

The Board of Directors of Khaleeji Bank B.S.C. ("KHALEEJI") CR No. 55133-1 is pleased to invite its shareholders to attend the Annual Ordinary General Meeting to be held on **Thursday 23rd Ramadan 1447 H, 12th March 2026 at 11:30 a.m.** at Harbour Row Tower, Building 1436, Road 4626, Block 346, Sea front Manama, Bahrain, to consider the following agenda:

Annual Ordinary General Meeting Agenda

- 1) Approving the minutes of the previous Annual General Meeting held on 17th March 2025.
 - 2) Discussing the Board of Director's Report on the Bank's business activities for financial year ended 31st December 2025 and approving it.
 - 3) Read and approve Shari'a Supervisory Board Report on the Bank's activities for the financial year ended 31st December 2025
 - 4) Read and approve the External Auditor's Report on the Bank's financial statements for the year ended 31st December 2025.
 - 5) Discussing the Financial Statements for the year ended on 31st December 2025 and approving it.
 - 6) Approving the recommendation of the Board to allocate the profit of the year ended 31st December 2025 as follows:
 - 6.1 Transfer of BD 1,158,115 to the statutory reserve.
 - 6.2 Transfer of BD 10,392,815 to the retained earnings.
 - 6.3 Allocation of BD 30,220 for Zakah Fund.
 - 6.4 To distribute cash dividends on all ordinary shares, excluding treasury shares, at a rate of 6% of the nominal value of the share, equivalent to 6 Fils per share, totaling BD 6,512,122.
- | Event | Date |
|---|-----------------------------|
| Cum-Dividend Date
(Last day of trading with entitlement to dividends) | 15 th March 2026 |
| Ex-Dividend Date
(First day of trading without entitlement to dividends) | 16 th March 2026 |
| Record Date
(The day on which all shareholders whose names are on the share register will be entitled to dividends) | 17 th March 2026 |
| Payment Date
(The Day on which the dividends will be paid to the entitled shareholders) | 31 st March 2026 |
- 7) Approving the proposal of distributing of Board Remuneration of BD 194,000 for the financial year ended 31st December 2025, subject to obtaining the required regulatory approvals.
 - 8) To authorize, ratify, and approve any related party transaction which was conducted during the financial year ended 31st December 2025 as detailed in disclosure (32) of the Consolidated Financial Statements, pursuant of Article (189) of Bahrain Commercial Companies Law.
 - 9) Discussing the Corporate Governance Report for the year ended 31st December 2025, and Bank's compliance with the requirements of Central Bank of Bahrain and approving it.
 - 10) Discharging members of the Board of Directors of any liability in lieu of their actions for the year ended 31st December 2025.
 - 11) Approving the reappointment of the external auditors for the year 2026 and authorizing the Board of Directors to fix their remuneration.
 - 12) Reference to the Central Bank of Bahrain's approval dated 28th May 2025 to approve the following:
 - a. The appointment of Mr. Razi Abulghaffar Almurbati as a member of the Bank's Board of Directors as per Article (175) of Bahrain Commercial Companies Law, with his term of membership complementing that of his predecessor.

- 13) Approval to transfer the responsibility for the calculation and payment of Zakat on the statutory reserve and retained earnings to the shareholders themselves, in accordance with the provisions of Financial Accounting Standard (FAS) No. (9) and Shari'ah Standard No. (35) relating to Zakat, effective from the financial year ended 31st December 2025.
- 14) Approval on the proposed amendments to the Bank's Remuneration Framework (including the Variable Remuneration Policy and the Employee Share Incentive Scheme) and authorizing the Board of Directors to make any necessary amendments thereto from time to time as required, subject to obtaining the Central Bank of Bahrain's approval.
- 15) Discuss any other matters in accordance with Article 207 of the Commercial Companies Law.

Important Notices to shareholders

- 1) To participate in the meeting, we direct our esteemed shareholders to send a request with a clear copy of the ID or Passport of the shareholder or his/her representative, as well as the Proxy Form to **compliance@khaleeji.bank** to verify the identity of the participator at least 24 hours before the meeting's commencement. Kindly mention in the same your email address and phone number.
- 2) For the meeting documents and a copy of the proxy form, visit the bank's website: **www.khaleeji.bank**
- 3) The shareholder, whose name is registered in the Bank's shareholders register at the date of the meeting, is entitled to attend in person or to authorize Another Person through written proxy to attend and vote in the meeting on the shareholder's behalf.
- 4) In case the shareholder is a company, the agent who attends the meeting must present a proxy from the shareholder, proving the authorization. The proxy must be in writing, issued by an authorized person in the shareholding company, stamped with the company's stamp, and presented before the proxy submission deadline.
- 5) The proxy must be sent to the Bank, Bahrain Financial Harbour District, GFH Tower, 6th Floor, Building 1411, Road 4626, Block 346, P.O. Box 60002, Sea Front - Manama, or to **KFin Technologies (Bahrain) WLL**, 7th floor office in Al Zamil Tower, Office 74, Government Street, P.O. Box 514, Manama, Kingdom of Bahrain, Tel: 17215080, Fax: 17212055, or by E-mail: **bahrain.helpdesk@kfintech.com**. The deadline must be no later than 24 hours before the meeting.
- 6) No member of the Board of Directors or employees of the Bank may be delegated, in accordance with the provisions of Article (203) of the Bahrain Commercial Companies Law Act No. (21) of 2001.
- 7) In the event that the quorum is not reached at the above-scheduled meeting, a second meeting will be held on Thursday 30th Ramadan 1447 H, 19th March 2026. In case the quorum was not completed at the second meeting, a third meeting will be held on Thursday 7th Shawwal 1447 H, 26th March 2026, at the same time and place.
- 8) We at Khaleeji pay close attention to the requirements of individuals with special needs. As such, should you wish to participate in the meeting, we kindly ask you to inform the Bank 14 days before the meeting to ensure the ease and comfort of your participation.

For inquiries, please contact the Compliance Department at **+973 17505541** or by Email **compliance@khaleeji.bank**

Yusuf Abdullah Taqi
Chairman