

Notice of General Assembly Meeting

Arabtec Holding (PJSC)

The Board of Directors of Arabtec Holding PJSC (Company) is pleased to invite all the shareholders to attend the General Assembly Meeting (GAM) of the Company to be held at 13.00 p.m. on Thursday 24/09/2020 at the IPIC Auditorium, IPIC Tower, IPIC Square, Muroor Road, Abu Dhabi, UAE to discuss the following agenda:

1. Confirm the appointment conducted by the Board of Directors of the Company of Mr. Waleed Al Mokarrab Al Muhairi as non- Executive director of the Board of the Company to complete the term of H.E Mohamed Thani Alrumaithi.
2. **Special resolution: review and take a decision regarding the following:**
 - 2.1) The Board of Directors' report on the financial position of the Company and the due liabilities;
 - 2.2) Discuss all options available to the Company, whether to continue, dissolve or otherwise, in light of the current financial situation, as required by the provisions of the Commercial Companies Law, the amendments thereof, and the laws, decisions, and regulations in force in the UAE ;and
 - 2.3) Approval under a special resolution of one of the options referred to in paragraph 2.2 above and authorisation of the Board of Directors to implement that special resolution and to submit requests to the competent bodies as required by the laws in force in the UAE.

Notes:

1. Each shareholder who is entitled to attend the general assembly meeting may delegate any person other than a member of the Board of Directors under a special written proxy. In such capacity, no proxy may represent a number of shareholders who hold more than five percent (5%) of the shares in the capital of the Company. Persons of incomplete capacity or incapable shall be represented by their legal representatives. Provided that (the requirements set forth in items 1 and 2 of Article (40) of Chairman of Authority's Board of Directors' Decision no. (3/R.M) of 2020 concerning the Approval of Joint Stock Companies Governance Guide shall be taken into account).
2. 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 the general assembly of the Company. The delegated person shall have the powers as determined in the delegating resolution.
3. Shareholders registered in the shareholders register on Wednesday 23 Sept 2020 shall be entitled to vote in the general assembly meeting.
4. The shareholders can review the financial statements of the Company on the website of DFM www.dfm.ae.
5. The General Assembly shall only be valid if attended, by shareholders own or represent by proxy not less than (50%) of the Company's share capital. If this quorum is not achieved at the first meeting, a second meeting will be held on 30/09/2020 at the same place and time. The postponed meeting shall be considered valid, regardless of the number of attendees.
6. Special Resolution: a resolution issued by a majority of shareholders who hold at least three quarters of the shares represented in the general assembly meeting of the shareholding company.
7. Shareholders can review the investors' rights in securities guide on the homepage of the Securities and Commodities Authority's official website on the following website:
<https://www.sca.gov.ae/ar/services/minority-investors-protection.aspx>