



ARAB UNITED BANK P.J.S.C.
Sharjah – United Arab Emirates

**INVITATION TO
THE ANNUAL GENERAL ASSEMBLY OF THE SHAREHOLDERS OF UNITED ARAB BANK**

The Board of Directors of the **United Arab Bank (UAB) P.J.S.C.**, Sharjah - UAE is pleased to invite the UAB's shareholders to attend the 39th Annual General Assembly ("AGA"), which will be held on 27th February 2013, at 05h00 p.m., at the Coral Beach Resort in Sharjah, to consider the following agenda:

Agenda of the Annual General Assembly ("AGA")

1. To consider and approve the Board of Directors' report on the Bank's activities and financial position for the year ended 31 December 2012.
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 2012
3. To discuss and approve the bank's balance sheet and income statement for the year ended 31 December 2012
4. To consider and approve the proposal of the Board of Directors regarding the distribution of cash dividends at the rate of 25% of the share capital totaling to AED 249.1 million, for the year ended 31 December 2012, subject to Central Bank's prior approval
5. To absolve the Board members and the external auditors from any liability for the financial year ended 31 December 2012
6. To consider and approve the Directors' Remuneration for 2012 and to approve the Board Remuneration Policy
7. To appoint the External Auditors for the financial year 2013 and fix their fees

Chairman of the Board of Directors

Qualifications and Procedures for attendance of AGA

1. Only shareholders listed on the share register issued by the Abu Dhabi Securities Market on 26th February 2013 shall have the right to attend and vote.
2. Qualified shareholders who cannot attend the meeting in person may appoint by written proxy a representative to act for them at the AGA, 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 Market website or the Bank's website (www.uab.ae)
4. If the quorum is not satisfied on the above cited date of the AGA, the meeting shall be deferred to 12 March 2013 at the same time and in the same place.
5. Only shareholders appearing on the shares register on 10/03/2013 will be entitled to receive the approved dividend.

Important Notes:

Shareholders are kindly requested to attend the meeting one 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 Secretary at 065075841, email: rima.boutros@uab.ae