



National Central Cooling Company PJSC “Tabreed”

Invitation to the Ordinary General Assembly Meeting of Company’s Shareholders

The Board of Directors of National Central Cooling Company PJSC “Tabreed” is pleased to invite its shareholders to attend the Annual General Assembly meeting, which is to be held on Tuesday, April 9th, 2013 at 5.30 P.M. (17:30 hrs) at Al Thuraya Ballroom, Beach Rotana - Abu Dhabi, to discuss and resolve the items detailed hereunder:

1. Consider and approve the report of the Board of Directors on the Company’s activities and its financial position for the fiscal year ending 31 December 2012.
2. Consider and approve the auditor’s report on the Company’s financial position for the fiscal year ending 31 December 2012.
3. Consider and approve the Company's financial statements and profit and loss statement for the fiscal year ending 31 December 2012.
4. Consider and approve the proposal of the Board of Directors regarding the distribution of cash dividends at 5 fils per share or 5% of the company capital for the fiscal year ending 31 December 2012.
5. Discharge the members of Board of Directors and the auditors from their liabilities for the fiscal year ending 31 December 2012.
6. Approve the Board of Directors remuneration for the fiscal year ending 31 December 2012.
7. Appoint the Company’s auditors for the fiscal year ending 31 December 2013 and determine their remuneration.

Remarks:

1. Each shareholder who is registered in the Company’s share book on Monday, April 8th, 2013 is entitled to attend the Company’s Annual General Assembly Meeting and may authorize another person (other than a member of the Company’s Board of Directors) to attend the above mentioned meeting on behalf of the shareholder pursuant to a proxy (as per the approved format) provided that the representative does not hold in such capacity more than 5% of the Company’s share capital The proxy form must be submitted and delivered to the Securities Services Department at National Bank of Abu Dhabi, P.O. Box 6865, Abu Dhabi or delivered to the Company’s headquarters not less than two days prior to the date of the meeting. Only original proxies will be accepted.
2. Shareholders that are registered in the Company’s share book 10 days after the convened Ordinary Annual General Meeting shall be deemed to be entitled to receive the dividends.
3. In the event a quorum for the meeting is not achieved, the Annual General Assembly meeting will be adjourned until Tuesday, April 16th, 2013 at the same time and place. And shareholder who is registered in the company’s share book on 15 April 2013 is entitled to attend the meeting.
4. Where the necessary quorum is not achieved, all duly completed proxy forms shall continue to be valid and in full force for any adjourned meeting unless revoked by the relevant shareholder by notice to the Securities Services Department at the National Bank of Abu Dhabi at least two days prior to the relevant adjourned meeting.
5. Copies of the Company’s financial report for the year ended 31 December 2012 are available at the main office of the Company during regular office hours, on the Company’s website <http://www.tabreed.ae> and at the meeting venue upon registration.

The Chairman

Proxy

To the Chairman of National Central Cooling Company PJSC (“Tabreed”)

Dear Sir,

I/We:

The shareholder (s) of Tabreed hereby appoint by virtue of this proxy

Mr. / Mrs.:

To represent me and vote on my behalf in the General Assembly meeting to be held on Tuesday 9 April 2013, or any adjourned meeting therefore

Shareholder’s number :

Signature:

Date: