

Law No. (21) of 2023
Concerning the Dubai Taxi Company¹

We, Mohammed bin Rashid Al Maktoum, Ruler of Dubai,

After perusal of:

Federal Law No. (7) of 1999 Issuing the Pensions and Social Security Law and its amendments;

Federal Law by Decree No. (32) of 2021 Concerning Commercial Companies;

Federal Law by Decree No. (33) of 2021 Regulating Labour Relations, its amendments, and its Implementing Bylaw;

Law No. (5) of 1995 Establishing the Department of Finance;

Law No. (3) of 2003 Establishing the Executive Council of the Emirate of Dubai;

Law No. (17) of 2005 Establishing the Roads and Transport Authority and its amendments;

Law No. (1) of 2016 Concerning the Financial Regulations of the Government of Dubai, its Implementing Bylaw, and their amendments;

Decree No. (1) of 2019 Regulating the Establishment of Companies by Government Entities in the Emirate of Dubai;

Resolution No. (3) of 2022 Concerning Representation of the Government of Dubai in the Companies it Owns;

Regulation No. (2) of 2008 Regulating School Transport in the Emirate of Dubai, its Implementing Bylaw, and their amendments;

Executive Council Resolution No. (6) of 2016 Regulating Passenger Transport by Cars in the Emirate of Dubai, its Implementing Bylaw, and their amendments;

Executive Council Resolution No. (48) of 2016 Concerning the Dubai Taxi Corporation; and

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¹*Every effort has been made to produce an accurate and complete English version of this legislation. However, for the purpose of its interpretation and application, reference must be made to the original Arabic text. In case of conflict, the Arabic text will prevail.*

Executive Council Resolution No. (23) of 2020 Approving the Rules, Conditions, and Procedures Governing the Establishment of Companies by Government Entities in the Emirate of Dubai,

Do hereby issue this Law.

Title of the Law
Article (1)

This Law will be cited as "Law No. (21) of 2023 Concerning the Dubai Taxi Company".

Definitions
Article (2)

The following words and expressions, wherever mentioned in this Law, will have the meaning indicated opposite each of them unless the context implies otherwise:

UAE:	The United Arab Emirates.
Emirate:	The Emirate of Dubai.
Government:	The Government of Dubai.
Executive Council:	The Executive Council of the Emirate of Dubai.
RTA:	The Roads and Transport Authority.
DTC:	The Dubai Taxi Corporation regulated by the above-mentioned Executive Council Resolution No. (48) of 2016.
Director General:	The director general and chairman of the Board of Executive Directors of the RTA.
Government Entity:	Any of the Government departments, public agencies or corporations, Government councils or authorities, or other public entities affiliated to the Government.
Company:	The Dubai Taxi Company PJSC.
Articles of Association:	The articles of association of the Company.

Board of Directors:	The board of directors of the Company.
CEO:	The chief executive officer of the Company.
Vehicle:	Any motorised machine, pedal cycle, motorcycle, carriage, or other machine designed to run on Roads and used for Specialised Transport, whether mechanically propelled or otherwise. This includes tractors.
Specialised Transport:	The transport of goods or individuals by Vehicles on scheduled or unscheduled trips within and outside of the UAE. This does not include public transport.

Legal Form Change Article (3)

- a. The legal form of the DTC is hereby changed into a public joint stock company named the "Dubai Taxi Company PJSC". The Company will have legal personality, financial and administrative autonomy, and the legal capacity to conduct its activities and achieve its objectives, in accordance with this Law, the Articles of Association, and other legislation in force in the Emirate.
- b. The name "Dubai Taxi Corporation", wherever mentioned in any legislation in force in the Emirate, is hereby replaced by the name "Dubai Taxi Company PJSC".

Succession and Transfer Article (4)

- a. The Company hereby succeeds the DTC for the purposes of all legislation in force in the Emirate, and will exercise all the functions of the DTC under that legislation.
- b. All the rights, assets, property, tangible and intangible assets, privileges, obligations, guarantees, and undertakings of the DTC, within and outside of the Emirate, are hereby transferred to the Company. The Company must coordinate with the Department of Finance in this respect.
- c. All the assets, rights, and obligations to be transferred to the Company will be conveyed to, and registered in the name of, the Company or any company owned or affiliated to it, in accordance with the legislation in force in the Emirate. The concerned Government

Entities must, upon the request of the Company, take the necessary action to complete the transfer and registration process.

Head Office of the Company Article (5)

The head office of the Company will be located in the Emirate. Other branches and offices of the Company may be established within and outside of the Emirate as determined by the Articles of Association.

Share Capital of the Company Article (6)

- a. The issued and paid-up share capital of the Company will be specified in the Articles of Association.
- b. All the shares of the Company will be wholly owned by the Government. The Executive Council may determine the percentage of shares that may be transferred to other parties through Public Subscription or private subscription.
- c. The liability of the Company will be limited to its paid-up capital. The liability of shareholders will be limited to the nominal value of the shares they own.

Article (7)

The term of the Company is ninety-nine (99) years commencing from the date of its registration on the commercial register in accordance with the legislation in force in the Emirate. This term will be automatically renewed for the same period in accordance with the provisions of the Articles of Association.

Objectives and Powers of the Company Article (8)

- a. The Company will have the following objectives:
 - 1. to conduct the Specialised Transport activity, in accordance with the legislation in force in the Emirate, using taxicabs whether they are hailed from roadside or booked through phone calls, electronic media, or smart applications;

2. to conduct the Specialised Transport activity using Autonomous Vehicles and aerial Vehicles within or outside of the Emirate, in accordance with the legislation in force;
 3. to rent out Vehicles with or without a driver, and provide driver sourcing, supply, and outsourcing services;
 4. to conduct the necessary studies and research related to the objectives of the Company, and provide Specialised Transport consultancy services;
 5. to develop, manage, and operate systems for Vehicle rental, transport by taxicabs, school transport, and Specialised Transport, in accordance with the legislation in force in the Emirate;
 6. conduct the activity of renting out motorcycles to goods transport companies;
 7. to conduct the activity of Vehicle maintenance; and establish, own, and take lease of, garages as required for the maintenance and repair of the Company's Vehicles;
 8. to establish the petrol stations or electric charging stations required for refuelling or recharging the Company's Vehicles, in accordance with the legislation in force in the Emirate;
 9. to conduct technical inspection of the Company's Vehicles, in accordance with the legislation in force in the Emirate; and
 10. to achieve any other objectives determined in the Articles of Association.
- b. For the purpose of achieving the objectives mentioned in paragraph (a) of this Article, the Company will:
1. contract with others to achieve its objectives;
 2. establish companies wholly or partially owned by it, or directly or indirectly hold shares in any companies related to its objectives within or outside of the Emirate;
 3. own, possess, utilise, take lease of, lease out, and dispose in any legal manner of land and other real property, vehicles, equipment, and machinery, as required to achieve its objectives and enable it to exercise its functions under this Law, the Articles of Association, and other legislation in force in the Emirate;
 4. invest and use its property in any commercial, financial, service, or industrial fields;
 5. borrow funds, in accordance with the legislation in force in the Emirate;

6. grant rights of usufruct and any other real rights on the assets and property owned by the Company to any entity or other company engaged in Specialised Transport in the Emirate; and
7. perform any other work or activities related to the achievement of its objectives, as stipulated in the Articles of Association.

Passenger Transport Service Article (9)

- a. The Company will conduct the activity of Passenger transport to the destinations and in the areas specified by the legislation in force in the Emirate or determined pursuant to a resolution of the Chairman of the Executive Council.
- b. The Company may outsource the provision of Passenger transport services pursuant to a contract concluded by it with any other companies or corporations that wish to provide these services. This contract will state its term and the rights and obligations of both parties.

Articles of Association of the Company Article (10)

- a. Without prejudice to the provisions of this Law and other legislation in force in the Emirate, the Chairman of the Executive Council will approve the Articles of Association. The Articles of Association must determine all matters related to regulating the Company affairs, particularly the following:
 1. the procedures for increasing or reducing the share capital of the Company;
 2. the number of shares constituting the share capital of the Company, and the nominal value of each share;
 3. the procedures for obtaining loans from banking and financial institutions;
 4. the revenues of the Company;
 5. the formation of the general assembly of the Company, and determination of its functions;
 6. the budget and Financial Year of the Company;

7. the procedures for distributing profits and losses;
 8. the procedures for establishing branches of the Company within or outside of the Emirate;
 9. the formation of the Board of Directors and its terms of reference;
 10. the disposal of the Company assets and management of its property and revenues;
 11. the issuance and types of shares, and the rules for ownership and trade of shares and their related rights;
 12. the issuance and trade of bonds and sukuk;
 13. the appointment of the Company auditors and determination of their functions and obligations;
 14. the Financial Year of the Company; and
 15. the dissolution and liquidation of the Company.
- b. The Chairman of the Executive Council will be authorised to amend the Articles of Association of the Company, provided that it remains wholly owned by the Government. Where the shares of the Company are offered for subscription and acquired by subscribers, the general assembly of the Company will be authorised to amend the Articles of Association.

Subscription for and Ownership of Shares

Article (11)

- a. Where the shares of the Company are offered for Public Subscription or private subscription, natural and legal persons may acquire shares in the Company. Subscription will be made in accordance with the legislation in force in the Emirate.
- b. Where the shares of the Company are offered for subscription, the Government must retain the ownership of at least sixty percent (60%) of the share capital of the Company.

Board of Directors and CEO

Article (12)

- a. The Company will have a Board of Directors comprised of a chairman, a vice chairman, and a number of members. The first Board of Directors will be formed pursuant to a

resolution of the Chairman of the Executive Council. Membership of the Board of Directors will be for a term of three (3) years.

- b. The Articles of Association will determine the method of formation and reconstitution, and the term of membership, of subsequent Boards of Directors. The formation of Boards of Directors must reflect ownership rights in the Company.
- c. The Company will have a CEO, who will be appointed, and may be dismissed, pursuant to a resolution of the Board of Directors. The CEO will undertake direct supervision of the Company, perform his functions under the Articles of Association, and exercise the duties and powers assigned or delegated to him by the Board Directors.
- d. The Board of Directors may assign any of its members as a managing director to undertake direct supervision of the management of the Company, and to perform the duties of the CEO.

Functions of Board of Directors

Article (13)

- a. The Board of Directors will undertake general supervision of the Company, manage its affairs, and perform the Board of Directors' functions under this Law, the Articles of Association, and other legislation in force in the Emirate. In particular, the Board of Directors will:
 - 1. approve, and follow up the implementation of, the strategic plans and policies of the Company;
 - 2. supervise the achievement by the Company of its objectives;
 - 3. issue the financial, administrative, technical, and procurement bylaws of the Company and manage its assets;
 - 4. approve the organisational structure of the Company;
 - 5. propose charges for the services provided by the Company, and submit the same to the RTA for approval;
 - 6. approve the contracts and agreements concluded by the Company, including loan, financing, mortgage, settlement, and arbitration agreements;

7. divide, assign, transfer, amalgamate, merge, sell, and mortgage or pledge any of the property or assets of the Company, or the property or assets of any of the companies owned by or affiliated to it; or assign or dispose of the same in any legal manner, in accordance with the relevant delegation of authority matrix approved by the Board of Directors;
 8. authorise the Company, and the companies owned by or affiliated to it, to perform any investment, borrowing, or lending transactions; to provide guarantees and security; or to issue bonds, sukuk, or any other debt instruments, in accordance with the legislation in force in the Emirate;
 9. acquire or merge companies and establishments and determine the acquisition value;
 10. form permanent and temporary committees and work teams, and determine their duties and powers; and
 11. exercise any other duties or powers stipulated in the Articles of Association and the legislation in force in the Emirate, or required to enable the Company to achieve its objectives.
- b. Except for the powers vested in it under sub-paragraphs (a)(6), (a)(7), (a)(8), and (a)(9) of this Article, the Board of Directors may delegate any of its powers under paragraph (a) of this Article to its chairman, to any of its members, to any of the committees it forms, or to the CEO, provided that such delegation is specific, in writing, and consistent with the legislation in force in the Emirate.

Human Resources of the Company

Article (14)

- a. Some of the employees working for the DTC on the effective date of this Law may be transferred to the Company without prejudice to their existing rights. These employees will be nominated pursuant to the relevant resolution issued by the Director General. They will be governed by the human resources regulations adopted by the DTC, until the human resources regulations referred to in paragraph (c) of this Article are issued.
- b. Upon their transfer to the Company, the period of service of the UAE national employees of the DTC preceding the effective date of this Law will be deemed uninterrupted and will form part of their service with the Company. The Company will be deemed as a Government Sector Employer for the purpose of calculating the retirement pension

benefits or end-of-service gratuity of these employees, in accordance with the above-mentioned Federal Law No. (7) of 1999.

- c. Subject to the legislation in force in the Emirate, the employees of the Company will be governed by the human resource regulations adopted by the Board of Directors.

Financial Resources of the Company

Article (15)

The financial resources of the Company will consist of:

1. revenues generated by the Company from conducting its activities;
2. proceeds of the movable and immovable property of the Company;
3. returns on the investment of its property; its profits; and the profits of the companies owned by it, affiliated to it, or in which it holds shares; and
4. any other financial resources approved by the Board of Directors.

Cooperation with the Company

Article (16)

All Government Entities must, upon request, fully cooperate with the Company to enable it to achieve its objectives and exercise its functions under this Law, the Articles of Association, and other legislation in force in the Emirate.

Liability of the Government and the RTA

Article (17)

Neither the Government nor the RTA will be liable to third parties for any debts or financial or legal obligations arising from the conduct by the Company of its business and activities or the provision of its services, or from exercising its duties and powers under this Law, the Articles of Association, and other legislation in force in the Emirate. The Company will be solely liable for such debts and obligations.

Consideration of Pending Claims
Article (18)

Without the need for any further action as a result of the change of the DTC legal form pursuant to this Law, courts of all types and levels will continue to consider the claims and appeals to which the DTC is a party, until these claims or appeals are determined by final definitive judgements.

Issuing Implementing Resolutions
Article (19)

Except for the resolutions which the Chairman of the Executive Council is exclusively authorised to issue under this Law, the chairman of the Board of Directors will, subject to the approval of the Board of Directors, issue the resolutions required for implementing the provisions of this Law.

Repeals
Article (20)

- a. The above-mentioned Executive Council Resolution No. (48) of 2016 is hereby repealed. Any provision in any other legislation is also hereby repealed to the extent that it contradicts the provisions of this Law.
- b. The resolutions, bylaws, and instructions issued in implementation of the above-mentioned Executive Council Resolution No. (48) of 2016 will continue in force to the extent that they do not contradict this Law, until new superseding resolutions, bylaws, and instructions are issued.

Commencement and Publication
Article (21)

This Law comes into force on the day on which it is issued, and will be published in the Official Gazette.

Mohammed bin Rashid Al Maktoum
Ruler of Dubai

Issued in Dubai on 9 November 2023

Corresponding to 25 Rabi al-Thani 1445 A.H.