

GCS-mm/2018/1.3/84
21st March, 2018

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21 مارس 2018

Chief Executive Officer
Abu Dhabi Securities Exchange
Abu Dhabi, UAE

الرئيس التنفيذي
سوق أبوظبي للأوراق المالية
أبوظبي – الإمارات العربية المتحدة

Dear Sir,

تحية طيبة وبعد ،،،

Report of Etisalat Group's General Assembly Meeting

تقرير اجتماع الجمعية العمومية لمجموعة اتصالات

Kindly be advised that Emirates Telecommunications Group Company PJSC ("Etisalat Group") held its General Assembly Meeting on Wednesday, 21st March 2018 at 04:30 p.m. In the meeting, the General Assembly discussed the items of the meeting agenda, which was published in the daily newspapers of 6th March 2018, and passed the suitable resolutions thereon, as set out in the attachments.

يرجى التكرم بالعلم بأن شركة مجموعة الإمارات للاتصالات ش.م.ع. ("مجموعة اتصالات") قد عقدت اجتماع الجمعية العمومية للشركة في تمام الساعة الرابعة والنصف من مساء يوم الأربعاء الموافق 21 مارس 2018 حيث ناقشت الجمعية بنود جدول الأعمال الذي تم نشره في الصحف اليومية الصادرة في 6 مارس 2018 واتخذت القرارات المناسبة بشأنها كما هو مبين في المرفقات.

In the same context, the General Assembly Meeting elected the four Directors who will occupy the seats unassigned for Government Shareholder in the Board, as follows:

وفي السياق ذاته، قامت الجمعية العمومية بانتخاب الأعضاء الأربعة الذين سيشغلون المقاعد غير المخصصة لمساهم الحكومة في المجلس، وهم:

- 1- Sheikh Ahmed Mohd Sultan Bin Suroor Al Dhahiri
(408,349,328 votes which is 6.06% of the share capital)

- 1- الشيخ/ أحمد محمد سلطان بن سرور الظاهري
(حصل على 408,349,328 صوتاً أي ما يعادل 6.06% من أسهم رأسمال الشركة).

2- Mr. Otaiba Khalaf Ahmed Khalaf Al Otaiba
(393,836,903 votes which is 5.84% of the
Company's share capital)

2- السيد/ عتيبة خلف أحمد خلف العتيبة
(حصل على 393,836,903 صوتاً أي ما يعادل
5.84% من أسهم رأسمال الشركة).

3- Mr. Khalid Abdulwahid Hassan
Alrustamani
(364,091,166 votes which is 5.4% of the
Company's share capital)

3- السيد/ خالد عبدالواحد حسن الرستماني
(حصل على 364,091,166 صوتاً أي ما يعادل
5.4% من أسهم رأسمال الشركة).

4- Mr. Abdelmonem Bin Eisa Bin Nasser
Alserkal
(261,595,724 votes which is 3.88% of the
Company's share capital)

4- السيد/ عبدالمنعم بن عيسى بن ناصر السركال
(حصل على 261,595,724 صوتاً أي ما يعادل
3.88% من أسهم رأسمال الشركة).

It is worth mentioning here that Emirates
Investment Authority (Government
Shareholder in Etisalat Group) has nominated
his representatives to occupy six of its seven
seats in the Company's Board of Directors for
the term which will start on 21st March 2018,
as follows:

وتجدر الإشارة هنا إلى أن جهاز الإمارات للإستثمار
(مساهم الحكومة في مجموعة اتصالات) قد قام بتسمية
ممثليه لشغل ستة من المقاعد السبعة المخصصة له في
مجلس إدارة الشركة خلال ولاية المجلس التي ستبدأ في
21 مارس 2018، وهم:

1. Eissa Mohamed Ghanem Al Suwaidi
(Chairman)
2. Essa Abdulfattah Kazim Al Mulla
(Vice Chairman)
3. Hesham Abdulla Qassim Al Qassim
(Member)

- 1- عيسى محمد غانم السويدي
(رئيس المجلس)
- 2- عيسى عبدالفتاح كاظم الملا
(نائب رئيس المجلس)
- 3- هشام عبدالله قاسم القاسم
(عضواً)



4. Mohamed Sultan Abdulla Mohamed Alhameli (Member)
5. Mariam Saeed Ahmed Saeed Ghobash (Member)
6. Saleh Abdulla Ahmad Nasser Lootah (Member)

- 4- محمد سلطان عبدالله محمد الهاملي (عضواً)
- 5- مريم سعيد احمد سعيد غباش (عضواً)
- 6- صالح عبدالله احمد ناصر لوتاه (عضواً)

Regarding the seventh seats assigned for Emirates Investment Authority (EIA) in the Board, EIA will appoint its nominee to occupy this seat soon.

أما المقعد السابع المخصص لجهاز الإمارات للإستثمار في المجلس، فسيقوم الجهاز بتسمية مرشحه لشغل هذا المقعد قريباً.

Kind regards,

وتفضلوا بقبول فائق الإحترام والتقدير،،،


حسن محمد الحوسني
أمين عام الشركة - مجموعة اتصالات
Hassan M. Al Hosani
Corporate Secretary – Etisalat Group

Encl.:
- As above

المرفقت:
- كما هو موضح أعلاه.

Copy to
- Securities and Commodities Authority

نسخة إلى:
- هيئة الأوراق المالية والسلع



Report Concerning General Assembly Meeting

- **Company Name:** Emirates Telecommunications Group Company PJSC
("Etisalat Group")
- **Date :** March 21st, 2018
- **Time:** From 04:30 p.m. To 6:00 p.m.
- **Location:** Head Office Building of "Etisalat Group"

Designation	Names of Board of Directors
Chairman	Eissa Mohamed Ghanem Al-Suwaidi
Vice Chairman	Sheikh Ahmed Mohd Sultan Bin Suroor Al-Dhahiri
Member	Mohamed Sultan Abdulla Mohamed Al-Hameli
Member	Abdulla Salem Obaid Salem Al-Dhaheri
Member	Hesham Abdulla Qassim Al-Qassim
Member	Essa Abdulfattah Kazim Al-Mulla
Member	Abdulfattah Sayed Mansoor Sharaf
Member	Abdelmonem Bin Eisa Bin Nasser Al-Serkal
Member	Khalid Abdulwahid Hassan Al-Rustamani
Member	Otaiba Khalaf Ahmed Khalaf Al-Otaiba

Agenda for General Assembly Meeting

Items	Approved	Not Approved
To hear and approve the report of the Board of Directors on the Company's activities and its financial position for the financial year ended 31 st December 2017.	✓	
To hear and approve the External Auditor's report for the financial year ended 31 st December 2017.	✓	
To discuss and approve the Company's consolidated financial statements for the financial year ended 31 st December 2017.	✓	
To consider the Board of Directors' recommendation regarding the distribution of dividends amounting to 40 Fils per share for the second half of the year 2017 and to approve the interim dividends amounting to 40 Fils per share which were distributed for the first half of the year 2017 by virtue of the Board resolution passed in its meeting held on 26th July 2017 to bring the total dividend pay out per share for the financial year ended 31 st December 2017 to 80 Fils per share (80% of the nominal value of the share).	✓	
To absolve the Members of the Board of Directors from liability for the financial year ended 31 st December 2017.	✓	
To absolve the External Auditors from liability for the financial year ended 31 st December 2017.	✓	
To appoint the External Auditors for the year 2018 and to determine their fees.	✓	
To approve the proposal concerning the remunerations of the Board Members for the financial year ended 31 st December 2017.	✓	
To elect four Directors to fill the Board seats un-assigned for the Government Shareholder.	✓	
To pass a special resolution on approving a budget of not more than 1% of the Company's average net profits of the last two years (2016-2017) for voluntary contributions to the community (Corporate Social Responsibility), and to authorize the Board of Directors to effect payments of such contributions to beneficiaries to be determined at the Board's own discretion..	✓	
To pass a special resolution on amending the Articles No. 21, 26 (1), 55 (12), 67 (1), and 67 (2) of the Company's Articles of Association		✓

("AoA") after approval of the competent authorities.		
To pass a special resolution on approving Company's buyback of its shares within a maximum of 5% of its paid-up capital, for the purpose of cancelling or re-selling such shares, after obtaining approval of competent authorities and empowering the Company's Board of Directors to finalize the rest of procedures.	✓	

Others
None

Capital (Thousands in AED)			
Authorized		Subscribed	
10,000,000		8,696,754	
Before Increase	Type of increase	Amount of Increase	After Increase
8,696,754	Bonus shares	None	8,696,754
8,696,754	Right issue	None	8,696,754
Bonus shares			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
8,696,754	None	None	8,696,754
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
NA	NA		NA
Right issue			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
8,696,754	NA	NA	8,696,754
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
NA	NA		NA
Cash Dividends			
Percentage		Value	
80% (*)		6,954,394,146	
Payment Date	Last Entitlement Date (LED)	Ex- Dividends Date (EXD)	Registry Closing Date (RCD)
2017/08/20	2017/08/02	2017/08/03	2017/08/06
To be determined by ADX	2018/03/28	2018/03/29	2018/04/01
(*) The actual dividend payout is 80% because 40% was distributed on 20/08/2017.			
Stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split
NA	NA	NA	NA

Name : Eissa Mohamed Ghanem Al Suwaidi

Signature :



Date : March 21st, 2018

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 will be paid.