AMENDMENT OF THE ARTICLES OF ASSOCIATION OF EMAAR PROPERTIES (P.J.S.C.)

Article 39
Notice to the Shareholders to attend meetings of the General Assembly shall be published in two local dailies issued in Arabic, and shall be sent by registered mail at least fifteen (15) days prior to the meeting after obtaining the approval of the SCA. The notice shall include the agenda for such meeting. Copies of the invitation documents must be provided to the SCA and the Competent Authority.

Article 46
Voting at a General Assembly shall be in such manner as specified by the Chairman of that meeting, unless the General Assembly decides on a different manner of voting. Voting must be by secret ballot using cumulative secret voting procedure if it relates to the election, dismissal, impeachment or appointment of Directors in the cases where this may apply in accordance with the provision of Article (21) of the Articles of Association.

Article 39 before Amendment
Article 39 after Amendment
Notice to the Shareholders to attend meetings of the General Assembly shall be published in two local dailies issued in Arabic, and shall be sent by registered mail or text messages (SMS) or email or any other electronic mean that can be proved, at least fifteen (15) days prior to the meeting after obtaining the approval of the SCA. The notice shall include the agenda for such meeting. Copies of the invitation documents must be provided to the SCA and the Competent Authority.

Article 46 before Amendment
Article 46 after Amendment
Voting at a General Assembly shall be in such manner as specified by the Chairman of the meeting, unless the General Assembly decides on a different manner of voting. Voting must be by secret ballot using secret Cumulative Voting procedure if it relates to the election, dismissal, impeachment or appointment of Directors in the cases where this may apply in accordance with the provision of Article (21) of the Articles of Association. Electronic voting may take place during General Assembly meetings, including items that require Special Resolution and secret Cumulative Voting, in accordance with the mechanism and terms approved by the SCA in this regard.
Adding Clause (i) to Article 57
(New Clause)

(i) Without prejudice to the above and subject to the approval of the General Assembly, the Company may distribute interim dividends on a semi-annual or quarterly basis.