



البنك العربي المتحد UNITED ARAB BANK P.J.S.C.

INVITATION TO ATTEND THE ANNUAL AND EXTRAORDINARY GENERAL ASSEMBLY OF UNITED ARAB BANK (P.J.S.C.)

The board of directors of United Arab Bank (P.J.S.C.) is pleased to invite you to attend the 40th Annual General Assembly (AGA) and Extraordinary General Assembly (EGA) meetings of the bank to be convened at 17h00 on Monday, 3 March 2014 at the Coral Beach Resort in Sharjah, to look into the following meeting agenda:

First, the AGA agenda:

1. To consider and approve the board of directors' report on the bank's activities and financial position for the year ended 31 December 2013
2. To consider and approve the external auditor's report on the bank's balance sheet and financial position for the year ended 31 December 2013
3. To discuss and approve the bank's balance sheet and income statement for the year ended 31 December 2013
4. To consider and approve the proposal of the board of directors regarding the distribution of cash dividends at the rate of 20% of the share capital totaling to AED 199.3 million and a scrip dividend at the rate of 10% of the share capital totaling to AED 99.6 million, for the year ended 31 December 2013, subject to the prior approval of the Central Bank
5. To authorize the bank's board members to exercise activities in the banking sector in accordance with Article 108 of the UAE Federal Law No. 8 of 1984 concerning the Commercial Companies
6. To discharge the bank's board members and its auditors of the liability for the financial year ended 31 December 2013
7. To consider and approve the board of directors' remuneration for 2013
8. To appoint the external auditors for the financial year 2014 and determine their fees

Second, the EGA Agenda:

1. To approve the amendment of the Articles of Association of the bank, subject to the prior regulatory approval of the Central Bank and to authorize the board of directors to implement the EGA resolution to amend the Articles of Association of the bank subject to obtaining all prior regulatory approvals

Qualifications and Procedures for Attendance of the AGA and EGA:

1. Only shareholders listed on the share register issued by the Abu Dhabi Securities Exchange on 2 March 2014 shall have the right to attend and vote
2. Qualified shareholders who cannot attend the meetings in person may appoint by written proxy a representative to act for them at the AGA and EGA, provided that the proxy is not a board member and does not hold a total number of share that exceeds 5% of the share capital
3. The financial statements of the bank can be viewed on Abu Dhabi Securities Exchange website or the bank's website (www.uab.ae)
4. The complete version of the Amended Articles of Association and a detailed summary of the changes and their compliance with the applicable laws can be viewed on the bank's website (www.uab.ae) or on Abu Dhabi Securities Exchange website
5. If the AGA quorum is not satisfied on the above cited date, the meeting shall be deferred to 17 March 2014 at the same time and in the same place
6. If the EGA quorum is not satisfied on the above cited date, the meeting shall be deferred to 17 March 2014 at the

same time and in the same place. Furthermore, if the second EGA quorum is not satisfied on the 17 March 2014, the meeting shall be deferred for another time to 21 April 2014 at the same time and in the same place

7. Only shareholders appearing on the shares register on 13 March 2014 will be entitled to receive the approved dividend

Important Notes:

Shareholders are kindly requested to arrive half an hour before the specified time, carrying the proxy forms if available, along with their ID cards in order to facilitate the registration procedures.

For more information, feel free to contact the UAB company secretariat at +971 6 5075912-3, email: rima.boutros@uab.ae; zeina.sammakieh@uab.ae

www.uab.ae