

Report Concerning General Assembly Meeting

- **Company Name:** National Bank of Abu Dhabi P.J.S.C
- **Date:** 15 March 2016
- **Time:** From: 5pm To: 6pm
- **Location:** St. Regis Resort – Saadiyat Island – Regal Ballroom – Abu Dhabi
- **Type of Meeting:** Annual General Assembly

Names of Board Directors Attended	Designation
H.E Nasser Ahmed Alsowaidi	Chairman
H.E Sultan Nasser Al Suwaidi	Vice Chairman
Sheikh Mohammed Bin Saif Bin Mohammed Al Nahyan	Member
H.E Sultan Rashed Al Dhaheri	Member
Mr. Khalifa Sultan Al Suwaidi	Member
Ms. Mariam Saeed Ghobash	Member
Mr. David Beau	Member
Mr. Hashim Fawwaz Al Kudsi	Member

Agenda for General Assembly Meeting

Items	Approved	Not Approved
To consider and approve the report of the Board of Directors on the Bank's activities and its financial position for the fiscal year ended on 31 December 2015;	Approved	
To consider and approve the External Auditors' report for the fiscal year ended on 31 December 2015;	Approved	
To consider and approve the Balance sheet and profit and loss statements for the fiscal year ended on 31 December 2015;	Approved	
To consider and approve the Board of Directors' proposal concerning appropriations to Statutory, Special and General Reserves for the fiscal year ended 31 December 2015;	Approved	
To consider and approve the Board of Director's proposal concerning the distribution of dividends to the shareholders being 45% in cash;	Approved	
To consider and approve the Board Members' remuneration for the fiscal year ended on 31 December 2015;	Approved	
To discharge the Directors of the bank from their liability for the fiscal year ended 31 December 2015;	Discharged	
To discharge the Auditors of the bank from their liability for the fiscal year ended 31 December 2015;	Discharged	
To consider the appointment of the external auditors of the Bank for the fiscal year 2016 and determine their fees.	Approved as below	
Ratify the appointment of three members on the Board of Directors of the National Bank of Abu Dhabi replacing three of the six members representing Abu Dhabi Investment Council.	Ratified as below	
Special Decision Approving the amendments to the Bank's Articles of Association to comply with the new Federal Commercial Companies Law No. (2) of 2015 subject to the Central Bank of the UAE approval;	Approved	
Special Decision Approving the establishment of a Medium Term Notes Program for a size of US\$ 2,000,000,000;	Approved	
Special Decision Authorising the Board to make voluntary contributions for community service purposes in an aggregate amount not exceeding 2% of the average net profits of the Bank during the two financial years preceding the year in which such voluntary contribution is made, and in accordance with the provisions of the Commercial Companies Law No. (2) of 2015, as amended.	Approved	

Others

The appointment of Pricewaterhousecoopers as the Bank's External Auditors for the year ending 31/12/2016 and determining their fees.

Abu Dhabi Investment Council Appointment of:

- H.E Sultan Nasser Al Suwaidi
- H.E Hareb Masood Al Darmaki
- Ms. Mariam Saeed Ghobash

To replace

- H.E Dr. Al Tahir Musabah AL Kindi Al Marar
- H.E Mohammed Omar Abdulla
- Mr. Michael H. Tomalin

The dividend distribution proposal has been amended as the General Assembly has approved the distribution of 45% cash dividends to the shareholders instead of 40%.

Company Name: National Bank of Abu Dhabi

Date of Meeting 15/03/2016

Name of Chairman: Nasser Ahmed Alsowaidi

Name of General Manager: Alex Thursby

Capital (Thousands in AED)			
Authorized		Subscribed	
Before Increase	Type of increase	Amount of Increase	After Increase
	Bonus shares		
	Right issue		

Bonus shares			
No. of outstanding Shares	%	No. of issued Shares	Total No. of Shares after increase
Record Date		Last Day to Participate	

Right issue			
No. of outstanding Shares	%	No. of issued Shares	Total No. of Shares after increase
Record Date		Last Day to Participate	

Cash Dividends				
value	%	Record Date	Last Day to Participate	Payment Date
2,344,375,200	45	27/03/2016	23/03/2016	Within one month from AGA date

stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split

Name: Samer Abdelhaq – Group General Counsel – Board Secretary

Signature: 

Date: 16/03/2016

NOTE:

Last Day to Participate

Last Day to buy a security with its dividend.

Record Date

The date on which the shareholders are registered in the share book and entitled for dividends or corporate action .

Payment Date

The date on which a declared dividends is scheduled to be paid.