



**EMPOWER**

ENERGY  
SOLUTIONS

**INVITATION OF THE ANNUAL GENERAL MEETING  
EMIRATES CENTRAL COOLING SYSTEMS CORPORATION PJSC  
("Company" or "Empower")**

The Board of Directors ("**Board**") of Emirates Central Cooling Systems Corporation PJSC ("**Company**" or "**Empower**") is pleased to invite its shareholders to the annual general meeting ("**General Meeting**") of the Company that should take place physically at Kempinski The Boulevard Dubai Hotel, Boulevard Ballroom, and electronically/from distance on Thursday, 26 March 2026 at 11:00 am, to consider the following agenda:

**Agenda:**

1. To approve the appointment of the Secretary of the meeting, and the appointment of Dubai Financial Market as votes collector;
2. To consider and approve the Board of Directors' report in respect of the Company's activities and its financial position for the financial year ended 31 December 2025;
3. To consider and approve the external auditor's report on the Company's financial position for the financial year ended 31 December 2025;
4. To consider and approve the consolidated financial statements of the Company for the financial year ended 31 December 2025;
5. To consider and approve the Board of Directors' recommendation to distribute a cash dividend amounting to AED 437,500,000 (being 4.375 fils per share representing 43.75% of the Company's paid-up share capital) for the second half of the financial year ended 31 December 2025, which is deemed to be the final dividend payment for the year 2025, which is intended to be paid in April 2026 to the Company's eligible shareholders;
6. To authorize, approve and delegate the Board of Directors of Empower to pay an interim cash dividend for the first half of 2026 by October 2026 in line with the Company's Dividend Policy;
7. To consider and approve the Board of Directors' recommendation concerning the Board remuneration for the year ended 31 December 2025;
8. To discharge the members of the Board of Directors from any liability for the financial year ended 31 December 2025;
9. To discharge the external auditors of the Company from any liability for the financial year ended 31 December 2025;
10. To approve the variation in audit fees amounting to AED 155,000 for ICFR limited review (AED 100,000) and Tax Financials (AED 55,000) for the financial year ended 31 December 2024;
11. To approve the variation in audit fees amounting to AED 375,000 for ICFR review (AED 320,000) and Tax Financials (AED 55,000) for the financial year ended 31 December 2025; and
12. To appoint the external auditors of the Company for the financial year ending on 31 December 2026 and determine their remuneration.

**Notes:**

1. Electronic Registration, Attendance and eVoting
  - SMS containing link of the Registration, Attendance, eVoting and access code will be sent to shareholders one day prior to the AGM.
  - Shareholder can register (registration for attendance) and vote upon receiving the link and until the commencement of the AGM at 11:00 am on Thursday 26/03/2026 and voting will continue until end of the AGM.
  - Shareholders can attend online live streaming of the AGM through the link sent.
  - For any queries related to Electronic Registration, Attendance and eVoting, please contact Dubai Financial Market, Customer Services on: **+971 4 305 5555**  
[investor.relations@empower.ae](mailto:investor.relations@empower.ae)
2. Each shareholder is entitled to attend or to delegate to a proxy, who is not a Board Member, employees of the company or brokerage company or its employees to attend the AGM on their behalf by virtue of a special written authorization/proxy made pursuant to the delegation form attached with the invitation dispatched by mail. Holders of proxies must send a copy of their proxies to the email address [investor.relations@empower.ae](mailto:investor.relations@empower.ae) with their names and mobile numbers to receive text messages for registration, latest by 23 March 2026. A Proxy holder may not represent a number of shareholders in excess of 5% of the Company's capital. However, if the proxy represents one single shareholder, his/her proxy may exceed 5% of the Company's capital. Minors and those who have no legal capacity shall be represented by their legal representatives. In case the quorum was not achieved in the first meeting, the proxies issued for the first meeting shall be considered valid for any later meetings unless expressly cancelled by the shareholder through a notification to [investor.relations@empower.ae](mailto:investor.relations@empower.ae) at least two days prior to the second meeting. The requirements under Clauses No. 1 and 2 of Article 40 of Securities and Commodities Chairman Decision No. (3/Chairman) of 2020 on the Approval of Public Joint Stock Companies Governance Guide ("Governance Guide") on adopting proxies shall be met. These requirements are set out in the explanatory disclosure on adopting proxies which is annexed to this invitation.
3. A corporate person may delegate one of its representatives or those in charge of its management under a resolution passed by its board of directors or managers to represent the corporate person in the General Meeting. The delegated person shall have the authority as determined by the authority resolution.
4. The General Meeting shall not be validly held unless attended by shareholders (in person or via proxy) representing not less than 50% of the share capital of the Company. In the event that such quorum is not present at the first General Meeting, a second meeting will take place on Thursday 2 April 2026 at the same time and place and the second meeting shall be valid irrespective of the shareholders attendance percentage.
5. The registered holder of a share on Wednesday 25 March 2026, shall have the right to attend and vote at the General Meeting. In case of the second meeting, the registered holder of a share on Wednesday 1 April 2026 shall have the right to attend and vote at the second General Meeting.
6. A shareholder entitled to receive dividends shall be the registered holder of a share on the tenth day starting from the day following the date of the General Meeting, i.e., holder of a share on 6 April 2026 (in case this date was a public holiday, the entitlement date will be the next working day after the public holiday), and if any dividends are declared for distribution in the second meeting, the registered holder of a share on 13 April 2026 shall have the right to the dividends.
7. The shareholders may review the financial statements of the Company and the Company's corporate governance report, the sustainability report (the integrated report) on DFM website ([www.dfm.ae](http://www.dfm.ae)) and the Company's website ([www.empower.ae](http://www.empower.ae)).
8. Shareholders may review the Guide to Minority Investor Rights published on the SCA's website at [Minority Investor Protection](#) and the applicable corporate governance and AGM procedures at [Corporate Governance/ General Assembly Procedures | Regulations |...](#)

**H.E Saeed Mohammed Ahmed Al Tayer**  
**Chairman of the Company**  
**Emirates Central Cooling Systems Corporation PJSC**