

هيئة الصحة - أبوظبي
HEALTH AUTHORITY - ABU DHABI



Book 1: Legislations Establishing the Health Sector

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HEALTH AUTHORITY - ABU DHABI



Book 1: Legislation Establishing the Health Sector

**Law No. (1) of 2007
Concerning the Establishment of the
Health Authority - Abu Dhabi**

**Emiri Decree No. (10) of 2007
Concerning the Establishment of
Abu Dhabi Health Services Company
P.J.S.C.**

**Emiri Decree No. 39 of 2005 Concerning
the Establishment of National Health
Insurance Company
(Public Stock Company)**



Law No. (1) of 2007
Concerning the Establishment of the
Health Authority - Abu Dhabi

Law No. (1) of 2007 Concerning the Establishment of the Health Authority - Abu Dhabi

We, Khalifa Bin Zayed Al Nahyan, Ruler of Abu Dhabi,

Upon consideration of Law No. (1) of 1974, concerning the Re-organization of the Government Apparatus in the emirate of Abu Dhabi, as amended,

And Law No. (2) of 1971, concerning the National Consultative Council, as amended,

And Law No. (2) of 2000, concerning Civil Pensions and Benefits for the emirate of Abu Dhabi, as amended,

And Law No. (8) of 2001, concerning the Establishment of the General Authority for Health Services in the emirate of Abu Dhabi,

And Law No. (6) of 2004, concerning the Re-organization of the Financial Audit Apparatus,

And Law No. (1) of 2006, concerning the Civil Service in the emirate of Abu Dhabi,

And Emiri Decree No. (23) of 2006, concerning the Re-formation of the Executive Council of the emirate of Abu Dhabi,

And based upon the proposal to the Executive Council and the Council's approval thereof,

Hereby promulgate the following Law:

Section One Definitions

Article 1.

In applying the provisions of this Law, the following words and expressions shall have the definitions set forth opposite each one, unless the context determines otherwise:

The State	: The United Arab Emirates
The Emirate	: The emirate of Abu Dhabi
The Executive Council Abu Dhabi	: The Executive Council of the Emirate of Abu Dhabi
The Authority	: The Health Authority – Abu Dhabi
The Board	: The Board of Directors of the Authority
The Health Sector	: The units operating in the areas of health, treatment, medication, health insurance, public health, preventive health, external treatment, and health and medicinal research being companies, hospitals, clinics, treatment centers, research centers, pharmacies, stores, or medication factories, whether they be governmental or private, and any other units operating in the health field in the Emirate.
The Health Insurance	: The terms of the Health Insurance Program issued by Law no. (23) of 2005, and its Implementing Regulation.

Section Two

The Authority's Establishment, Headquarters, Purposes and Responsibilities

Article 2.

A public authority called "Health Authority – Abu Dhabi" shall be established which shall be an independent corporate body with full legal capacity to act, and with financial and administrative independence in all its affairs.

Article 3.

The Authority's headquarters shall be located in the city of Abu Dhabi and branches and offices may be established inside or outside the Emirate by a Board's resolution.

Article 4.

The purposes of the Authority shall be as follows:

1. To achieve the highest standards in health, curative, preventive, and medicinal services and health insurance in the Emirate, and to advance these in the health sector.
2. To follow-up and monitor the operation of the health sector, to achieve an exemplary standard in the provision of health, curative, preventive, and medicinal services and health insurance, and to keep abreast of international advancements in this field in accordance with applicable laws and regulations and in cooperation with all concerned bodies in the State.

Article 5.

In order to achieve the purposes set out hereinbefore, the Authority shall have the following responsibilities:

1. To lay down the plans, policies and strategies, including future projects and extensions for the health sector in the Emirate, and to follow-up their implementation.
2. To apply the laws, rules, regulations and policies which are issued as they are related to its purposes and responsibilities, in addition to what is issued by the respective international and regional organizations in line with the development of the health sector.
3. To lay down the policies and programs of public health, preventive health, and health education, and to follow-up their implementation with the bodies concerned.
4. To approve rules and procedures which are required for operating health and curative establishments; to approve procedures and methods of treatment and; to lay down policies and programs for satisfying the needs of the health sector in the Emirate.
5. To oversee the external treatment program through the Authority's health offices abroad.
6. To co-ordinate with government or private health services providers in the State in respect of mutual matters so as to maximize the development and efficiency of providing health services.

activities in all areas of health information in the Emirate, and to lay down regulatory rules and orders in coordination with the bodies concerned.

8. To lay down plans and policies for the provision of highly qualified scientific and medical specializations which are required for the health sector in the Emirate.

9. To approve the prescribed fees for health, curative and preventive services.

10. To issue all rules, regulations and decisions which are required for achieving its purposes.

11. To work with the academic bodies in the Emirate in developing medical education curricula and programs in all areas of health and medical specializations within the framework of the State's educational public policy.

12. To conduct research and prepare statistics which are related to health sector activities in the Emirate.

13. To examine and resolve complaints which are related to the health sector in the Emirate, and to issue necessary decisions for settling any disputes arising in this sector.

14. To co-ordinate with local and international medical education institutions for providing the medical sectors in the Emirate with all their needs for employees who are skilled and trained in this field.

15. To exercise any other responsibilities conferred on it by the Executive Council.

Article 6.

The health sector, companies, centers, societies, and bodies operating in the health field, and any establishment to be created in the future inside the Emirate to operate in this field whether it be governmental or private, shall all carry out their responsibilities in accordance with the provisions of the rules, regulations and decisions issued by the Authority.

Section Three Authority's Mangement

Article 7.

- The Authority shall be managed by a Board of Directors which shall consist of the President of the Authority, as Chairman, and a maximum of five members.

- The members of the Board shall be appointed and their financial compensation fixed by a decision of the Chairman of the Executive Council.

- The Board membership shall be for three years, renewable.

Article 8.

The Board is the authority concerned for running the affairs of the Authority and attending to its matters, and for laying down the annual health plan, approving its implementation and making the necessary decisions to achieve its objectives pursuant to this Law without prejudice to any other laws. In particular, it shall carry out the following responsibilities:

1. To develop the Authority's public policy, and to approve plans which are necessary for the implementation of such policy.
2. To determine the policies which are appropriate for public health in the Emirate, and to approve programs and plans which are necessary for the implementation of such policies.
3. To give input with regard to the Emiri laws and decrees, and the regulations which are required for public health in the Emirate.
4. To form standing and ad hoc committees which consist of its members and others in order to review matters as assigned.
5. To approve the Authority's draft annual budget and annual final account, provided that these be endorsed by the Executive Council.
6. To discuss and approve the annual report of the Authority's initiatives at the end of the calendar year.
7. To issue the Authority's organizational structure, and to determine the responsibilities and duties of the directorates, sections and all administrative units therein.
8. To issue all the rules, regulations, and decisions which are necessary for regulating the Authority's operation.
9. To review any matters which are referred to the Authority and are related to its activity.
10. To invest the Authority's assets, possessions and properties with the intention of maximizing its resources.

11. To accept subsidies, donations, and any other financial aid which are offered to the Authority in order to help it achieve its purposes.

12. To develop and apply integrated systems for the control of government and private health sectors in the Emirate.

Article 9.

The Board shall meet periodically, at least once every three months.

The rules and regulations shall set out details of the invitations to meetings, voting, and decision-making.

Article 10.

The President of the Authority shall be the Authority's legal representative before the judiciary, the government bodies, apparatuses, institutions, and other entities. He shall be authorized to delegate to others such responsibility and responsibilities pertaining to its relations with third parties.

Article 11.

The President of the Authority shall be responsible for managing it and for implementing its policies in accordance with the provisions of this Law, applicable laws, and the Board's resolutions. In particular, he shall carry out the following responsibilities:

1. To propose work plans and programs and to prioritize their implementation, in addition to the projects and programs which

are necessary for such implementation.

2. To sign contracts and agreements entered into between the Authority and other natural and juridical persons.
3. To prepare the annual draft budget and submit it to the Board.
4. To approve programs and seminars within the limits of the Authority's approved annual budget.
5. To approve spending from the allocated budget in accordance with the Authority's approved financial and administrative regulations.
6. To appoint and promote directors in accordance with the personnel regulation.
7. To direct and oversee the Authority's operation in accordance with the regulations.
8. To fix appropriate charges and fees for the services which are provided by the Authority, following approval by the Executive Council.
9. To prepare reports on the implementation of the Authority's plans and programs, to review them and to submit them to the Board.
10. To determine the banks in which the Authority's funds shall be deposited, and how they shall be managed.

11. To approve and implement methods and programs in order to promote public health in the Emirate, including a system for receiving and resolving suggestions and complaints.

12. To co-operate with other bodies in the areas of public, curative and preventive health in order to achieve the highest standards in the health field.

13. To delegate some of his responsibilities to any of the key officials of the Authority.

Section Four

Authority's Finance

Article 12.

The Authority shall have an independent budget which shall consist of the following resources:

1. The appropriations allocated to the Authority by the government of Abu Dhabi.
2. The revenue realized as a result of the Authority's operation.
3. The subsidies, donations, aid, grants and bequests which are accepted by the Board in accordance with the rules laid down by the Board.
4. Other revenues as determined by the Board.

Article 13.

The Authority, its facilities and other facilities owned by it, wholly or in part, shall be exempted from all local taxes and duties, including customs on the materials, accessories, medications, equipment, machines, instruments and spare parts which the Authority imports in order to achieve its purposes.

Article 14.

The fiscal year of the Authority shall run from the first day of January to the last day of December of each year, except for the first fiscal year which shall commence on the date that this Law comes into effect and expire at the end of December of the next year.

Article 15.

The Authority's funds are regarded as public funds and shall be subject to all laws and regulations pertaining to public funds.

Article 16.

- The Board shall appoint one or more certified auditors who shall review and audit the Authority's accounts, and shall determine their financial compensation.

- The auditors shall submit their reports to the Board.

Section Five General Provisions

Article 17.

The Minister of Justice, in agreement with the President of the Authority, shall issue a decision naming some officials of the Authority as investigation officers in relation to crimes occurring within their jurisdiction. These officers shall be authorized to inspect and monitor government and private health establishments in order to ensure that they are implementing the provisions of this Law and the implementing rules, regulations and decisions.

Article 18.

- Any establishment or individual shall be prohibited from practicing any activity in relation to the health sector in the Emirate, without obtaining a licence to do so from the Authority in accordance with the applicable regulations.

- The President of the Authority, based upon the proposal of the investigation officer, shall be authorized to stop the defaulting activity and close down the establishment temporarily by a substantiated decision.

- The party in default may appeal the decision to the Board within one month from the date that it is issued. Should the appeal not be resolved during the next month following submission, it shall be deemed as accepted.

Article 19.

The General Authority for Health Services for the Emirate of Abu Dhabi shall be eliminated, and all its assets and properties including the health offices abroad shall devolve on the Health Authority – Abu Dhabi which shall take its place with regard to all rights and obligations.

Article 20.

- The employees of the General Authority for Health Services for the Emirate of Abu Dhabi shall be transferred to the Health Authority – Abu Dhabi with intact benefits and rights. These employees shall continue to undertake their duties under the authority's supervision until such time as the respective regulatory decisions are issued.

-The civil service laws and regulations and civil pensions and benefits which are applicable in the Emirate shall apply to issues for which no specific provision is provided.

Article 21.

- Law no. (8) of 2001 concerning the establishment of the General Authority for Health Services for the Emirate of Abu Dhabi is repealed.

- Any clause or provision contrary to or in conflict with the provisions of this Law is repealed.

Article 22.

This Law shall be published in the Official Gazette and shall come into effect on the date that it is published.

Khalifa Bin Zayed Al Nahyan Ruler of Abu Dhabi

Issued by Us in Abu Dhabi

On: 6 February 2007 A.D.

Corresponding to: 18 Muharram 1428 H.

**Emiri Decree No. (10) of 2007
Concerning the Establishment of
Abu Dhabi Health Services Company
P.J.S.C.**

Emiri Decree No. (10) of 2007 Concerning the Establishment of Abu Dhabi Health Services Company P.J.S.C.

We, Khalifa Bin Zayed Al Nahyan, Ruler of Abu Dhabi,

Upon consideration of Law No. (1) of 1974, concerning the Re-organization of the Government Apparatus in the emirate of Abu Dhabi, as amended,

And Law No. (6) of 2004, concerning the Re-organization of the Financial Audit Apparatus,

And Law No. (23) of 2005, concerning Health Insurance in the emirate of Abu Dhabi and its Implementing Regulation,

And Law No. (1) of 2007, concerning the Establishment of the Health Authority – Abu Dhabi,

And Federal Law No. (8) of 1984, concerning Commercial Companies, as amended,

And Federal Law No. (18) of 1993, concerning the Commercial Transactions Law,

And based upon the proposal to the Executive Council and the Council's approval thereof,

Hereby promulgate the following Decree:

Article 1.

In applying the provisions of this Decree, the following words and expressions shall have the definitions set forth opposite each one, unless the context determines otherwise:

The State	: The United Arab Emirates
The Emirate	: The Emirate of Abu Dhabi
The Government	: The Government of Abu Dhabi
The Executive Council	: The Executive Council of the emirate of Abu Dhabi
The Authority	: The Health Authority – Abu Dhabi
The Board	: The Board of Directors of Abu Dhabi Health Services Company

Article 2.

Under this Decree, a public joint stock company called “Abu Dhabi Health Services Company” shall be established, which shall be an independent corporate body with full legal capacity to practice its activities and achieve its objectives, and with financial and administrative independence in all its affairs. It shall be called “SEHA” for short.

Article 3.

The Company’s headquarters shall be located in the city of Abu Dhabi, and branches and offices may be established inside or outside the Emirate by a Board’s resolution.

Article 4.

The Company’s capital is fixed at Dhs. 1,000,000,000 (one billion), divided into an equal number of shares, with a nominal value of Dhs. 1 (one) each, all of which are nominal shares payable

in full and owned by the Government.

Article 5.

Assignment of shares shall be with the approval of the Executive Council.

Article 6.

The Company shall exclusively perform the functions set out in its articles of association, particularly the following:

- To implement the policies, projects and strategies adopted by the Authority in order to develop health and curative activity in the Emirate.
- To manage health establishments directly, whether they be hospitals or health centers ..etc, which it owns. It may assign management thereof to third parties, or entrust same to parties with international capabilities and experience in accordance with the work plans laid down by the Authority.
- To provide and purchase supplies and medicines needed for its health establishments.
- To ensure the provision of manpower in all administrative, financial and scientific specializations needed within the framework of the Company and its affiliated health establishments.
- To co-ordinate with the Authority and health services providers in the State, whether governmental or private, in respect of mutual matters so as to maximize the development and efficiency in achieving the Company's objectives.

- To follow-up and monitor the operations of its affiliated health establishments, or those establishments whose management is to be entrusted to other parties in the future.
- To organize and participate in local, regional, and international medical conferences and symposia.
- To conduct special studies on the Company's planning and development projects in respect of health, curative and preventive services, and to submit them to the Authority for approval.
- To participate with the Authority in conducting studies for establishing new health and curative establishments.
- To supervise the establishment and management of the new health establishments to be created in accordance with the plan approved by the Authority and the Executive Council.
- To issue the financial and administrative by-laws which are necessary for the Company's operation, including such by-laws for regulating tenders, auctions and purchasing.
- To invest in land and property granted to, allocated for, or owned by the Company within the limits of its purposes.
- To utilize and invest its funds as the Board deems appropriate, inside or outside the Emirate.
- To establish or acquire shares in the companies or establishments operating in the health field in the State or abroad, after the approval of the Authority.

- To propose fees in return for the health, curative and preventive services at its affiliate establishments, and submit same to the Authority for approval.
- To collect fees prescribed for the health, curative and preventive services at its affiliate establishments.
- To exercise any other responsibilities conferred on the Company by the Executive Council.

The Company shall have full authority to exercise any of its functions or responsibilities inside or outside the Emirate.

Article 7.

The Company shall be empowered to exercise its functions through its fully or partially owned companies, or by way of contracting out to other parties, in accordance with the conditions laid down by the Board.

Article 8.

- The Company shall be managed by a Board of Directors which shall consist of a Chairman and a number of members. They shall be appointed by a resolution of the Chairman of the Executive Council. The resolution shall set out the term of membership and the financial compensation.
- The Company's articles of association shall set out the procedures for Board meetings and voting.

Article 9.

The Company shall operate in accordance with the articles of association issued by the Board, which shall set out the responsibilities of the Board and of the Company's ordinary and extraordinary general assemblies.

Article 10.

The Company's Board shall be empowered to do the following:

1. To convert the Company's legal form; to increase, decrease or re-structure its capital or capitalize its stocks and assets with the approval of the Executive Council.
2. To sell some health establishments owned by the Company, in accordance with applicable policies after the approval of the Authority and the Executive Council.
3. To invest the proceeds of Company's property sale in health services enterprises in accordance with the policies approved by the Authority and the Executive Council.
4. to accept donations or gifts from individuals and establishments for which The Board shall lay down appropriate controls.
5. To donate medical supplies, medicines or equipment to charity or health organizations inside or outside the State.
6. To sign agreements and contracts with any local and foreign private sector bodies with respect to establishing, operating, managing, financing, developing, furnishing or maintaining any hospitals, clinics, health centers, health establishments and supplementary service in the Emirate.

7. To sign agreements and contracts for joint ventures with private or public sector companies in order to perform any Company activity, or finance its projects and activities. For this, the Board shall be empowered to sign long-term financing agreements and offer security using the Company's stocks and assets.

Every six months, the Board shall submit reports to the Authority, detailing the Company's operations, initiatives and projects, as well as work progress in its hospitals and health centers.

Article 11.

The Board shall form the Company's ordinary and extraordinary general assemblies.

Article 12.

The term of the Company is one hundred Gregorian years, commencing the date that the Minister of Economy's decision announcing its establishment is issued. This term is renewable for equal terms, unless a resolution to dissolve the Company is issued by the extraordinary general assembly.

Article 13.

The fiscal year of the Company shall run from the first day of January to the end of December of each year, except for the first fiscal year which shall commence on the date that the Company is entered in the commercial register and expire at the end of December of the next year.

Article 14.

- The Board shall appoint one or more certified auditors who shall review and audit the Company's accounts and financial statements. The auditor (s) shall be empowered to view Company's records, statements and accounting books in order to ensure their accuracy.
- The Board shall determine the duration of the auditor(s) appointment and shall fix their annual compensation.

Article 15.

- There shall be transferred to the Company, by a resolution of the Executive Council, ownership of all current health and curative establishments in the Emirate, and the lands they are built on.
- There shall be transferred to the Company, by a resolution of the Executive Council, all staff working in the health establishments to be transferred to the Company.
- There shall be transferred to the Company, all contracts and agreements signed between the Authority and third parties, including all rights and liabilities.

Article 16.

The Company's resources shall consist of the following:

1. The appropriations allocated by the Government in return for the unpaid (free of charge) medical, curative and preventive services, or the paid services rendered to certain categories as determined by the Government or the Authority.

2. The revenue realized as a result of its operation.
3. The subsidies, donations, aid, grants and bequests which are approved by the Board.
4. Other revenues as determined by the Executive Council.

Article 17.

The Company, its facilities and other facilities owned by it, wholly or in part, shall be exempted from all local taxes and customs on the supplies, medicines, equipment, machines, instruments and spare parts which the Company imports in order to achieve its purposes.

Article 18.

The Government shall not be liable in respect of any debts or liabilities due from the Company or any health establishments to be transferred to it, wholly or in part.

Article 19.

The Company shall submit to the Executive Council General Secretariat annual reports containing key details of the Company's progress, and enclosing a copy of the report of the auditor (s) appointed by the Board.

Article 20.

Any clause or provision contrary to or in conflict with the provisions of this Decree is repealed.

Article 21.

This Decree shall come into effect on the date that it is issued and shall be published in the Official Gazette.

Khalifa Bin Zayed Al Nahyan Ruler of Abu Dhabi

Issued by Us in Abu Dhabi

On: 5 April 2007 A.D.

Corresponding to: 17 Rabia Al Awwal 1428 H.

EMIRI DECREE NO. 39 OF 2005
CONCERNING THE ESTABLISHMENT
OF NATIONAL HEALTH INSURANCE
COMPANY (PUBLIC STOCK COMPANY)

EMIRI DECREE NO. 39 OF 2005 CONCERNING THE ESTABLISHMENT OF NATIONAL HEALTH INSURANCE COMPANY (PUBLIC STOCK COMPANY)

- We, Khalifa Bin Zayed Al Nahyan, ruler of Abu Dhabi.
- After perusal of the Law No. (1) of 1974 re-organizing the government structure in the Emirate of Abu Dhabi and amendments thereto; and Law No. (2) of 1971 regarding the National Consultative Council and amendments thereto; and
- Law No. (2) of 1971 regarding the National Consultative Council and amendments thereto; and
- Law No. (8) of 2001 establishing General Authority for Health Services for the Emirate of Abu Dhabi; and
- Law No. (6) Of 2004 re-organizing the Financial Control Authority; and
- Law No. (23) of 2005 concerning the Health Insurance in the Emirate of Abu Dhabi;
- Federal Law No. (8) of 1984 concerning Commercial Companies and amendments thereto;
- Federal Law No. (9) of 1984 concerning Insurance companies and Agents and amendments thereto; and

According to a presentation to the Executive Council and approval thereby we issued the following Decree:

Article (1)

In the implementation of this Decree the following words and expression shall have the same meaning as set hereunder:

Emirate : Emirate of Abu Dhabi

Government	: Government of the Emirate of Abu Dhabi
Executive Council	: Executive Council of the Emirate of Abu Dhabi.
Authority	: General Authority for the Health Services for the Emirate of Abu Dhabi.
Company	: National Health Insurance Company.
Law	: Law No. (23) Of 2005 concerning Health Insurance in the Emirate of Abu Dhabi, Rules, Regulations and Resolutions implementing thereof.
Health Insurance	: Compulsory Health Insurance Provided for in the Law.
The Insured	: Each subscriber in the health insurance scheme.

Article (2)

Under provisions of this Decree a Public Joint Stock Company shall be established under the name "National Health Insurance Company" that shall have an independent corporate body and enjoy full capacity to carry out its activities and realize its objects and shall be nicknamed as "DAMAN".

Article (3)

The Company head office shall be located in the city of Abu Dhabi and by resolution from Board of Directors branches and offices may be established in and outside the Emirate.

Article (4)

The company aims at realizing its objects provided for herein and in its articles of Association and shall particularly undertake the following activities:

1- Provide compulsory and optional health insurance services as provided for in the law. The Company shall solely provide such services for ten years to all government non-national staff and the like and their dependents residing in the state. Such period may be extended or shortened by a resolution from the Executive Council.

2- Provide all insurance services related to the health insurance.

3- Provide consultancy and conduct technical studies in the field of health insurance.

4- Carry out any activity of whatever nature as long as it is connected or related to any of the company objects or that may directly or indirectly enhance the company profits, property and assets or support the company's interest or the shareholders interest therein including the investment of the company funds in any appropriate field of investment.

5- The company may have any interest or engage in any manner with other entities or companies which carry out similar activities that may assist the company to realize its objectives in and outside the State. The company may acquire such entities or companies or have them as affiliates.

6- The company may realize its objects; exercise its power in or outside the Emirate. It may increase or revise its objects from time to time by a resolution from the extraordinary general meeting according to the Commercial Companies Law.

Article (5)

The Company shall state clearly in the health insurance contract with the insured the conditions and scope of insurance coverage contained in the health insurance policy and shall mention any exclusions, stipulations, or any conditions related to the provision of the health services of the insured health service.

Article (6)

With the observance of Article (4) Clause (1) herein the Authority and government health institutions affiliated thereto undertake to enter into an agreement or number of agreements with the company in the insurance sector to provide health insurance services for 10 years.

Article (7)

The maximum amount the company undertakes to pay to the Authority and the government health institutions affiliated thereto and contracted therewith, in consideration of the provided services, amounts to 70% (Seventy Percent) of the total value of the health insurance policies of the compulsory health insurance scheme subscribers.

Article (8)

The Company capital shall be AED. 250,000,000 (UAE Dirhams Two Hundred Fifty Million) fully paid by the Government and divided into similar number of shares, value of each shares is AED. 1.

Article (9)

Assignment of shares is subject to the Executive Council approval.

Article (10)

The Company shall operate according to the Articles of Association issued by the appointed Board of Directors provided that the same shall be presented to the first ordinary general meeting of the company for approval.

Article (11)

The Company shall be managed by a Board of Directors consisting of not less than three members and more than nine members. The Article of Association shall set out the system of members' election, convocation procedures and method of voting on its resolutions.

Article (12)

Save for the provisions of the previous Article, chairman of the Executive council shall issue a resolution appointing the first Board of Directors of the Company for a term of three years as of date of the company entry in the commercial register of the Emirate.

Article (13)

The Company shall have an auditor or more appointed by the ordinary general meeting for one year who may be re-appointed.

Until the first ordinary general meeting is held the Board of Directors shall appoint the auditor.

Article (14)

The Company or any of its affiliates liability shall be limited to its capital and assets.

Article (15)

The company term shall be 100 years and may be dissolved in accordance with the provisions set forth in the Articles of Association.

Article (16)

The financial year of the company shall begin on January 1 and ends on December 31 of each year except the first year which will begin as of date of the company entry in the commercial register and ends on December 31 of the following year.

Article (17)

The company is exempted from all local taxes and duties.

Article (18)

This decree shall be implemented and com into force as of date of issue and be published in the Gazette.

/ Signed /

Khalifa Bin Zayed Al Nahyan Ruler of Abu Dhabi

Issued by us in Abu Dhabi

On: September 26, 2005 AD

Corresponding to: Shaaban 22, 1426 Hijri