

Federal Decree by Law No. (21) of 2019
Regarding Emirates Post Group Company

We, Khalifa bin Zayed Al Nahyan, President of the United Arab Emirates,

- Having reviewed the Constitution;
- Federal Law No. (1) of 1972 Regarding the Competencies of Ministries and Powers of Ministers, as amended;
- Federal Law No. (8) of 1980 Regarding the Regulation of Labor Relations, as amended;
- Federal Law No. (3) of 1987 Promulgating the Penal Code, as amended;
- Federal Law No. (35) of 1992 Promulgating the Criminal Procedures Law, as amended;
- Federal Law No. (7) of 1999 Promulgating the Pensions and Social Security Law, as amended;
- Federal Decree by Law No. (4) of 2007 Regarding the Establishment of the Emirates Investment Authority, as amended;
- Federal Decree by Law No. (11) of 2008 Regarding Human Resources in the Federal Government, as amended;
- Federal Law No. (8) of 2011 Regarding the Reorganization of the Supreme Audit Institution;
- Federal Decree by Law No. (8) of 2011 Regarding the Rules for the Preparation of the General Budget and the Final Account;
- Federal Law No. (3) of 2013 Regarding the Establishment of Emirates Post Group;
- Federal Law No. (2) of 2015 Regarding Commercial Companies, as amended;
- Federal Decree by Law No. (7) of 2017 Regarding Tax Procedures;
- Federal Decree by Law No. (8) of 2017 Regarding Value Added Tax (VAT);
- Federal Decree by Law No. (9) of 2018 Regarding Public Debt;
- Federal Decree by Law No. (15) of 2018 Regarding the Collection of Revenues and Public Funds;
- Federal Decree by Law No. (16) of 2018 Regarding the Real Estate of the Federal Government;
- Federal Decree No. (207) of 2018 Ratifying the Documents of the Universal Postal Union

Regarding the Decisions of the Twenty-Sixth Universal Postal Congress, as amended;
– Upon the proposal of the Minister of Cabinet Affairs, and the approval of the Cabinet,
Hereby promulgate the following Decree by Law:

Chapter One

The Company and its Purposes

Article (1)

Definitions

For the purposes of implementing the provisions of this Decree by Law, the following terms and expressions shall have the meanings assigned to each of them, unless the context requires otherwise:

- State** : The United Arab Emirates.
- Authority** : Emirates Investment Authority (EIA).
- Group** : Emirates Post Group.
- Company** : Emirates Post Group Company.
- Articles of Association** : The Articles of Association of the Company.
- General Assembly** : The Board of Directors of the Company.
- Board** : The Board of Directors of the Company.
- Committee** : The Postal Sector Regulatory Committee.
- Postal Item** : Letters, printed materials, postal cards, packs, parcels, postal packages, publications for the blind, and other items handled in the postal system.
- Documents** : All written or printed paper correspondence of a personal or commercial nature, sent in a sealed or unsealed envelope from a sender to an addressee, and having no commercial value or invoice.

- Letters** : All written or printed papers and Documents of a personal correspondence nature, sent in a sealed or unsealed envelope from a sender to an addressee, and includes domestic and international Letters.
- Printed Materials** : Any writing on paper used for printing such as newspapers, magazines, booklets, bound or sectioned books, commercial circulars and advertisements, and the like.
- Postal Parcels** : A postal consignment containing goods, gifts, samples, or other materials not having the character of a letter, intended for transport or distribution.
- Postal Services** : All services provided by the Company to its customers in the postal sector and related services.
- Postal Code** : A series of Letters, numbers, or both, or punctuation marks, included in a postal address for the purpose of sorting the mail sent.

Article (2)

Replacement of the Group by the Company

1. The Group shall be converted into a public joint-stock company, and its name shall be amended to "Emirates Post Group Company", abbreviated as "Emirates Post". It shall be wholly owned by the Authority at the time of the issuance of this Decree by Law, shall have an independent legal personality and full legal capacity, and shall conduct its activities and achieve its objectives in accordance with the provisions of this Decree by Law and its Articles of Association, and shall be managed on a commercial and investment basis.
2. Subject to the provisions set forth in this Decree by Law and the Articles of Association, the Authority shall exercise all powers and competencies prescribed for the General Assembly, until the entry of new shareholders in accordance with the provisions of Article (7) of this Decree by Law.
3. The Company shall replace the Group in international agreements concerning postal matters, and in all agreements and contracts signed by the Group before the entry into

force of the provisions of this Decree by Law.

Article (3)

Vesting of Rights

1. All rights, assets, properties, privileges, and obligations of the Group, whether inside and outside the State, shall vest in the Company.
2. The ownership and registration of all assets and rights that have vested or shall vest in the Company upon the entry into force of this Decree by Law shall be transferred in accordance with the legislation in force in the State. All government entities shall, at the request of the Company, take all necessary steps to facilitate this without any fees.
3. The phrase "Emirates Post Group" shall be replaced by the phrase "Emirates Post Group Company" wherever it appears in the legislation in force in the State.

Article (4)

Company's Activities

1. The Company shall undertake the following activities:
 - a. Providing postal and regular and express delivery services.
 - b. Providing logistics activities.
 - c. Providing financial activities.
 - d. Any other services or activities assigned to the Company in accordance with the provisions of this Decree by Law, the Articles of Association, or as determined by the Board, which are consistent with the main objectives of the Company.
2. The Company may invest and employ its funds in any commercial, financial, service, or industrial fields related to its activities, and for this purpose, it may carry out services and activities in accordance with the controls stipulated in this Decree by Law and the Articles of Association.

Article (5)

Required Services

Any government entity wishing the Company to provide Postal Services thereto shall provide the land necessary for this purpose free of charge, provided that such land is in suitable locations for the performance of these services.

Article (6)

Articles of Association of the Company

The Articles of Association of the Company shall be issued by a resolution of the Cabinet upon a proposal by the Chairman of the Board of Directors of the Authority, and shall include all provisions regulating it, including the following:

1. The Company's ownership, head office, and branches, whether inside or outside the State;
2. The term of the Company and its renewal;
3. The objectives and capital of the Company;
4. The issuance of shares, their types, the controls governing their ownership and transfer, and the rights associated therewith;
5. Increase or decrease of the Company's capital;
6. The issuance and trading of bonds and sukuk;
7. The formation of the Board of Directors and the method of appointing or electing its members, and their competencies and powers;
8. The convening of the General Assembly and its competencies;
9. The Company's financials, preparation of financial statements, statutory reserve, optional reserve, and distribution of profits;
10. The controls for the appointment of the Company's auditors, their competencies, and their obligations;
11. The dissolution and liquidation of the Company;
12. Any other matters that the Cabinet deems appropriate to be added to the Articles of Association.

The Cabinet shall be competent to amend the Articles of Association of the Company as long as it is wholly owned by the Authority.

Article (7)

Amendment of the Articles of Association

1. Subject to the provisions of Clause (2) of Article (2) of this Decree by Law, the General Assembly shall be competent to amend the Articles of Association upon the entry of other partners into the Company.
2. In all cases, the powers granted to the Authority or the resolutions that are required to be issued by a specific majority, as stipulated in the Articles of Association of the Company, may not be amended except with the approval of the Authority, provided that the amendment is issued by a resolution of the Cabinet.

Article (8)

Employees

1. The employees working in the Group, who shall be identified by a resolution from the Board, shall be transferred to the Company upon the entry into force of the provisions of this Decree by Law with their same current salaries and privileges, without prejudice to the job-related rights and privileges granted thereto before its entry into force.
2. The national employees appointed in the Group prior to the entry into force of this Decree by Law shall continue to enjoy the same rights and privileges granted thereto by the aforementioned Federal Law No. (7) of 1999.
3. The previous period of service spent by the employees in the service of the Group prior to the entry into force of the provisions of this Decree by Law shall be deemed continuous and complementary to their period of service in the Company or any of its owned or subsidiary companies.
4. The provisions of the aforementioned Federal Law No. (2) of 2015 shall apply to the Company, in matters for which no special provision is stipulated in this Decree by Law or the Articles of Association.
5. The provisions of Federal Law No. (8) of 1980 Regarding the Regulation of Labor Relations, as amended, shall apply to the employees of the Company.

Chapter Two
Regulation of the Postal Sector in the State

Article (9)

Postal Sector Regulatory Committee

1. A committee named the "Postal Sector Regulatory Committee" shall be established. It shall be formed by a resolution of the Cabinet upon a proposal from the Authority, and shall be competent to propose rules for regulating the postal sector in the State and submit them to the Cabinet for approval, particularly with respect to the rules for practicing the following activities:
 - a. Transport of Documents and Non-Documents;
 - b. Postal and express mail delivery;
 - c. Door-to-door delivery services;
 - d. Regular and express delivery services;
 - e. Any similar services and activities carried out through means related to this field in form or purpose.
2. The Articles of Association shall specify the conditions and provisions for the appointment of the Committee's members, its functions, and its rules of procedure.

Article (10)

Postal Code

The Committee shall propose the rules of the Postal Code system "postal addressing system" in the State and submit them to the Cabinet for approval.

Article (11)

Transport of Prohibited Materials

It is prohibited to include in Letters and Postal Parcels any materials whose possession, trade, or transport is prohibited by the legislation in force in the State. If it becomes apparent to the Company, or if it has information leading to the belief that Letters or parcels contain any such material, it shall draw up a report of the incident and refer it, along with the letter or parcel, to

the competent authorities to conduct the necessary investigation.

Article (12)

Import without a License

It is prohibited to import postal franking machines, clear them through customs, sell, or use them, unless a license is obtained in accordance with the conditions and procedures determined by the Committee.

Article (13)

Retention of Materials

The Company shall have the right to retain the Postal Item and take appropriate measures in respect thereof in accordance with the legislation in force in the State in the following cases:

1. If the clearance conditions are not met, or if charges are due to the Company and the concerned person has refrained from paying them;
2. If its retention period has expired and the Company has been unable to identify the sender or the addressee;
3. If it does not meet the conditions and requirements prescribed in this Decree by Law or the resolutions issued in implementation thereof, or if the retention is based on a request from foreign postal administrations.
4. If its contents harm the reputation or security of the State or public morals therein, or contravene the principles of Islamic Sharia'ah;
5. If the concerned authorities request its retention for reasons related to the public interest.

Chapter Three

Penalties

Article (14)

The penalties stipulated in this Decree by Law shall not prejudice any more severe penalty provided for in any other law.

Article (15)

A penalty of imprisonment for a period of not less than one year and not exceeding two years, and a fine of not less than (AED 100,000) one hundred thousand dirhams and not exceeding (AED 500,000) five hundred thousand dirhams, or either of these two penalties, shall be imposed on any person who:

1. Practices any of the Postal Services that fall within the competence of the Company without obtaining the necessary license, without prejudice to the Company's right to appropriate compensation;
2. Uses letter boxes similar in form or purpose to private postal boxes, mailbox complexes, or letter deposit boxes owned by the Company, without prejudice to the Company's right to remove the violation at the violator's expense;
3. Performs, directly or indirectly, any activity regulated by the Committee without obtaining a license or prior permission from the Company;
4. Provides Documents and Non-Documents transport services, postal and express mail delivery services, door-to-door delivery services, regular and express delivery services, or any similar service or activity through means related to this field in form or purpose.
5. In all cases, the items subject of the crime shall be confiscated.

Article (16)

A penalty of temporary imprisonment for a period of not less than six months and not exceeding two years, and a fine of not less than (AED 100,000) one hundred thousand dirhams and not exceeding (AED 1,000,000) one million dirhams, or either of these two penalties, shall be imposed on any person who commits any of the following acts:

1. Counterfeits or forges, whether personally or in participation with others, any Printed Materials or templates, by any means of manufacture, that resemble in their apparent form regular or commemorative postage stamps, philatelic cards, postal financial instruments, or the templates, machines, or tools used by the Company.
2. Offers for sale, distributes, or uses any of the items referred to in Clause (1) of this Article, while knowing that they are counterfeit or forged;
3. Uses in their business the logo of the Company or the logo of one of its operational units, or any of its products, or uses the term "Post" or "Postal Services," or any phrase conveying the same meaning in any language;
4. Removes cancellation marks from regular or commemorative postage stamps that have already been used for the purpose of franking or trade;
5. Reuses regular or commemorative postage stamps that have previously been used;
6. Intentionally misuses franking marks and postal franking machines, or forges the impressions of franking machines or the impressions of postage-paid service marks or business reply service marks, or permits relating to the sealing of Printed Materials.

In all cases, the items subject of the crime shall be confiscated.

Article (17)

1. A penalty of imprisonment for a period of not less than one year and not exceeding three years, and a fine of not less than (AED 100,000) one hundred thousand dirhams and not exceeding (AED 500,000) five hundred thousand dirhams, or either of these two penalties, shall be imposed on:
 - a. Every employee in the Company entrusted with the transport, delivery, or custody of Postal Items, who opens them, tampers with their contents, destroys them, or intentionally refrains from delivering them to the concerned person;
 - b. Every employee in the Company who discloses secrets related to Postal Items, exploits them for their own benefit or the benefit of others, or assists a person in obtaining data concerning others contained in such Postal Items, other than in cases permitted by law, even if they have left the employment.
2. The provisions of Clause (1) of this Article shall apply to any person entrusted by the

Company with the performance or transport of some Postal Services on its behalf, even if they are not employees of the Company.

Article (18)

Judicial Enforcement Officers

The employees of the Company, who are designated by a resolution from the Minister of Justice in agreement with the Chairman of the Board, shall have the capacity of judicial officers in establishing violations of the provisions of this Decree by Law and the resolutions issued in implementation thereof that fall within their scope of competence.

Chapter Four

Final Provisions

Article (19)

Repeal of a Federal Law

The aforementioned Federal Law No. (3) of 2013 shall be repealed. Any provision that contradicts or conflicts with the provisions of this Decree by Law shall also be repealed.

Article (20)

Transitional Period

1. The Board of Directors of the Group shall exercise the competences prescribed for the Board until it is formed in accordance with the provisions of this Decree by Law.
2. The Company and the concerned authorities, each within its scope of competence, shall issue the necessary legislations and resolutions to implement the provisions of this Decree by Law within one year from the date of its issuance. Until then, the regulations, systems, resolutions, and orders in force shall continue to apply in a manner that does not conflict with the provisions of this Decree by Law.

Article (21)

Publication and Entry into Force

This Decree by Law shall be published in the Official Gazette and shall enter into force six months from the date of its publication.

Khalifa bin Zayed Al Nahyan

President of the United Arab Emirates

Issued by Us at the Presidential Palace in Abu Dhabi:

On: 5 Muharram 1441 A.H.

Corresponding to: 4 September 2019 A.D.