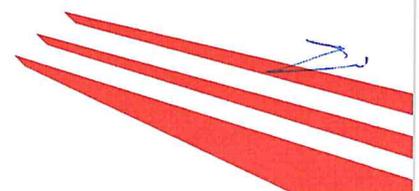




طيران أبو ظبي  
ABU DHABI AVIATION

## Form for disclosing the results of the General Assembly Meeting

Date	27 April 2023
Name of the Listed Company	Abu Dhabi Aviation
Date and day of the meeting	Thursday 27 April 2023
The starting time of the meeting	4:30 pm
The ending time of the meeting	6:00 pm
Venue of the meeting	The Ritz-Carlton Abu Dhabi Hotel - The meeting was held at the Ritz-Carlton Hotel, in person and virtually, through the electronic participation of shareholders
Chair of the General Assembly Meeting	H.E. Nader Ahmed Mohamed Alhammadi
Quorum of the total attendance (percentage of capital)	81.58%
Special Decisions and Resolutions of the General Assembly meeting	<ol style="list-style-type: none"><li>1. The General Assembly approved the Transaction (as described in the shareholders' letter posted on ADX portal and by the Company on its website on 31 March 2023).</li><li>2. The General Assembly approved the issuance by the Company of a mandatory convertible bond in a principal amount of AED 4,003,280,000 to ADQ Aviation and Aerospace Services LLC (<b>ADQ Aviation</b>) in consideration for the transfer by ADQ Aviation of its entire ownership in:<ol style="list-style-type: none"><li>a. Advanced Military Maintenance Repair and Overhaul Centre LLC (<b>AMMROC</b>), representing 100% of the issued share capital of AMMROC;</li><li>b. Etihad Airways Engineering LLC (<b>EYE</b>), representing 100% of the issued share capital of EYE; and</li><li>c. Global Aerospace Logistics LLC (<b>GAL</b>), representing 50% of the issued share capital of GAL, (together the <b>Relevant Assets</b>),</li></ol></li><li>3. The General Assembly approved that Such mandatory convertible bond shall be converted into 652,000,000 new shares in the Company and the issued share capital of the Company shall be increased to AED 1,096,787,200 on conversion of such mandatory convertible bond at a conversion ratio of 6.14 per each new share in the Company which was determined on the basis of all the financial, technical studies and the valuation which the Board of the Company has reviewed. Each share in the Company issued on conversion shall be treated as fully paid with a par value of AED 1.</li></ol>



4. The General Assembly approved the following resolutions and the consequential amendments to the Company's Articles of Association upon completion of the Transaction:

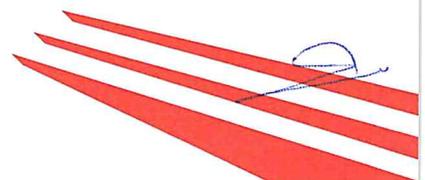
- a. the increase of the issued share capital of the Company from AED444,787,200 to AED 1,096,787,200 subject to the terms and conditions of the Transaction and with effect from the Transaction becoming effective;
- b. the amendment of Article 6 of the Company's Articles of Association to reflect the increase of share capital of the Company described in (a) above, Article 6 shall read as follows:

**"The Company's share capital is AED ( 1,096,787,200 ) one billion and ninety six million, seven hundred and eighty seven thousand two hundred Dirhams divided into (1,096,787,200) one billion and ninety six million, seven hundred and eighty seven thousand two hundred shares, having a nominal value of AED (1) One Dirham each, fully paid as cash shares."**

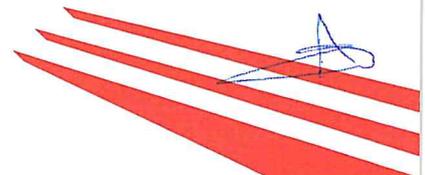
The current text of Article 6 is:

"The Company's share capital is AED (444,787,200) Four hundred and forty four million seven hundred eighty seven thousand two hundred Dirhams divided into (444,787,200) four hundred and forty four million seven hundred eighty seven thousand two hundred shares, having a nominal value of AED (1) One Dirham each, fully paid as cash shares. All shares are of the same category and equal in rights and obligations."

5. The General Assembly approved the amendment of the Company's Articles of Association in accordance with Decree No. 32 of 2021 Regarding Commercial Companies, as such Articles of Association are published on the Company's official website and the Abu Dhabi Securities Exchange website.
6. The General Assembly authorised the Board of Directors of the Company, or any person so authorised by the Board of Directors, to adopt any resolution or take any action as may be necessary to implement any of the ordinary or special resolutions adopted at this annual general assembly including, without limitation, to: (a) apply for a certificate to be issued by the Securities and Commodities Authority

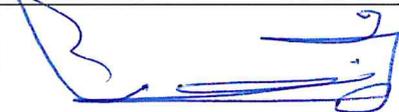


	<p>to declare the increase in share capital of the Company in connection with the Transaction; (b) apply for the listing of new ordinary shares of the Company on the Abu Dhabi Securities Exchange; (c) correspond and negotiate with any person, entity (official or otherwise) within and outside the United Arab Emirates, adopt such resolutions and take any such action as may be necessary to obtain the necessary approvals to effect the Transaction; and (d) negotiate and sign the documents related and/or ancillary to the issuance of bonds and the acquisition of shares in the companies mentioned in (2) above. Additionally, to authorize the Board of Directors of the Company, or any person so authorised by the Board of Directors to agree any change to the proposed Articles of Association of the Company which the Securities and Commodities Authority, or any other regulatory authorities, may request or which may be required to prepare and certify a full set of the Articles incorporating all the amendments including the introductory part of the Articles and reference to the resolutions of the general assemblies of the Company amending the Articles.</p>
<p>Decisions and Resolutions of the General Assembly meeting</p>	<ol style="list-style-type: none"> <li>1. The General Assembly approved the Board of Directors' report on the Company's activity and its financial position for the financial year ended 31 December 2022.</li> <li>2. The General Assembly approved the auditor's report for the financial year ended 31 December 2022.</li> <li>3. The General Assembly approved the Company's balance sheet and profit and loss account for the financial year ended 31 December 2022.</li> <li>4. The General Assembly approved the cash dividend distribution of 25% of the nominal capital which is equivalent to 25 fils per share aggregating to an amount of AED 111,196,800 for the financial year ended 31 December 2022.</li> <li>5. The General Assembly approved the Board of Directors remuneration for the financial year ended 31 December 2022 in total amount of AED 13,979,446.</li> <li>6. The General Assembly approved to discharge the members of the Board of Directors from liability for the financial year ended 31 December 2022 and endorse all resolutions adopted by the Board of Directors during the period from 1 January 2022 to the date of this Annual General Assembly.</li> <li>7. The General Assembly approved to discharge the auditors from the liability for the financial year ended 31 December 2022.</li> </ol>



	<p>8. The General Assembly approved to appoint Deloitte as the company's auditors for the financial year 2023 with AED 210,000 for their fees.</p> <p>9. The General Assembly elected the following names as the new Board of Directors of Abu Dhabi Aviation :</p> <ol style="list-style-type: none"> <li>1. H.E.Nader Ahmed Mohamed Alhammadi</li> <li>2. Shaikh Ahmed Mohammed Sultan Aldhaheri</li> <li>3. H.E.Homaid Abdulla Al Shimmarih</li> <li>4. Mr.Abdulla Seddiq Mohamed Alkhoodi</li> <li>5. Mr.Mohamed Khalil Mohamed Foulathi</li> <li>6. Mr.Mansour Mohamed AlMulla</li> <li>7. Mr.Ahmed Salem AlDhaheri</li> <li>8. Mr.Said Ali Al Bedwawi</li> <li>9. Ms. Laila Ali Bin Hareb Almheiri</li> </ol> <p>10. The General Assembly approved the Board Remuneration Policy as published on the Investor's Relations page on the Company's website <a href="http://www.ada.ae">www.ada.ae</a></p>
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Cash Dividends			
Percentage	Amount		
25% of the share capital	111,196,800		
Payment Date	Shareholders' registry closing date	Ex-Dividend Date (EXD)	Last Entitlement date
27 May 2023	8 May 2023	5 May 2023	4 May 2023
Bonus Shares			
Percentage		Amount	
/		/	
The total number of shares after the increase	The number of shares to be issued	The number of current shares	
/	/	/	
Shareholders' registry closing date		Last Entitlement date	
/		/	

Name	Mohamed Ibrahim Al Mazrouei
Designation	General Manager
Signature & Date	 27 April 2023
Company's Seal	

