



The Annual General Meeting of Emirates REIT (CEIC) PLC ("**Emirates REIT**", the "**REIT**" or the "**Company**") was duly convened and held on 11 June 2025 at 3:00 pm (GST) during which the proposed resolutions were considered and voted on.

ORDINARY RESOLUTION 1 – To receive and approve the Annual Report and Audited Accounts For Year Ended 2024

ORDINARY RESOLUTION 1: THAT the annual report and the audited accounts of the REIT for the year ended 31 December, 2024 together with the director's report and auditor's report on those accounts be received, approved and adopted.

Explanatory note - The REIT is required to present to the shareholders the audited accounts of the REIT for the year ended 31 December, 2024, the director's report and the auditor's report to these accounts. This provides the shareholders with an opportunity to discuss the performance of the REIT during the year, its management and prospects for the future. The annual report and the audited accounts of the REIT are available on REIT's website www.reit.ae.

Resolution Passed

ORDINARY RESOLUTION 2 – To appoint the External Auditors for Financial Year 2025

ORDINARY RESOLUTION 2: THAT the appointment of KPMG LLP as the external auditor of the Company to hold office, until the conclusion of the next Annual General Meeting of the Company, be approved.

Explanatory note - In accordance with the Dubai International Financial Centre Companies Law 2018, the Company is required to appoint an external auditor to hold office from the conclusion of that meeting to the conclusion of the next Annual General Meeting.

The shareholders should note that (i) no auditor may be validly appointed without first consenting to such appointment; and (ii) the REIT may not appoint more than one auditor. As at the date of this notice KPMG LLP has provided the consent to be appointed as the external auditor of the Company.

This resolution proposes the appointment of KPMG LLP as auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be agreed and decided by the Board.

Resolution Passed

ORDINARY RESOLUTION 3 – To approve the Final Dividend For Year Ended 2024

ORDINARY RESOLUTION 3: THAT the distribution of the Final Dividend of USD 0.02193 per ordinary share, an aggregate of USD 7,000,000 for the financial year ending on 31 December 2024, to be paid in cash on or before 30 June 2025, to the shareholders on the register as of 04 June 2025, be approved.



Explanatory note - The Board recommended a Final Dividend of USD 0.02193 per ordinary share, amounting in aggregate to USD 7,000,000. Subject to approval by the shareholders of the REIT, the Final Dividend will be paid in cash on or before 30 June 2025, to the shareholders of the REIT on the register as of 04 June 2025.

Resolution Passed

ORDINARY RESOLUTION 4 – To authorize Interim Dividend 2025 distribution

ORDINARY RESOLUTION 4: THAT the REIT Manager be authorised to arrange the payment of interim dividend(s) of the REIT to its shareholders, subject to the REIT having sufficient retained earnings to pay its debts as they become due immediately after the dividend is paid.

Explanatory note - The Board recommends that the REIT Manager may, at its discretion, arrange the payment of interim dividend(s) of the REIT to its shareholders from the date of this AGM until the conclusion of the next Annual General Meeting, if the REIT has sufficient retained earnings and is able to pay its debts as they become due immediately after the dividend(s) is paid. As a result the shareholders will not need to gather for a separate extraordinary general meeting in order to approve such interim dividend(s). The interim dividend(s), if any, shall be subject to the provisions of the REIT Regulations.

Resolution Passed

ORDINARY RESOLUTION 5 – To re-appoint members to the Investment Board

ORDINARY RESOLUTION 5: THAT the re-appointment of Mr. David Savy, Dr. Faisal Alayyan, and Mr. Helal Lootah, the existing members of the Investment Board of the REIT, be approved.

Explanatory note - As per the REIT's constitution and applicable DFSA regulations, the REIT Manager is required to convene a meeting of the shareholders every 12 months to elect at least 3 independent subject experts proposed by it to sit on the Investment Board.

Resolution Passed

ORDINARY RESOLUTION 6– To authorize the REIT to enter into Related Party Transactions

ORDINARY RESOLUTION 6: THAT the REIT Manager be authorised on behalf of the REIT to enter into Related Party Transactions for the acquisition or sale of Real Property in the United Arab Emirates pursuant to the DFSA CIR Rule 8.3.2 and 13.4.11A without obtaining specific approval from the shareholders of the REIT until this Resolution is renewed at the next Annual General Meeting of the REIT.

Explanatory note - This resolution approves that the REIT may enter into Related Party Transactions, for the sale and purchase of Real Property in the United Arab Emirates without the need to have specific shareholder approval in each instance, in accordance with DFSA CIR Rule 8.3.2 and 13.4.11A.

Resolution Passed



ORDINARY RESOLUTION 7 – Purchase of Own Shares

ORDINARY RESOLUTION 7: THAT the REIT be authorised to make one or more market purchases of its ordinary shares, provided that:

- i. the number of ordinary shares which may be purchased in any given period and the price which may be paid for such ordinary shares shall be in accordance with the rules of the Dubai Financial Services Authority and Nasdaq Dubai, and any conditions or restrictions imposed by the Dubai Financial Services Authority and applicable law;**
- ii. this authority shall expire on the conclusion of the next Annual General Meeting of the REIT; and**
- iii. the REIT may make a contract to purchase ordinary shares under this authority before the expiry of the authority which will or may be executed wholly or partly after the expiry of the authority, and may make a purchase of ordinary shares in pursuance of any such contract.**
- iv. the REIT seeks approval to purchase a limited number of its shares. Purchasing its own shares is subject to the prior written approval of the DFSA. Following DFSA approval, the REIT Manager would exercise the right to purchase the shares only in circumstances and on such terms that the REIT Manager believes to be in the best interest of the shareholders.**

Explanatory note - The REIT seeks approval to purchase a limited number of its shares. Purchasing its own shares is subject to the prior written approval of the DFSA. Following DFSA approval, the REIT Manager would exercise the right to purchase the shares only in circumstances and on such terms that the REIT Manager believes to be in the best interest of the shareholders.

Resolution Passed

For further information, including the full AGM presentation, please refer to our website or contact our Investor Relations by e-mail at ir@reit.ae.

All results have been independently verified by Reed Smith LLP.

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