Emirates NBD Bank PSC (“ENB” or the “Company”) hereby invites its Shareholders to renew for New Shares the same number of shares in the Company's issued capital, as approved by the General Assembly of the Company and the Board of Directors of the Company, to the extent that such Shareholders have subscribed for same number of shares in the Company. 

1. Decision of the increase: The General Assembly of the Company in its meeting held on 20 February 2019 resolved to increase the Company’s issued share capital, from AED 5,557,774,724 to AED 6,316,598,253, by creating new Shares which shall be treated as Additional New Shares. The Directors may resolve not to offer any unsubscribed New Shares to Eligible Persons. The Beneficial Owners of Additional New Shares, once issued, may dispose of same, subject to the terms and conditions of this Invitation to Shareholders and the terms and conditions of any applicable law. Additional New Shares shall be issued at their issue price, which shall be AED 7,350,000,000 and be listed in paragraph 11 below to the Decree of the Authority’s Chairman of the Board for one Dirham or AED 1.00. 

2. Ownership Limitations: A Shareholder may subscribe for more than one New Share if he wishes. However, the Board of Directors of the Company reserves the right to cancel any application where the number of New Shares subscribed by a Shareholder exceeds the number of the New Shares which would be allotted to such Shareholder. Any Instructions which are not in accordance with the terms and conditions of this Invitation to Shareholders shall be cancelled.

3. Commencement of Dealings in the New Shares: Trading in the Rights Issue will commence from 14 November 2019, and any dealings in the New Shares will be subject to the terms and conditions of the DFM’s Rule Bookings Regulations (which operates on a T+2 basis).

4. For applications where the method of payment is: Manager’s Cheque: Allotment Policy will be made on or before 2pm on 29 October 2019, to allow for the settlement of trades on the DFM (which operates on a T+2 basis). Debiting the Eligible Person’s account with the Sole Receiving Bank. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares. 

5. Share Premium: The premium shall be added to the Company’s share capital.

6. Payment of Methods: Either through (i) a certified bank cheque issued in favour of the Manager’s Cheque, or (ii) by debiting the Eligible Person's account with the Sole Receiving Bank. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

7. Refunds: Refunds will be given to holders of Rights who did not subscribe for New Shares. Refunds will be made within 60 days of the date of allotment of the New Shares. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares. Allotment Policy will be made on or before 2pm on 29 October 2019, to allow for the settlement of trades on the DFM (which operates on a T+2 basis).

8. Subscription Period: Subscription for the New Shares will take place within the period (the “Subscription Period”) between 14 November 2019 and 21 October 2019 (the “Eligibility Date”). The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

9. Manager’s Cheque: Manager’s Cheque shall be received by the Sole Receiving Bank to pay the total subscription amount by debiting the respective Sole Receiving Bank or the account of the Eligible Person and transferring the same to the bank account of Emirates NBD Bank PSC (AED 7,350,000,000) held at the Sole Receiving Bank, as debited in the subscription application and submitted by the Eligible Person. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

10. Sole Receiving Bank: Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE

11. Participating Branches: Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE

- Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE
- Emirates NBD Building, 2nd Floor, 2nd Street, Al Samah, Ajman
- Emirates NBD Building, 1st Floor, Al Noway, Khaimah
- Arabian Bank, Al Ain Al Ain Mall
- Arabian Bank, Al Ain Hospital, Umm Al Quwain

For more information about the required documents for submission, please refer to the FAQs published on the Company’s website. 

12. DIFC: Elective Officers on behalf of the Company, in its meeting held on 20 February 2019 resolved to increase the Company’s issued share capital, from AED 5,557,774,724 to AED 6,316,598,253, by creating new Shares which shall be treated as Additional New Shares. The Directors may resolve not to offer any unsubscribed New Shares to Eligible Persons. The Beneficial Owners of Additional New Shares, once issued, may dispose of same, subject to the terms and conditions of this Invitation to Shareholders and the terms and conditions of any applicable law. Additional New Shares shall be issued at their issue price, which shall be AED 7,350,000,000 and be listed in paragraph 11 below to the Decree of the Authority’s Chairman of the Board for one Dirham or AED 1.00. 

2. Ownership Limitations: A Shareholder may subscribe for more than one New Share if he wishes. However, the Board of Directors of the Company reserves the right to cancel any application where the number of New Shares subscribed by a Shareholder exceeds the number of the New Shares which would be allotted to such Shareholder. Any Instructions which are not in accordance with the terms and conditions of this Invitation to Shareholders shall be cancelled.

3. Commencement of Dealings in the New Shares: Trading in the Rights Issue will commence on 22 November 2019, and any dealings in the New Shares will be subject to the terms and conditions of the DFM’s Rule Bookings Regulations (which operates on a T+2 basis). Debiting the Eligible Person’s account with the Sole Receiving Bank. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares. 

4. For applications where the method of payment is: Manager’s Cheque: Allotment Policy will be made on or before 2pm on 29 October 2019, to allow for the settlement of trades on the DFM (which operates on a T+2 basis). Debiting the Eligible Person’s account with the Sole Receiving Bank. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

5. Share Premium: The premium shall be added to the Company’s share capital.

6. Payment of Methods: Either through (i) a certified bank cheque issued in favour of the Manager’s Cheque, or (ii) by debiting the Eligible Person's account with the Sole Receiving Bank. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

7. Refunds: Refunds will be given to holders of Rights who did not subscribe for New Shares. Refunds will be made within 60 days of the date of allotment of the New Shares. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

8. Subscription Period: Subscription for the New Shares will take place within the period (the “Subscription Period”) between 22 November 2019 and 14 November 2019 (the “Eligibility Date”). The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

9. Manager’s Cheque: Manager’s Cheque shall be received by the Sole Receiving Bank to pay the total subscription amount by debiting the respective Sole Receiving Bank or the account of the Eligible Person and transferring the same to the bank account of Emirates NBD Bank PSC (AED 7,350,000,000) held at the Sole Receiving Bank, as debited in the subscription application and submitted by the Eligible Person. The allotment of the New Shares will be as stated, and in the same order only to the Eligible Persons who subscribed for such Additional New Shares.

10. Sole Receiving Bank: Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE

11. Participating Branches: Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE

- Emirates NBD Bank PSC – Head Office, Bankers Drive, Deira, Dubai, UAE
- Emirates NBD Building, 2nd Floor, 2nd Street, Al Samah, Ajman
- Emirates NBD Building, 1st Floor, Al Noway, Khaimah
- Arabian Bank, Al Ain Al Ain Mall
- Arabian Bank, Al Ain Hospital, Umm Al Quwain

For more information about the required documents for submission, please refer to the FAQs published on the Company’s website.