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## UNOFFICIAL TRANSLATION

### Minutes of the 12<sup>th</sup> Annual General Meeting of Emaar Properties PJSC

Date: 29 April 2010

Time: 5pm

Place: Constellation Ballroom at the Address Dubai Marina Hotel

Present:

(A) Board Members

HE Mohamed Bin Ali Alabbar	Chairman of the Board
Mr. Hussein Al Qemzi	Vice Chairman of the Board
Mr. Majed Saif Al Ghurair	Board Member
Mr. Ahmed Jamal Jawa	Board Member
Mr. Khalifa Aldaboos	Board Member
Mr. Ahmed Thani Al Matrooshi	Board Member

(B) Mr. Ayman Hamdy Rapporteur of the Meeting and Company Secretary

(C) Mr. Saeed Saif Al Sebousi Representative of Securities and Commodities Authority

(D) Representative of the Department of Economic Development of the Government of Dubai

(E) Ernst & Young External Auditors

(F) Mr. Ibrahim Jaafar and Mr. Abdel Haleem Ahmed as vote collectors on behalf of Union National Bank.

(G) The Shareholders

Required Quorum: 50% of share capital

Available Quorum: 52.305 % of share capital

The meeting convened and was presided by HE Mohamed Bin Ali Alabbar who welcomed the shareholders. He made an opening speech and started with the meeting agenda. After discussions about the agenda items, the general meeting approved by majority the following resolutions:

1. "It was resolved to approve the report of the board of directors relating to the activities of the company and its financial position, the report of the auditors, and the consolidated financial statements of the company for the year ended 31 December 2009 as presented to the shareholders during the meeting".



2. “It was resolved to appoint Ernst & Young as external auditors for the company’s financials for the year 2010 and their fees will not exceed AED 395,000”.
3. “It was resolved to transfer the profits to the regulatory reserve and not to distribute any profits to the shareholders for the said financial year”.
4. “It was resolved to discharge the liabilities of the board of directors and the auditors for the financial year ended 31 December 2009”.
5. “It was resolved to permit the board members to continue to carryout any of their usual business activities which may be covered by the company’s objectives, without direct competition with the company”.

The meeting ended at 6.45 pm.

Chairman of the Meeting

[signature]

Company Secretary

[signature]

Auditors

[Two signatures]

Vote Collectors

[Two signatures]