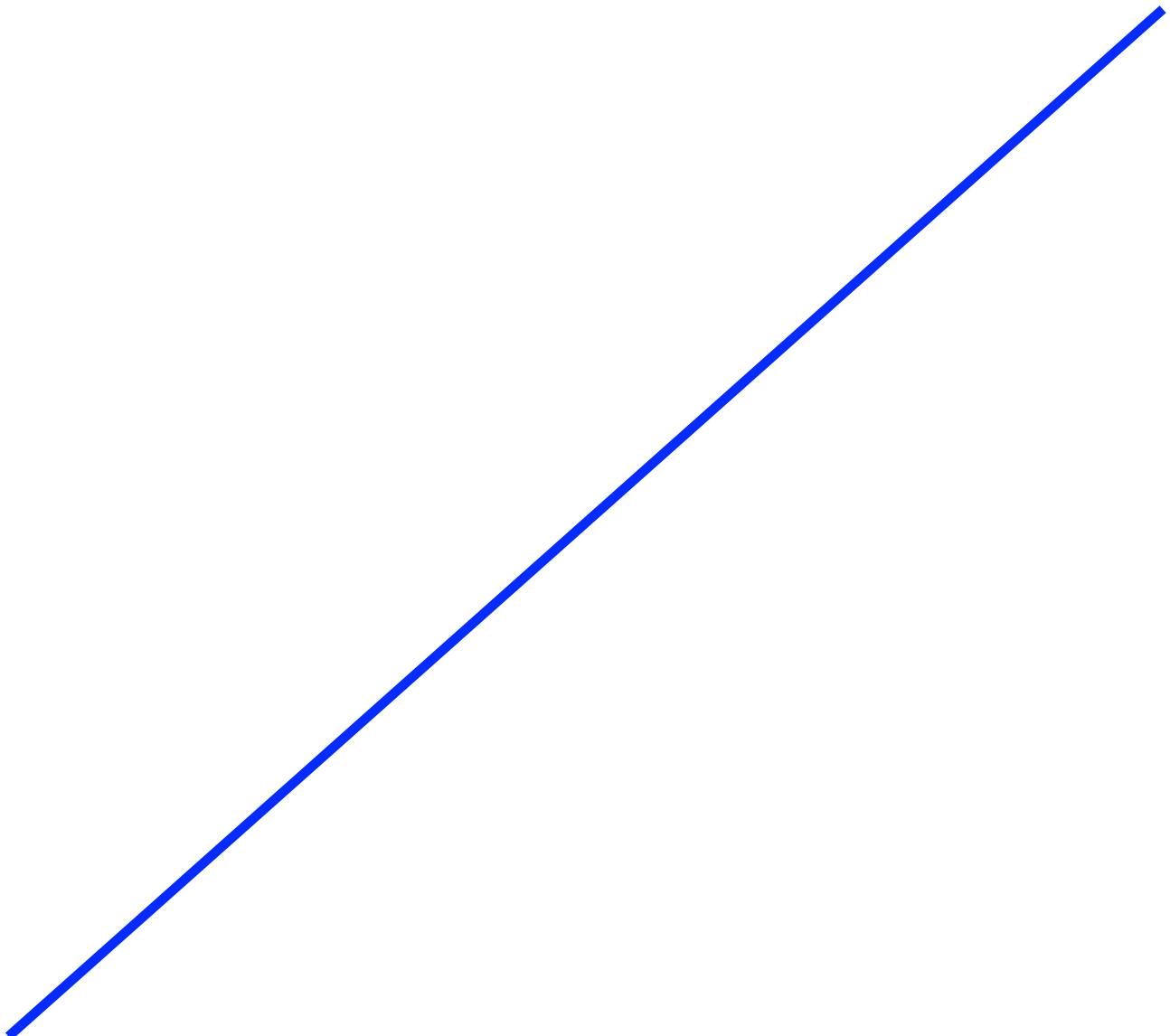


Special Deal Procedures without Cash Settlement



Classification	Procedure	Type	PDF
Version	003	Title	Special Deal Procedures without Cash Settlement
Pages	4	Owner	Dubai Clear
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Overview

Special Deal transactions are transactions executed outside the trading system through the Dubai Clear for trades of AED 10 million and above in total transactions value. This process is subject to the approval of Dubai Clear.

The buyer and seller should comply with the following steps below:

1. Fill & send the “Special Deal Forms” through the Investors’ e-Services to Dubai Clear, specifying the following details:
 - Buyer/Seller Details (Name and Investor Number).
 - Date of executing the deal.
 - Security Name.
 - Quantity of securities.
 - Security Price (agreed price between buyer and seller, which should be last closing price or higher).
 - Special Deal value
 - Name of the Custodian (Settlement Agent) (if the Seller/Buyer is under the custody of a Custodian (Settlement Agent))
2. Both parties should deposit the special deal fees in Dubai Clear’s bank account number 0412063720929 (IBAN AE370260000412063720929) with Emirates National Bank of Dubai and attach the fee payment credit advice copy with their request.

Special Deal's Fees:

- Special deal fee is 0.000275 in case of bonds and 0.00275 in case of securities and shall be equally paid by the buyer and the seller.

Note:

For Government, semi- Government entities or institutions and entities to which Government has a percentage of ownership: Special deal fee is 0.0001 in case of bonds and 0.001 in case of securities to be paid by both the buyer and sellers. In addition, a VAT of 5% of the fee will also be invoiced by Dubai Clear from the VAT effective date to the buyer and seller.

The method of calculating Fees:

- **Bonds:** Number of Units X (Unit value/100) X Last Close Price (LCP) or price of Special Deal which should be higher than LCP X Special Deal fees.
- **Securities:** Number of shares X Last Close Price (LCP) or price of Special Deal which should be higher than LCP X Special Deal fees.

Notes:

1. In case the Investor (Buyer/ Seller) is a corporate entity, please provide the following documents:
 - A true and duly certified copy of the valid Memorandum of Association, Trade License, and Commercial Registration (if not previously submitted to Dubai Financial Market).
 - Authorized signatory letter issued by the company. (It may be waived if such authorization is clearly stated in the Memorandum of Association or any other official document specifying a designated person to manage the company’s financial affairs, provided it has not been previously submitted.)
2. The chairman and members of the board of directors of a company whose securities are listed on the Market, as well as its general manager or any of its employees who are acquainted with the fundamental data of the company, shall not, either personally or through others, deal in the securities of the company itself, or in the securities of its parent company, subsidiaries, or related or affiliated companies, during the following periods:

- Ten (10) working days prior to the announcement of any significant information, which affects the share, price by way of a rise or a fall, unless the information was a result of sudden adventitious events.
- Fifteen (15) days prior to the end of the quarterly, half-yearly or annual financial period and until disclosure of the financial statements has been made.
- This request is not valid if the transactions are executed or required to be executed during the prohibition periods for the disclosure of the financial statements and material information as required by the provisions of Article (14) of the Trading, Clearing, Settlement, Transfer and Custody of Securities Law.

3. Non-insider employees of the company are not subject to the provisions of Article (14) of the Regulation governing Trading, Clearing, Settlement, Transfer of Ownership, and Safekeeping of Securities, and accordingly the trading blackout restrictions during the specified periods do not apply to them. However, they remain subject to the provisions of Article (38) of Federal Law No. (4) of 2000 and Article (17) of the Listing Rules. Consequently, they must obtain the Market's prior approval before conducting any trading in the company's securities. The provisions of the Law shall observe where the above-mentioned people dispose of, whether directly or indirectly, the securities of the same company, its parent company, its subsidiaries, or any related or affiliated companies, and any transaction carried out in contravention thereof shall be deemed null and void.

4. If the investor / corporate entity has authorized someone else according to a Power of Attorney from the court to sign the seller / buyer's request of Special Deal Transaction, the validity of the Power of Attorney and / or its authentication should not exceed one year from date of its issue.

5. The date stated in the Special Deal Application Form ("Application Forms") must not exceed two settlement days in the Dubai Financial Market, calculated from the date on which Dubai Clear receives the submitted Application Forms.

6. Security price shall not be lower than the closing price of the securities of the preceding trading day from the request date mentioned on the Special Deal Request Form.

7. This service has been added under Investor and Custodian Member Settlement Agent e-services. Therefore, please use the relevant forms which are available in the eService Portal.

*** End ***

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