



BAHRAIN
MIDDLE EAST
BANK
بنك البحرين والشرق الأوسط

Minutes of the Ordinary General Meeting (“OGM”) Held at 11:30 AM on Wednesday, 25th March 2026

Upon the Invitation of the Board of Directors, the Ordinary General Meeting (OGM) of the shareholders of Bahrain Middle East Bank B.S.C., Commercial Registration No. 12266-1, (the Bank), was held upon its third adjournment at 11:30 AM on **Wednesday, 25th March 2026** at BMB Centre, 12th floor, Office 1201, Building 135, Road 1702, Block 317, Diplomatic Area – Kingdom of Bahrain.

The meeting was held in the presence of representatives of the Central Bank of Bahrain (“CBB”), the Ministry of Industry & Commerce (“MOIC”), the Bank’s Auditors Ernst & Young (“EY”), Bahrain Bourse and Bahrain Clear, as listed below:

- 1. Ministry of Industry & Commerce**
Ms. Maryam Khalid, Financial Analyst
- 2. Central Bank of Bahrain – Wholesale Banking Supervision Directorate**
Ms. Sawsan Saeed Ahmed, Head Wholesale Banking Supervision
- 3. Central Bank of Bahrain – Capital Markets Supervision Directorate**
Ms. Hesa Al Mannai- Superintendent- Research & Corporate Governance
- 4. Bank’s Auditors Ernst & Young**
Mr. Abdullatif Al-Mahmood, Partner Assurance
Ms. Mai Abdelhalim, Assistant Manager - Assurance
- 5. Bahrain Bourse**
Ms. Noora Al Mahmeed, Disclosure Specialist
- 6. Bahrain Clear**
Ms. Hajar Yaqoob Yusuf, Senior Officer of Central Registry
Ms. Rawan Albanki, Officer of Central Registry

Board of Directors

The meeting was attended by the following members of the Board of Directors of Bahrain Middle East Bank B.S.C.

Mr. Emad Yousef AlMonayea	Vice-Chairman (Independent)
Mr. Khalil Ismaeel Al Meer	Director (Independent)
Mr. Abdulla Mohamed Dawood	Director (Executive- CEO of the Bank)

Meeting Quorum

The meeting was attended by shareholders holding **4,202** shares in the Bank, equivalent to **0.0011%** of the total shareholding of the Bank.

Mr. Emad Yousef AlMonayea, Chairman of the Meeting and the Vice Chairman of the Board of Directors, opened the session by welcoming the shareholders in attendance and the members of the regulators.

The Chairman of the Meeting confirmed this meeting to be the third meeting held further to the Invitation to Attend the Ordinary General Meeting of Bahrain Middle East Bank B.S.C. circulated by the Bank, whereby the first and second meetings which were held on 10th March 2026 and 17th March 2026, respectively, were adjourned as the legal quorum had not been met.

Accordingly, the Chairman of the Meeting confirmed that the quorum for this third meeting was fulfilled in accordance with Article (201) of the Commercial Companies Law No. 21 of 2001 as amended “*The third meeting shall be valid regardless of the number of attendees*”.



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The Agenda and Resolutions

The meeting thereon deliberated on the pre-circulated agenda which was read out by the Chairman.

The OGM hereby adopted the following resolutions:

Agenda Item No 1: Review and approve the Minutes of the Ordinary General Assembly Meeting of the Shareholders held on 26th March 2025.

With no queries or clarifications sought, the said minutes were approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the Minutes of the Ordinary General Assembly Meeting of the Shareholders held on 26 March 2025 be and hereby approved."

Agenda Item No 2: Presentation and approval of the Report of the Board of Directors on the Bank's business activities for the year ended 31 December 2025.

With no queries or clarifications sought, the said report was approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the Report of the Board of Directors on the Bank's business activities for the year ended 31 December 2025 be and hereby approved."

Agenda Item No 3: Presentation and approval of the External Auditors' Report for the year ended 31 December 2025.

With no queries or clarifications sought, the said report was approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the Auditors' Report for the year ended 31 December 2025 be and hereby approved."

Agenda Item No 4: To discuss and approve the audited consolidated financial statements for the year ended 31 December 2025.

With no queries or clarifications sought, the said audited consolidated financial statements were approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the consolidated financial statements for the year ended 31 December 2025 be and hereby approved."



Agenda Item No 5: To discuss and approve the report on Corporate Governance and compliance with the Central Bank of Bahrain's and the Ministry of Commerce and Industry requirements for year 2025.

With no queries or clarifications sought, the said report was approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the report on Corporate Governance and compliance with the Central Bank of Bahrain's and the Ministry of Commerce, Industry and Tourism's requirements for year 2025 be and hereby approved."

Agenda Item No 6: To report on any related party transactions that have taken place in the year ended on 31 December 2025 as outlined in note (23) of the consolidated financial statements in compliance with article 189 of the Commercial Companies Law of the Kingdom of Bahrain of 2001, as amended.

With no queries or clarifications sought, the said report was approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the report on any related party transactions that have taken place in the year ended on 31 December 2025 be and hereby approved."

Agenda Item No 7: Discharge those Members of the Board of Directors who are currently registered in the Bank's CR Information with the Ministry of Industry, Commerce from any liability in respect of the Financial Year ended 31 December 2025.

With no queries or clarifications sought, the following resolution proposed by the Chairman was adopted:

"Resolved that full and total discharge is hereby granted to those Members of the Board of Directors who are currently registered in the Bank's CR Information with the Ministry of Industry, Commerce from any liability in respect of the Financial Year ended 31 December 2025."

Agenda Item No 8: Appointment of External Auditors for the Financial Year ending 31 December 2026 and authorize the Board of Directors to fix their remuneration, subject to approval of Central Bank of Bahrain.

With no queries or clarifications sought, the following resolution proposed by the Chairman was adopted:

"Resolved that Ernst & Young, Bahrain be and are hereby appointed as the External Auditors of Bahrain Middle East Bank B.S.C., for the year 2026 and that the Board of Directors be and is hereby authorized to fix their remuneration, subject to approval of Central Bank of Bahrain."



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Agenda Item No 9: Acknowledge the Annual Evaluation of the Board of Directors and its committees for the year 2025.

With no queries or clarifications sought, the Annual Evaluation of the Board of Directors were approved, and the following resolution proposed by the Chairman was adopted:

"Resolved that the report on Annual Evaluation of the Board of Directors and its committees for the year 2025 be and hereby approved."

Agenda Item No 10: Elect/Appoint five (5) Board of Directors for the new three-year term (2026 to 2029), subject to the approval of the Central Bank of Bahrain.

The Chairman confirmed that the Central Bank of Bahrain has given its approval to the nomination of:

1. H.E. Sh. Khalifa bin Daij Al Khalifa
2. Mr. Emad Yousef AlMonayea
3. Mr. Khalil Ismaeel Al Meer
4. Mr. Abdullah Mohammed Dawood
5. Mr. Nader Ahmed Mahmood

Election of the Board of Directors was carried out by cumulative voting, which was verified by Bahrain Clear.

It was resolved that the following persons shall form the Board of Directors of the Bank for the next three (3) year term:

1. H.E. Sh. Khalifa bin Daij Al Khalifa
2. Mr. Emad Yousef AlMonayea
3. Mr. Khalil Ismaeel Al Meer
4. Mr. Abdullah Mohammed Dawood
5. Mr. Nader Ahmed Mahmood

Agenda Item No 11: Any other matters that may arise in the Meeting in accordance with Article (207) of the Commercial Companies Law

The shareholder Mr. Mohammed Al Shaikh and shareholder proxy Mr. Mohammed Dheya thanked the Board for their continued support, and the Bank's management and employees for their diligence and professionalism and wished the Bank success for the future.

The Chairman of the Meeting expressed his gratitude and appreciation to all present for taking the time to attend the meeting. The Chairman of the meeting also expressed his gratitude to the Bank's Management and employees for their great efforts. The OGM ended at 12:03PM.



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Mr. Emad Yousef Al Monayea
Chairman of the Meeting
Vice Chairman of the Board of Directors
At Bahrain Middle East Bank

Mr. Abdullatif Al-Mahmood
Partner Audit
Ernst & Young
The Bank's Auditor

Ms. Rawan Albanki
Officer of Central Registry
Bahrain Clear
Vote Counters / Collectors

Mrs. Jumana Ameerl
Risk Manager, Compliance officer & MLRO
Secretary of the Meeting
At Bahrain Middle East Bank

These are provisional Minutes of the Annual General Meeting of the Shareholders of Bahrain Middle East Bank B.S.C. held on 25 March 2026 and will be duly ratified by the Shareholders of the Bank in its next meeting.

Bahrain Middle East Bank B.S.C.

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CR No. 12266 (Licensed as a Conventional Wholesale bank by Central Bank of Bahrain)