of Directors of Amlak Finance PJSC is pleased to invite the shareholders to the Annual General Meeting of the Company remotely/ electronically which will be held at 11:00 am, Monday 22 June 2020, to discuss the following Agenda:

1. Hear and ratify the Board of Directors' report on the Company's activities and its financial position for the fiscal year ended 31 December 2019.
2. Hear and ratify the External Auditors' report for the fiscal year ended 31 December 2019.
3. Hear and ratify the Internal Sharia Control Committee report for the fiscal year ended 31 December 2019.
4. Discuss and ratify the Company's balance sheet and profit and loss account of for the fiscal year ended 31 December 2019.
5. Appoint the Internal Sharia Control Committee Members for the year 2020.
6. Absolve the Board of Directors from liability for the year ending 31 December 2019.
7. Absolve the External Auditors from liability for the year ending 31 December 2019.
8. Appoint the External Auditors of the Company for the fiscal year 2020 and to determine their remuneration.

Special Resolution No (1):

- To consider the continuity of the Company's operations or dissolving the Company according to the requirements of article no 302 of the Commercial Companies Law.

Special Resolution No (2):

- Approval of the amendment of the Articles of Association of the Company as follows:
1. Definitions: adding Higher Sharia Authority
 2. Amending Article no (4) to add the compliance with the Sharia governance framework issued by the Central Bank and the Higher Sharia Authority.
 3. Amending Articles from (33) till (40) in accordance with Federal Law No. (14) for the year 2018 and Resolution of the Higher Sharia Authority No. 12/2/2018 regarding the Internal Sharia Control Committee
 4. Amending Articles no (42) and (46) in order to incorporate the amendments approved by the Securities and Commodities Authority regarding the mechanism for calling the General Assembly and electronic voting
 5. Cancelling Article no (64) in relation to the Zakat and Benevolent Loan Fund
 6. Amending Article no (69) concerning laws, regulations, decisions or circulars which shall prevail.
- All the above amendments are subject to the approval of the competent authorities. The Company's Amended Article of Association can be reviewed on the Company's website

يتشرف مجلس إدارة شركة أملاك للتمويل (ش.م.ع) بدعوة السادة المساهمين إلى اجتماع الجمعية العمومية العامة السنوية عن بعد / إلكترونياً وذلك في تمام الساعة الحادية عشرة صباحاً يوم الاثنين الموافق 22 يونيو 2020 وذلك للنظر في جدول الأعمال التالي:

1. سماع تقرير مجلس الإدارة عن نشاط الشركة وعن مركزها المالي عن السنة المالية المنتهية في 2019/12/31 والتصديق عليه.
2. سماع تقرير مدقق الحسابات عن السنة المالية المنتهية في 2019/12/31 والتصديق عليه.
3. سماع تقرير لجنة الرقابة الشرعية الداخلية عن السنة المالية المنتهية في 2019/12/31 والتصديق عليه.
4. مناقشة ميزانية الشركة وحساب الأرباح والخسائر عن السنة المالية المنتهية في 2019/12/31 والتصديق عليها.
5. تعيين أعضاء لجنة الرقابة الشرعية الداخلية للعام 2020.
6. إبراء ذمة أعضاء مجلس الإدارة عن السنة المالية المنتهية في 2019/12/31.
7. إبراء ذمة مدققي الحسابات عن السنة المالية المنتهية في 2019/12/31.
8. تعيين مدققي حسابات الشركة للسنة المالية 2020 وتحديد أتعابهم.

قرار خاص رقم (1):

- النظر في استمرارية الشركة في نشاطها او حلها وفقا لمتطلبات المادة 302 من قانون الشركات التجارية

قرار خاص رقم (2):

- الموافقة على تعديل النظام الأساسي للشركة على النحو التالي:
1. التعاريف: إضافة تعريف الهيئة العليا الشرعية
 2. تعديل المادة رقم (4) لإضافة الإلتزام بمعايير و أطر الحوكمة الشرعية التي يصدرها المصرف المركزي و الهيئة العليا الشرعية.
 3. تعديل المواد من الرقم (33) وحتى المادة رقم (40) بما يتوافق مع القانون الاتحادي رقم (14) لسنة 2018 وقرار قرار الهيئة العليا الشرعية رقم 2018/2/12 بشأن لجنة الرقابة الشرعية الداخلية
 4. تعديل المادة رقم (42) والمادة (49) من أجل ادخال التعديلات التشريعية التي أقرتها هيئة الأوراق المالية والسلع بشأن آلية الدعوة إلى الجمعية العمومية والتصويت الإلكتروني.
 5. إلغاء المادة رقم (64) بشأن صندوق الزكاة والقروض الحسن.
 6. تعديل المادة رقم (69) بشأن القوانين والأنظمة واللوائح والقرارات والتعاميم التي تطبق وتسري .

تخضع كافة التعديلات الواردة أعلاه لموافقة السلطات المختصة. ويمكن الإطلاع على النظام الأساسي المعدل على الموقع الإلكتروني للشركة.



Special Resolution No (3):

- To endorse the voluntary contributions made by the Company in the context of Corporate Social Responsibility for the previous years.

Notes:

1. As per Securities and Commodities Authority new guidelines, Amlak's Shareholders have to register electronically to be able to register and vote on the items of the General Assembly. Registration will be opened on Sunday 21 June 2020 at 11:00 am and will be closed on Monday 22 June 2020 at 11:00 am. For electronic registration, kindly click on the following link: www.smartagm.ae
2. The assembly meeting will be held at the Company's headquarters in the presence of the Board of Directors, the auditor, the registrar, the meeting secretary, and the votes collector. The attendance of the shareholders will be through electronic participation and without personal attendance
3. Any Shareholder that has the right to attend the General Meeting may delegate any person chosen by him, other than a Director, based on a written proxy. A proxy of a number of shareholders shall not hold in this capacity more than five percent (5%) of the Company's share capital. Shareholders who are minors or legally incapacitated shall be represented by their legal representatives.
4. 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 General Assembly meeting of the Company. The delegated person shall have the powers as determined under the delegation resolution.
5. Shareholders registered on Sunday 21/06/2020 shall be deemed to be the holder of the right to vote at the General Meeting.
6. The meeting agenda does not include a proposal concerning the distribution of dividends
7. The General Assembly meeting shall not be valid unless shareholders representing at least 50% of the Company's share capital are registered electronically, and if the quorum is not met in the first meeting, a second meeting shall take place on Monday 29/06/2020 at 11:00am.
8. Shareholders may access and review the Company's financial statement through the Dubai Financial Market website www.dfm.ae and the Company's website www.amlakfinance.com

قرار خاص رقم (3):

المصادقة على المساهمات الطوعية التي قامت بها الشركة في إطار المسؤولية المجتمعية للشركات عن الأعوام السابقة.

ملاحظات:

1. بناء على قرار هيئة الأوراق المالية والسلع، على مساهمي شركة املاك تسجيل الحضور والتصويت على بنود الجمعية العمومية الكترونياً. يفتح باب التسجيل اعتباراً من يوم الاحد 21 يونيو 2020 الساعة 11:00 صباحاً ويتم اغلاق التسجيل يوم الاثنين 22 يونيو 2020 الساعة 11:00 صباحاً. لتسجيل الحضور إلكترونياً، يرجى الضغط على الرابط: www.smartagm.ae
2. يعقد اجتماع الجمعية بمقر الشركة بحضور مجلس الإدارة ومدقق الحسابات والمسجل ومقرر الاجتماع وجامع الأصوات، ويكون حضور المساهمين من خلال المشاركة الالكترونية وبدون حضور شخصي.
3. يجوز لمن له حق حضور الجمعية أن ينيب عنه من يختاره من غير أعضاء مجلس الإدارة بمقتضى توكيل خاص ثابت بالكتابة ويجب ألا يكون الوكيل لعدد من المساهمين حائزاً بهذه الصفة على أكثر من (5%) خمسة بالمئة من رأس مال الشركة، ويمثل ناقصي الأهلية وفاقديها الناخبون عنهم قانوناً.
4. للشخص الاعتباري أن يفوض أحد ممثليه أو القائمين على إدارته بموجب قرار من مجلس إدارته أو من يقوم مقامه، ليمثله في الجمعية العمومية للشركة، ويكون للشخص المفوض الصلاحيات المقررة بموجب قرار التفويض.
5. يكون مالك السهم المسجل في يوم الأحد الموافق 2020/06/21 هو صاحب الحق في التصويت في الجمعية العمومية.
6. لا يتضمن جدول أعمال الاجتماع مقترح توزيع أرباح على المساهمين.
7. لا يكون انعقاد الجمعية العمومية صحيحاً إلا إذا تم تسجيل إلكترونياً لمساهمون يملكون أو يمثلون بالوكالة ما لا يقل عن (50%) من رأسمال الشركة، فإذا لم يتوافر هذا النصاب في الاجتماع الأول فإنه سيتم عقد الاجتماع الثاني بتاريخ الاثنين الموافق 2020/06/29 في تمام الساعة 11:00 صباحاً.
8. يمكن للمساهمين الحصول والاطلاع على البيانات المالية للشركة من خلال الموقع الإلكتروني لسوق دبي المالي www.dfm.ae والموقع الإلكتروني للشركة www.amlakfinance.com



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9. Shareholders may access and review the Company's 2019 Annual report and Amended Article of Association on the Dubai Financial Market website www.dfm.ae and the Company's website www.amlakfinance.com
9. يمكن للمساهمين الحصول والاطلاع على التقرير السنوي للعام 2019 والنظام الأساسي المعدل للشركة من خلال الموقع الإلكتروني لسوق دبي المالي www.dfm.ae والموقع الإلكتروني للشركة www.amlakfinance.com
10. Shareholders may access the investors rights guidelines by visiting the website of the Securities and Commodities authorities at: <https://www.sca.gov.ae/Arabic/Pages/Home.aspx>
10. يمكن للمساهمين الإطلاع على دليل حقوق المستثمرين من خلال الموقع الإلكتروني لهيئة الأوراق المالية والسلع التالي: <https://www.sca.gov.ae/Arabic/Pages/Home.aspx>
11. Special Resolution: is a resolution passed by majority vote of the shareholders who hold at least 3/4 of the shares represented in the General Assembly meeting of a joint-stock company.
11. القرار الخاص : هو القرار الصادر بأغلبية أصوات المساهمين الذين يملكون ما لا يقل عن ثلاثة أرباع الأسهم الممثلة في اجتماع الجمعية العمومية للشركة المساهمة.

Amendment to the Articles of Association of Amlak Finance PJSC

Schedule of Changes

Original Article	Amended Article
NA	Definitions: Higher Sharia Authority: means the Sharia Authority established by the Cabinet decision No. (1 and 5/102) of 2016, and article 17 of Decretal Federal Law No. (14) of 2018 Regarding the Central Bank & Organization of Financial Institutions and Activities.
<p style="text-align: center;">Article 4</p> <p>The Company shall conduct its business in compliance with the provisions of Islamic Sharia. The Company shall accept investment deposits from depositors and.....</p>	<p style="text-align: center;">Article 4</p> <p>The Company shall conduct its business in compliance with the provisions of Islamic Sharia and comply with the Sharia governance framework issued by the Central Bank and the Higher Sharia Authority. The Company shall accept investment deposits from depositors and.....</p>
<p style="text-align: center;">Article 33</p> <p>Subject to Article (3/11) of the Commercial Companies Law, the General Assembly shall, on recommendation of the Board of Directors, appoint the Fatwa and Sharia Supervisory Board, provided that its members shall be at least three but not to exceed five from those specialized in Sharia transactions in connection with the activities of the Company. The Board of Directors shall issue a regulation to regulate the activity of such Sharia Board and the financial remuneration of its chairman and members.</p>	<p style="text-align: center;">Article 33</p> <p>Subject to Article (79/2) of the Decretal Federal Law No. (14) of 2018 , the General Assembly shall, based on recommendation of the Board of Directors, appoint the an independent internal Sharia control committee the“Internal Sharia Control Committee” , provided that its members shall be at least three but not to exceed five from those specialized in Sharia and financial transactions. The Board of Directors shall issue a regulation to regulate the activity of the committee and the financial remuneration of its chairman and members. The applications related to the appointment, renewal, dismissal or acceptance of resignation shall be sent to the Higher Sharia Authority for ratification. Any appointment, renewal, dismissal or acceptance of resignation considered shall not be considered valid only after the approval of the Higher Sharia Authority prior to present it to the General Assembly to approve it. Curriculum vitae of the candidate shall be attached to the applications related to the approval of appointment or renewal</p>
<p style="text-align: center;">Article 34</p> <p>The Fatwa and Sharia Supervisory Board shall issue the Fatwas, approve the contract forms to be used by the Company and review and audit all the operations of the Company. The Fatwa and Sharia Supervisory Board shall be entitled to accept or reject any activity conducted by the Company in violation of the principles of the Islamic Sharia. The Board of Directors shall fully comply with the resolutions of the Fatwa and Sharia Supervisory Board. The Board shall provide a report of the result of such audit to the General Assembly held annually. The chairman of the Sharia Board shall read such report and reply to the enquiries by the members of the General Assembly in respect thereof.</p>	<p style="text-align: center;">Article 34</p> <p>Subject to Article (80) of the Decretal Federal Law No. (14) of 2018 regarding the Central Bank and Organization of Financial Institutions and Activities, the Internal Sharia Control Committee shall have the right to review and audit all of the activities, products, services, contracts, documents and the policies of the Company, and approves them and sets the necessary Sharia controls within the framework of the rules, principles and standards established by the Higher Sharia Authority in order to guarantee its compliance with the principles of the Islamic Sharia, and all of its opinions or Fatwas shall be binding. The Committee shall submit annual report on the outcome of its audit to the General Assembly. The Chairman of the Internal Sharia Control Committee or one of its members shall read the report and respond to the queries of the members of the General Assembly in respect thereof. The annual sharia audit report issued by the Company's Internal Sharia Control Committee shall be sent to the Higher Sharia Authority for review and approval</p>

	before being submitted to the shareholders of the General Assembly
<p style="text-align: center;">Article 35</p> <p>The Fatwa and Sharia Supervisory Board shall have the right to inspect at any time all the books, records and documents of the Company, together with the contracts entered into by Company and any other documents. The Fatwa and Sharia Supervisory Board may demand such explanations as it may deem required to perform its duties. If the Fatwa and Sharia Supervisory Board is unable to perform its duty, it shall confirm the same in a report to be provided to the Board of Directors. If the Board of Directors fails to facilitate the task of the Fatwa and Sharia Supervisory Board, such report shall be referred to the General Assembly after being presented to the Board of Directors.</p>	<p style="text-align: center;">Article 35</p> <p>The Internal Sharia Control Committee shall have the right to inspect at any time all the books, records and documents of the Company, together with the contracts entered into by Company and any other documents. The Internal Sharia Control Committee may demand such explanations as it may deem required performing its duties. If the Fatwa and Internal Sharia Control Committee are unable to perform its duty, it shall confirm the same in a report to be provided to the Board of Directors. If the Board of Directors fails to facilitate the task of the Internal Sharia Control Committee, such report shall be referred to the General Assembly after being presented to the Board of Directors</p>
<p style="text-align: center;">Article 36</p> <p>The Fatwa and Sharia Supervisory Board shall elect from its number a chairman and a vice chairman at its first meeting after being appointed. The chairman or, in his absence, the vice chairman shall represent the Fatwa and Sharia Supervisory Board before the Board of Directors and the General Assembly.</p>	<p style="text-align: center;">Article 36</p> <p>The Internal Sharia Control Committee shall elect from its number a chairman and a vice chairman at its first meeting after being appointed. The chairman or, in his absence, the vice chairman shall represent the Internal Sharia Control Committee before the Board of Directors and the General Assembly</p>
<p style="text-align: center;">Article 37</p> <p>No member of the Fatwa and Sharia Supervisory Board may be suspended from work or removed without a reasoned resolution by the Board of Directors confirming that such member violated a Sharia provision or principle unanimously approved by the Sharia scholars or committed any breach that may adversely affect the performance of the duties of his job as provided hereunder. The suspension or removal resolution shall be referred to the concerned member and the Fatwa and Sharia Supervisory Board for comment. Then, such resolution shall be referred to the General Assembly of the Company at its first meeting thereafter. In the event of a vacancy in the Fatwa and Sharia Supervisory Board, the Board of Directors may appoint a member provided that such appointment is presented to the General Assembly in its first meeting</p>	<p style="text-align: center;">Article 37</p> <p>No member of the Internal Sharia Control Committee may be suspended from work or removed without a reasoned resolution by the Board of Directors confirming that such member violated a Sharia provision or principle unanimously approved by the Sharia scholars or committed any breach that may adversely affect the performance of the duties of his job as provided hereunder. The suspension or removal ,reasoned, resolution shall be referred to the Higher Sharia Authority for approval and the decision shall not be considered effective until receiving the Higher Sharia Authority approval. Then, such resolution shall be referred to the General Assembly of the Company at its first meeting thereafter. In the event of a vacancy in the Internal Sharia Control Committee, the Board of Directors may appoint a member provided that such appointment is presented to the Higher Sharia Authority for approval and then to the General Assembly in its first meeting</p>
<p style="text-align: center;">Article 38</p> <p>A quorum of the meeting of the Fatwa and Sharia Supervisory Board shall not be present unless the majority of its members are attending. No member of the Fatwa and Sharia Supervisory Board may delegate to any other member the right to vote on his behalf on the resolutions of the Board. Such resolutions shall be passed by the majority votes. In the event of parity, the chairman shall have a casting vote. Quorum at the meeting of the Fatwa and Sharia Supervisory Board to discuss urgent matters that cannot be adjourned shall be present if the chairman and one of its members is present thereat and they both vote in favor of the resolution, provided that such resolution shall be presented to the Fatwa and Sharia Supervisory Board at its first meeting thereafter.</p>	<p style="text-align: center;">Article 38</p> <p>A quorum of the meeting of the Internal Sharia Control Committee shall not be present unless the majority of its members are attending. No member of the Internal Sharia Control Committeemay delegate to any other member the right to vote on his behalf on the resolutions of the Board. Such resolutions shall be passed by the majority votes. In the event of parity, the chairman shall have a casting vote. Quorum at the meeting of the Internal Sharia Control Committee to discuss urgent matters that cannot be adjourned shall be present if the chairman and one of its members is present thereat and they both vote in favor of the resolution, provided that such resolution shall be presented to the Internal Sharia Control Committee at its first meeting thereafter.</p>

<p style="text-align: center;">Article 39</p> <p>In the event a dispute arises between the members of the Fatwa and Sharia Supervisory Board and the members of the Board of Directors in connection with the duties of the Fatwa and Sharia Supervisory Board, the Board of Directors shall comply with the opinion of the Fatwa and Sharia Supervisory Board.</p>	<p style="text-align: center;">Article 39</p> <p>In cases where disagreement arises, over a Sharia opinion, between members of the Internal Sharia Supervision Committee, or disagreement between the Internal Sharia Committee and the Board of Directors of the Company, over the compliance or non-compliance of a particular matter with the provisions of Sharia, the disagreement shall be referred to the Higher Sharia Authority, whose opinion on the matter shall be final</p>
<p style="text-align: center;">Article 40</p> <p>The Company shall have a Sharia controller to be appointed by the Board of Directors upon the recommendation of the Fatwa and Sharia Supervisory Board of the Company. Such controller shall be assisted by an adequate number of Sharia controllers. The Sharia Controller shall review and audit the transactions of the Company to ensure that such transactions are compliant with the provisions of the Islamic Sharia and the Fatwa and resolutions of the Fatwa and Sharia Supervisory Board. The Sharia Controller shall report to the Fatwa and Sharia Supervisory Board to take the appropriate resolutions</p>	<p style="text-align: center;">Article 40</p> <p>The Company shall have a division or internal section to undertake internal Sharia audit and monitor compliance of the Company with the fatwas and opinions of the Internal Sharia Supervision Committee. Such division or section shall report to the Board of Directors of the Company, and its employees shall not have any executive powers or any responsibilities towards the businesses, activities and contracts which they review or audit from a Sharia perspective. The said division/ section shall be headed by a Sharia controller appointed by the Board of Directors of the Company</p>
<p style="text-align: center;">Article 42</p> <p>Invitations to the shareholders to attend the General Assembly shall be by announcement in two daily local newspapers, at least one of which is issued in Arabic, and by registered mail, or in accordance with the notification method determined by the Authority in that regard, at least 15 days before the date set for the meeting after obtaining the approval from the Authority. The invitation should contain the agenda of the General Assembly meeting. A copy of the invitation shall be sent to the Authority, Competent Authority and the Central Bank of the UAE</p>	<p style="text-align: center;">Article 42</p> <p>Invitations to the shareholders to attend the General Assembly shall be by announcement in two daily local newspapers, at least one of which is issued in Arabic, and by registered mail or by sending phone SMS and e-mail (if any), or in accordance with the notification method determined by the Authority in that regard, at least 15 days before the date set for the meeting after obtaining the approval from the Authority. The invitation should contain the agenda of the General Assembly meeting. A copy of the invitation shall be sent to the Authority, Competent Authority and the Central Bank of the UAE</p>
<p style="text-align: center;">Article 49</p> <p>Voting at the General Assembly shall be in accordance with the procedure specified by the chairman of the assembly unless the General Assembly specifies another voting procedure. If the subject of the vote relates to the appointment, dismissal or accountability of the Board Directors, voting should be by secret Cumulative Voting.</p>	<p style="text-align: center;">Article 49</p> <p>Voting at the General Assembly shall be in accordance with the procedure specified by the chairman of the assembly unless the General Assembly specifies another voting procedure. If the subject of the vote relates to the appointment, dismissal or accountability of the Board Directors, voting should be by secret Cumulative Voting. Subject to the provisions of Article (183) of the Companies Law, a shareholder may vote electronically in the General Assembly meetings of the Company in accordance with the mechanism adopted by the Market, where the Company' shares are listed, and approved by the Authority. In such case, the following requirements shall be satisfied:</p> <ol style="list-style-type: none"> a. The shareholder must sign a prior declaration before the meeting confirming his written consent to follow the electronic voting mechanism and prove his attendance in the meeting and his full knowledge of how to use such mechanism and the consequent limitation of his electronic voting on the agenda items of the General Assembly before the beginning of the meeting, and that he cannot discuss the agenda items or vote in the event of adding new items to the agenda of the General Assembly; and confirming his adherence to all the controls issued by the Market in this regard. b. The Chairman of the meeting shall explain the number of shares participating in the meeting by electronic voting, whose attendance has been confirmed in the register of

	<p>shareholders when announcing that the quorum for the meeting has been realized.</p> <p>c. The vote collector, upon voting on the resolutions of the General Assembly, shall indicate the number of votes cast through electronic voting on each resolution of the General Assembly.</p> <p>d. Any other requirements as determined by the Authority</p>
<p style="text-align: center;">Article 64</p> <p>a. The Company shall establish a Zakat Fund, and the Board of Directors shall issue the rules regulating the work of the said fund, and shall appoint a committee of three persons to manage the said fund.</p> <p>b. The fund shall have a separate account independent from all the Company's remaining accounts and Mudaraba accounts. The Zakat payable by the Company shall be deposited within the said fund as determined by the Fatwa and Sharia Board. Moneys of the fund shall be disposed of by a resolution from the Fatwa and Sharia Board pursuant to the provisions of the Islamic Sharia principles</p> <p>c. The moneys of the fund shall be deposited in an investment account in the name of the fund until they are paid to the entitled persons. Part of the moneys of the fund shall be transferred to a current account for disbursement as needed.</p> <p>d. The Company shall establish a fund for benevolent-loan and the Board of Directors shall issue the rules regulating the work of the said fund, and shall appoint a committee of three persons to manage the said fund.</p> <p>e. The fund shall have a separate account independent from all the Company's remaining accounts and Mudaraba accounts. The Board of Directors may allocate a determined amount for the "benevolent loan fund".</p> <p>f. The benevolent loan may be granted to the public whether individuals or entities, without charging any profits or interests of any type, provided they shall be Muslims in need. All benevolent loan contracts shall be authenticated and the required necessary repayment securities shall be received in accordance with the Islamic Sharia and the applicable laws in the State.</p> <p>g. All the works performed by the benevolent loan fund shall be subject to audit and to the financial and Sharia Supervision.</p> <p>h. The Board of Directors may exempt the insolvent from the repayment of the full or balance of the benevolent loan amount once the said insolvency is proven</p>	<p style="text-align: center;">Article 64 to be Cancelled</p>
<p style="text-align: center;">Article 69</p> <p>The Commercial Companies Law and its implementing resolutions shall apply to the Company and shall be considered as an integral part of the Articles of Association of the Company and complementary to it.</p>	<p style="text-align: center;">Article 69</p> <p>In case of any contradiction between the provisions of these Articles of Association and the provisions of the Decretal Federal Law No. (14) of 2018 regarding the Central Bank and Organization of Financial Institutions and Activities, or provisions of the Federal Commercial Companies Law No. 2 of 2015 and its amendments or any of its implementing resolutions, regulations or circulars issued pursuant to either of them, the provisions of such laws, regulations, , decisions or circulars shall prevail.</p>

Online AGM User Guide 2020

Attending the AGM electronically

Virtual Annual General Assembly gives you the opportunity to attend the AGM remotely, participate and vote in real-time, using your smartphone, tablet or computer, and you will need to either:

- Download the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.
- Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge and Firefox. Please ensure your browser is compatible.



Meeting ID: xxx-xxx-xxx

To login you must have your Username and password

Your password shall be sent to the mobile number provided in the registration form.



Using the AGM online facility

1

ACCESS

Once you have either downloaded the Lumi AGM app or entered web.lumiagm.com into your web browser, you'll be prompted to enter the Meeting ID.

You will then be required to enter your:

- Username; and
- Password.


- To register as a shareholder, select 'I have a login' and enter your username and password.
- If you are a visitor, select 'I am a guest'
As a guest, you will be prompted to complete all the relevant fields including; title, first name, last name and email address.

! Please note, visitors will not be able to ask questions or vote at the meeting.



2

NAVIGATION

When successfully authenticated, the info screen  will be displayed. Your name and number of shares will be displayed

You can view company information, ask questions and watch the webcast.

If you would like to watch the webcast press the broadcast icon  at the bottom of the screen.

If viewing on a computer the webcast will appear at the side automatically once the meeting has started



Online AGM User Guide 2020

3


VOTING

- When a poll is open, the agenda item will be displayed (pushed) to your screen along with the voting options
- To vote, simply select your voting direction from the options shown on screen. When selected, your choice will be highlighted, and your vote is captured in real time. A confirmation message will appear to show your vote has been received. **For - Vote received**
- To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel
- At the close of a poll, The result will appear on the screen



4

QUESTIONS

- Any shareholder or appointed proxy attending the meeting is eligible to ask questions.
- If you would like to ask a question, select the messaging icon 
- Messages can be submitted at any time during the Q&A session up until the Chairman closes the session.
- Type your message within the chat box at the bottom of the messaging screen.
- Once you are happy with your message click the send button. Questions sent online platform will be moderated before being sent to the chairman. This is to avoid repetition and remove any inappropriate language.



5

DOWNLOADS

- Links are present on the info screen. When you click on a link, the selected document will open in your browser.
- Data usage for streaming the annual shareholders' meeting or downloading documents via the AGM platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and the network connection (3G, 4G).





Proxy

To the Board of Amlak Finance PJSC
Dear Sir,

I / we:

The shareholder(s) of Amlak Finance PJSC
hereby appoint by virtue of this proxy

Mr. / Mrs.:

Mobile Phone No:

Email:

To represent me/us and vote on my/our behalf at the
General Assembly Meeting to be held on Monday 22
June 2020, or any adjourned meeting.

Shareholder's number:

Mobile Phone No:

Date: / /2020

The signature of the shareholder mentioned in the agency referred to must be the signature approved by / with one of the following authorities, and the company must take the necessary measures to verify this.

1. Notary.
2. A Chamber of Commerce or an economic department in the country.
3. A bank or company licensed in the country, provided that the principal has an account with either of them.
4. Any other entity authorized to perform the documentation.

A legal person may delegate one of his representatives or those in charge of his administration according to a decision issued by his board of directors or whoever takes his place.

Signature:

توكيل

السيد/ مجلس إدارة شركة أملاك للتمويل (ش.م.ع) المحترم
تحية طيبة وبعد،

أنا / نحن :

المساهم / المساهمين في شركة أملاك للتمويل (ش.م.ع)
أعين / نعين بموجب
هذا التوكيل :

السيد/السيدة :

رقم الهاتف المحمول :

البريد الإلكتروني :

وكيلاً عني/عنا وأفوضه / نفوضه بأن يصوت بإسمي / بإسمنا وبالنيابة عني/عنا في
اجتماع الجمعية العمومية السنوي المقرر عقده في يوم الإثنين الموافق 22 يونيو
2020 وأي تأجيل لهذا الاجتماع.

رقم المساهم:

رقم الهاتف المحمول:

تحريراً في : / / 2020 م

يتعين أن يكون توقيع المساهم الوارد في الوكالة المشار إليها هو التوقيع المعتمد من/لدى
أحد الجهات التالية، وعلى الشركة اتخاذ الإجراءات اللازمة للتحقق من ذلك.

1. الكاتب العدل.
2. غرفة تجارة أو دائرة اقتصادية بالدولة.
3. بنك أو شركة مرخصة بالدولة شريطة أن يكون للموكل حساب لدى أي منهما.
4. أي جهة أخرى مرخص لها للقيام بأعمال التوثيق.

للشخص الاعتباري أن يفوض أحد ممثليه أو القائمين على ادارته بموجب قرار صادر عن
مجلس ادارته او من يقوم مقامه.

التوقيع:

بعد استكمال تعبئة نموذج التوكيل يرجى ارساله الى الشركة ورفاق المستندات المطلوبة على الایمیل التالي:

registration@smartagm.ae

After completing the Proxy form, please send it along with the supporting documents to:

registration@smartagm.ae