

Report Concerning General Assembly Meeting

- **Company Name** First Abu Dhabi Bank PJSC
- **Date:** 25 February 2019
- **Time:** from 4:00 pm to 5:00 pm
- **Location:** Head Office, Al Qurm, Abu Dhabi, UAE

Designation	Names of Board of Directors
Vice Chairman	H.E. Nasser Ahmed Khalifa Al Sowaidi
Member	H.E. Khaldoon Khalifa Al Mubarak
Member	H.E. Sh. Mohamad Bin Saif Bin Mohamad Al Nahyan
Member	H.E. Sh. Ahmed Mohd Sultan Al Dhahiri
Member	H.E. Mohamed Thani Murshid Al Rumaithi
Member	H.E. Jassim Mohammed Alseddiqi

Agenda for General Assembly Meeting


Items	Approved	Not Approved
1) Discuss and approve the report of the Board of Directors on the activity of the bank and its financial statements for the financial year ending 31/12/2018.	Yes	
2) Discuss and approve the report of the external auditors for the financial year ending 31/12/2018.	Yes	
3) Discuss and approve the bank balance sheet and profit and loss statement for the financial year ending 31/12/2018.	Yes	
4) Consider the proposal of the Board of Directors on the appropriation of net profits for the financial year ending 31/12/2018. This includes; reserves, provisions and distribution of 74% of the capital as cash dividend of 74 fils per share with total amount of AED 8.06 billion.	Yes	
5) Discuss and approve the board of directors' remuneration.	Yes	
6) Discharge of the board members for their actions during 2018.	Yes	
7) Discharge of the external auditors for their actions during 2018.	Yes	
8) Appointment of auditors for the financial year 2019 and determine their fees.	Yes	

<p>Special Resolution</p> <p>9) Approve the amendment to the bank's Articles of Association "6" in relation to share capital , to increase capital from AED 10,897,545,318 (Ten billion eight hundred ninety seven million five hundred forty five thousand three hundred eighteen Dirhams) to AED 10,920,000,000 (Ten billion nine hundred twenty million Dirhams) , by increasing existing staff share option scheme with 22,454,682 shares , this increase will be the last increase towards the existing staff share option scheme and to cover bank obligations towards its employees. Any amendment to the existing staff share option scheme will be in accordance with the mechanism determined by the Securities and Commodities Authority and with its approval.</p>	<p>Yes</p>	
<p>Special Resolution</p> <p>10) Approve the amendment to the bank's Articles of Association "7" in relation to foreign ownership limit, to increase it from 25% to 40%, subject to Securities & Commodities authority and competent authorities' approval.</p>	<p>Yes</p>	
<p>Special Resolution</p> <p>11) Authorize the Board of Directors to issue any type of bonds, Islamic Sukuk, non-convertible into shares under the existing programmes for an amount not exceeding USD 7.5 billion, update any existing financing programme or establish other financing programmes, or enter into any liability management, and to determine the terms of issuing such bonds, Islamic Sukuk, and set their issuance date, not to exceed one year from the date of approval, subject to obtaining the approval of the competent authorities.</p>	<p>Yes</p>	

<p>Others</p>
<p>NIL</p>
<p> </p>

Capital (Thousands in AED)			
Authorized		Subscribed	
10,897,545.318		10,897,545.318	
Before Increase	Type of increase	Amount of Increase	After Increase
	Bonus shares	Nil	
	Right issue	Nil	
10,897,545.318	Treasury shares	22,454.682	10,920,000.000
Bonus shares			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
Right issue			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
Cash Dividends			
Percentage		Value	
74%		8,064,183,535	
Payment Date	Last Entitlement Date (LED)	Ex- Dividends Date (EXD)	Registry Closing Date (RCD)
29/03/2019	05/03/2019	06/03/2019	07/03/2019
Stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split

Name: James Burdett

Signature: 

Date: 25 February 2019



NOTE:

- Last Day to Participate: Last Day to buy the stocks to be eligible for the dividends.
- Ex-Dividends Date (EXD): the day following the last Entitlement date and Excluding from dividends
- Record Date: The date on which registered shareholders worth in stock profits registered or any other decisions.
- Payment Date: The date on which a declared dividends to be paid.