

Annual Ordinary and Extraordinary General Meeting Results

Wednesday, 18th March 2026

To: Bahrain Bourse

The National Bank of Bahrain B.S.C (“NBB”) would like to announce that the shareholders’ Annual Ordinary and Extraordinary General Meetings were held today at 11:00 a.m. virtually with a quorum of 73.97% equivalent to 1,669,971,531 shares.

• **The following items in the Ordinary General Meeting agenda have been discussed and approved:**

- 1- Approved the Minutes of the 69th Ordinary General Assembly meeting held on 27th March 2025.
- 2- Discussed and approved the Board of Directors' report on the Bank's activities for the financial year ended 31st December 2025.
- 3- Hearing the external Auditors' Report on the Bank’s financial statements for the financial year ended 31st December 2025.
- 4- Discussed and approved the Bank’s Audited Financial Statements for the financial year ended 31st December 2025.
- 5- Approved the recommendation of the Board of Directors to allocate the profit for the financial year ended 31st December 2025 as follows:

- a. To ratify the distribution of cash dividends of 10% of share nominal value (10 fils per share, excluding fraction shares), equivalent to BD 22,578,610.720 (Twenty Two Million Five Hundred Seventy Eight Thousand Six Hundred Ten Bahraini Dinars Seven Hundred Twenty Fils) distributed on 31st August 2025.
- b. Distribute cash year-end dividends (excluding treasury share) of 25% (25 Fils per share), equivalent to BD 56,439,060.625 (Fifty Six Million Four Hundred Thirty Nine Thousand Sixty Bahraini Dinars Six Hundred and Twenty Five Fils*) to be distributed from 9th April 2026 subject to the approval of the Central Bank of Bahrain as per the following:

Cum-Dividend Date	Sunday, 29 March 2026
Ex-Dividend Date	Monday, 30 March 2026
Record Date	Tuesday 31 March 2026
Payment Date	Thursday, 9 April 2025

*Based on the number of shares outstanding (net of treasury shares) as of 31 December 2025.

- c. To approve the Board’s recommendation to allocate BD 500,000 (Five Hundred Thousand Bahraini Dinars) from profits towards for the Donations and Contributions Program.

d. Retain the amount of BD 5,595,045/- (Five Million Five Hundred Ninety Five Thousand Fourty Five Bahraini Dinars), as retained profit for the upcoming year.

- 6- Presented the Corporate Governance report of 2025 and discussed the achieved commitment to the Corporate Governance Code and the requirements of the Central Bank of Bahrain as set out in the Annual Report.
- 7- The General Assembly were notified of the transactions carried out during the financial year ended 31st December 2025 with any related parties or with the Bank's major shareholders as referred to in the Corporate Governance Report presented to the Ordinary General Assembly and further described in note 29 of the Financial Statements in line with Article 189 of the Commercial Companies Law.
- 8- The members of the Board of Directors were absolved from legal liability arising from all of their actions for the financial year ended 31st December 2025.
- 9- Approved the disbursement of the remuneration to the members of the Board of Directors in the sum of BD 575,000/- (Five Hundred Seventy Five Thousand Bahraini Dinars) for the financial year ended 31st December 2025.
- 10- Approved the re-appointment of KPMG Fakhro as Auditors of the Bank for the financial year ended 31st December 2026, subject to the approval of the Central Bank of Bahrain, and to authorize the Board of Directors to determine their fees.
- 11- No written request was received to add a topic under other matters in accordance with Article 207 of the Commercial Companies Law.

• **The following items in the Extraordinary General Meeting agenda have been discussed and approved:**

- 1- Approved the Minutes of the previous Extraordinary General Meeting held on 22nd March 2023.
- 2- Approved the amendment of Article (34) of the Bank's Articles of Association, regarding the Liability of the Members of the Board of Directors, in accordance with Decree-Law No. (38) of 2025 amending certain provisions of the Commercial Companies Law promulgated by Decree-Law No. (21) of 2001, subject to the approval of the Central Bank of Bahrain, to read as follows:
 - a. "The Company's manager or any member of the Board of Directors, as well as any person who effectively manages the Company, whether openly or covertly, shall be personally liable with all of his assets for any damages suffered by the Company, the partners, the shareholders, or third parties, if it is proven that he caused obligations to be imposed on the Company as a result of his negligence, gross fault, or violation of the provisions of the law, the Company's Memorandum of Association, or its Articles of Association.

- b. The liability referred to in paragraph (a) above shall not be extinguished if the violation occurred as a result of a decision taken at a meeting of the Board of Directors or the General Assembly, unless the person liable objected to the decision that gave rise to the liability and recorded such objection in the minutes of the meeting. Absence from the meeting at which the decision was issued shall not be deemed a ground for exemption from liability, unless it is proven that he was unaware of the decision or that he became aware of it but was unable to object thereto.
- c. The liability referred to in paragraph (a) of this Article shall be either personal liability or joint and several liability, in the event that more than one person committed the violation”.
- 3- Approved the necessary amendments of the Bank’s Articles of Association to ensure its compliance with the amendments pursuant to the resolution of the Extraordinary General Assembly held today, by amending and/or restating the Articles of Association to include such amendments, subject to the approval of the Central Bank of Bahrain.
- 4- Approved authorizing Mr. Zaid Yusuf Khonji, Head of Legal & Corporate Governance and Mr. Khalid Minwir Al Shammari, Legal Counsel and Board Secretary, to jointly make the necessary amendments to the Article of Association and restating such pursuant to the above resolution and to sign the Amended Articles of Association before the Notary Public.

Name	Khalid Minwir Al Shammari	الإسم
Title	Legal Counsel and Board Secretary	المسمى الوظيفي
Company Seal ختم الشركة		Signature التوقيع
		