



Emaar Properties PJSC
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Unofficial Translation

**Emaar Properties PJSC
Extract of the Resolutions Issued in the Meeting of the Board of Directors
No. (2) for the Year 2010**

Date: Tuesday, 23 March 2010

Time: 2:00 p.m.

Place: Board Meeting Room at Chairman's office

Attendees:

- H.E. Mohamed Bin Ali Alabbar, Chairman
- Mr. Hussain Al Qemzi, Vice-Chairman
- H.E. Dr. Lowai Belhoul, Board Member
- Mr. Majid Saif Al Ghurair, Board Member
- Mr. Ahmed Jawa, Board Member
- Mr. Khalifa Aldaboos, Board Member
- Mr. Saeed Ahmad Al Tayer, Board Member
- Mr. Ahmad Thani Al Matrooshi, Managing Director
- Mr. Ayman Hamdy, Company Secretary

Invitees:

- Miss. Low Ping, Executive Director, Finance and Risk

Following deliberations on the agenda items, the Board of Directors resolved to:

1. Adopt the report of the Board of Directors on the activities of the Company and submit it for approval to the Annual General Meeting.
2. Adopt the consolidated financial statements for the fiscal year ending on 31 December 2009 and submit it for approval to the Annual General Meeting.
3. Propose not to distribute dividends to shareholders, transfer the net profits to the reserve and submit this proposal for approval to the Annual General Meeting.
4. Nominate Ernst & Young as external auditors of the Company for the year 2010, propose the payment of AED 415,000 as their annual fees and submit such nomination and fee proposal for approval to the Annual General Meeting.
5. Invite the Annual General Meeting of the Company to convene on 29 April 2010, in order to discuss the agenda of the Meeting enclosed herewith, after coordination with the Securities and Commodities Authority.



6. Notify the Securities and Commodities Authority and Dubai Financial Market of the above-mentioned resolutions.

(Signatures of the Chairman, Vice-Chairman, present Board Members, Managing Director and the Company Secretary)



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Emaar Properties PJSC Invitation to Attend the 12th Annual General Meeting

The Board of Directors of Emaar Properties PJSC is honored to invite the shareholders to attend the 12th Annual General Meeting of the Company which will be held on Thursday, 29 April 2010, at 5 pm, in the Constellation Ball Room of The Address Dubai Marina Hotel. In case the said Meeting falls short of quorum, the next Annual General Meeting will be held at the same time and venue, on Wednesday, 5 May 2010, to discuss the following agenda:

1. To receive and approve the report of the Board of Directors on the activities and financial position of the Company for the fiscal year ending 31st December 2009 and the Auditors' report.
2. To discuss and approve the Company's balance sheet for the fiscal year ending 31st December 2009, as well as the profit and loss account.
3. To appoint the Auditors for the year 2010 and determine their remuneration.
4. To discuss the proposal of the Board of Directors regarding distribution of dividends.
5. To discharge the members of the Board of Directors and Auditors from liability for the fiscal year ending 31st December 2009.
6. To grant approval under Article (108) of Federal Law No. 8 of 1984 and the amendments thereto for the members of the Board of Directors to carry on activities relating to real estate.

Notes:

1. Any shareholder may appoint a proxy to attend the Meeting on his behalf. However, the latter cannot be a member of the Board of Directors or hold, in this capacity, more than (5%) five percent of the Company's capital if he represents more than one shareholder.



2. Every shareholder whose name is registered on the last business day preceding the Company's Annual General Meeting (i.e, 28 April 2010), shall be entitled to attend and vote at the Annual General Meeting.
3. In case there is dividend distribution, the shareholder whose name is registered on the (10th) tenth day (starting from the day following the date of the Annual General Meeting in which such distribution is approved) shall be the person entitled to such dividends, whether in cash or bonus shares. The Company will pay cash dividends to the shareholder entitled thereto by way of a check delivered by registered mail to the address specified in the market within a period not exceeding 30 (thirty) days from the due date.
4. The Company's financial statements are available for the shareholders on the websites of the Dubai Financial Market and the Company.

By order of the Board of Directors

Emaar Properties PJSC