

Bahrain National Holding Company B.S.C.

Invitation of the Annual General Assembly Meeting

The Board of Directors of Bahrain National Holding Company B.S.C. is pleased to invite the shareholders to attend the Annual General Assembly Meeting (AGM) that will be held on Monday 30/3/2026 at 11:30 am. If the required quorum is not met, a second meeting will be held on Monday 6/4/2026 or a third meeting, if required, will be held on Monday 13/4/2026. All the above meetings will be held at 11:30 am in Ulfa Ballroom, Jumeirah Gulf of Bahrain Hotel, Zallaq to consider the above-mentioned AGM agenda.

AGM Agenda:

1. Approval of the minutes of the previous Annual General Assembly Meeting of the company held on 23/3/2025.
2. Discuss and approve the Board's report on the Company's activities during the year ended 31/12/2025.
3. Review the external auditor's report for the year ended 31/12/2025.
4. Discuss and approve the audited consolidated financial statements for the year ended 31/12/2025.
5. Discuss and approve the following recommendations of the Board of Directors regarding the appropriation of profits for the year ended 31/12/2025:
 - a. Distribution of cash dividends to the shareholders at 85% of the paid-up capital (85 fils per share) amounting to BD 10,024,361.735, excluding treasury shares, distributed as follows:
 - Cash Dividends for the financial year ended 31 December 2025, at 35% of the nominal value, equivalent to 35 fils per share, totaling BD 4,122,070.085.
 - Cash Interim Dividends of 50% of the nominal value, equivalent to 50 fils per share, totaling BD 5,902,291.650, which were distributed to shareholders on 31 August 2025.
 - b. Transfer BD 17,433,451 to retained earnings.

Event	Date
General Meeting Date <i>(Shareholders' approval date)</i>	30 March 2026
Cum-Dividend Date <i>(Last day of trading with entitlement to dividends)</i>	31 March 2026
Ex-Dividend Date <i>(First day of trading without entitlement to dividends)</i>	1 April 2026
Record Date <i>(The Day on which all shareholders whose names are on the share register will be entitled to dividends)</i>	2 April 2026
Payment Date <i>(The Day on which the dividends will be paid to the entitled shareholders)</i>	16 April 2026

6. Approval of recommendation to allocate BD 410,000 as remuneration for the Members of the Board of Directors for the year ended 31/12/2025, subject to the approval of the Ministry of Industry and Commerce.
7. Discuss and approve the Corporate Governance report for the year 2025 of the Board of Directors on the company's compliance with the requirements of Ministry of Industry & Commerce and Central Bank of Bahrain.
8. Discuss and approve the transactions that took place during the financial year ended 31/12/2025 with any of the related parties as shown in note No. 26 of the consolidated financial statements in accordance with article 189 of Commercial Companies Law.
9. Absolve the conduct of the Members of the Board of the company and discharge them from liability for their actions during the year ended 31/12/2025.
10. Approval of recommendation to implement Long-Term Incentive Plan (**LTIP**) as follows
 - a. Approve LTIP as an employee incentive scheme for senior management of the Company as per the approved LTIP Policy by the Board of Directors on 6 January 2026 subject to obtaining all necessary approval from the Central Bank of Bahrain (**CBB**).
 - b. To authorise the Group CEO in coordination with the Nomination, Remuneration and Governance Committee (NRGC) to structure the LTIP and take all necessary steps to implement the LTIP, including setting up a trust in the Kingdom of Bahrain under the Bahrain Trust Law to administer the LTIP.
 - c. To authorise the Group CEO in coordination with the NRGC to execute, sign and deliver all documents, agreements, trust deeds and ancillary instruments necessary to implement the LTIP, and to take all actions required to give full effect to this resolution.
11. To re-appoint external auditors for the year 2026, and to authorize the Board of Directors to determine their remuneration.
12. Election of 7 Board Members for the next three years (2026-2029).
13. Any other matters in accordance with article 207 of the Commercial Companies Law.

Important Notes:

- The annual report for the year 2025 can be found on Bahrain Bourse website and Company's website: www.bnh.bh
- Any shareholder recorded in the shareholders register at the date of the AGM has the right to participate in the meeting personally or by written proxy to any other person.
- The proxy must be delivered to KFin Technologies W.L.L (Office No. 74, 7th floor, Al-Zamil Tower, Building. 31, Road. 383, Block 305, Manama, Tel: 17215080, Fax: 17212055) or electronically via email (Legal@bnh.bh), at least 24 hours prior to the meeting. Please note that you may not issue a proxy in favor of the Chairman or Board Members or any of the company's employees unless they are relatives to the first degree of relationship (Article 203 of the Commercial Companies' Law No. 21/2001 as amended by degree Law 50/2014).
- In the case the shareholder is a company, the proxy attending the meeting must present an authorization letter from the shareholder authorizing that he is the proxy of that shareholder. Such authorization must be in written form and signed by the authorized person in the company and stamped by that company's stamp and to be presented before the expiry of the fixed time for depositing the proxy.
- For any clarifications, please contact the Board Secretary Ms. Amina Bushaar on phone no. 17587308