

### Report Concerning General Assembly Meeting

- **Company Name** Dana Gas PJSC
- **Date:** 17 April 2019
- **Time:** from 11:00 AM to 1:00 PM
- **Location:** Sharjah Chamber of Commerce & Industry

Designation	Names of Board of Directors
Chairman	Mr. Hamid Jafar
Vice Chairman	Mr. Rashid Saif Al-Jarwan
Member	Mr. Majid Jafar
Member	Mr. Varouj Nerguizian
Member	Mr. Said Arrata
Member	Mr. Hani Hussain Al Terkait
Member	Mr. Ziad Abdulla Galadari
Member	Mr. Nureddin S. Sehweil
Member	Mr. Shaheen Mohamed Almheiri
Member	Mr. Jassim Mohamedrafi Alseddiqi



### Agenda for General Assembly Meeting

Items	Approved	Not Approved
1. Review and approve the report of the Board of Directors on the Company's Activities and its Financial Position for the Financial Year ended 31 December 2018.	✓	
2. Review and approve the report of the Company's External Auditor for the Financial Year ended 31 December 2018.	✓	
3. Discuss and approve the Company's Budget and Profit and Loss Statement for the Financial Year ended 31 December 2018.	✓	
4. Recommendation of the Board of Directors to distribute a cash dividend for the Financial Year ended 31 December 2018 of 5.5% of the Company's capital in the amount of AED 384 Million (5.5 fils per share).	✓	
5. Absolving the members of the Board of Directors from liability for the Financial Year ended 31 December 2018.	✓	
6. Absolving the External Auditors of the Company from liability for the Financial Year ended 31 December 2018.	✓	
7. Approval of the appointment of Board member Mr. Jassim Mohamedrafi Alseddiqi in place of Mr. Adel Idris AlAwadhi who resigned on 5 November 2018.	✓	
8. Appointment of external auditors, Pricewaterhouse Coopers, for the Financial Year 2019 and determination of their fees.	✓	
9. Special Resolution: Approval of the Company's shares buyback not exceeding 10% of the Company's Capital with the object of resale subject to the approval of the regulatory authorities and to delegate to the Board of Directors: (a) implementing the Annual General Assembly resolution during the period approved by SCA, (b) reduce the Company's Capital in the case of expiry of the period allowed by SCA to sell the bought back shares through cancellation of these shares and amending the Company's Capital in the Articles of Association accordingly.	✓	
10. Special Resolution: To amend Article (50) of the Company's Articles of Association to allow use of electronic voting in the Annual General Meetings in accordance with the mechanism adopted by the Market and approved by SCA.	✓	
11. Special Resolution: Approval to increase the Company's Capital from AED 6,976,623,422 to AED 6,995,373,373 by an amount of AED 18,749,951 in order to issue the employees incentive shares for the performance for the years 2013, 2014 and 2015 amounting to 18,749,951 shares in liquidation of the previous Employees' Long Term Incentive Plan and amend Article (7) of the Company's Memorandum of Association and Article (8) of the Articles of Association accordingly.	✓	

#### Others

Share Capital attending 60.18%



Capital (Thousands in AED)			
Authorized		Subscribed	
AED 9,000,000,000		AED 6,976,623,422	
Before Increase	Type of increase	Amount of Increase	After Increase
	Bonus shares		
	Right issue		
Bonus shares			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
Right issue			
No. of outstanding Shares	Percentage %	No. of issued Shares	Total No. of Shares after increase
Last Entitlement Date (LED)	Ex- Dividends Date (EXD)		Registry Closing Date (RCD)
Cash Dividends			
Percentage		Value	
5.5% of Capital		AED 384,000,000	
Payment Date	Last Entitlement Date (LED)	Ex- Dividends Date (EXD)	Registry Closing Date (RCD)
Thirty days after the AGM	24/04/2019	25/04/2019	28/04/2019
stock Split			
Par value		No. of outstanding Shares	
Before the split	After the split	Before the split	After the split

Name: Dr. Mohamed Nour Eldin Eltahir  
Board Secretary and Advisor to the Chairman

Signature:

Date: 17 April 2019

**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 to be paid.