Invitation to the Ordinary and Extraordinary General Meetings for the year 2025

بنك البحرين الإسلامي BisB

The Chairman of the Board of Directors of Bahrain Islamic Bank B.S.C. (Registration no. 9900 – 1, Building 722, Road 1708, Block 317, Manama/Diplomatic Area) cordially invites the shareholders to attend the Ordinary and Extraordinary General Meetings, which will be convened at 11:00 a.m. on Tuesday, 17 March 2026, at Al Dana Hall (3) - Gulf Hotel Bahrain Convention and Spa, to discuss the following agenda items. In case the quorum is not achieved on Tuesday, 17 March 2026, at 11:00 a.m., the meetings will be held on Tuesday, 24 March 2026, at 11:00 a.m., and if the quorum is not achieved on Tuesday, 24 March 2026, at 11:00 a.m., the meetings will be held on Tuesday, 31 March 2026, at 11:00 a.m., at the same time and venue. If any of the postponed meetings fall on a public holiday, those meetings will be held on the first working day following the public holiday.

First: The Agenda of the Ordinary General Meeting

1. To approve the minutes of the previous Ordinary General meeting no (49) held on March 24, 2025.
2. To discuss and approve the Board of Director's report on the Bank's activities and its financial position for the financial year ended December 31, 2025.
3. To listen to the External Auditor's report for the financial year ended December 31, 2025.
4. To listen to the Shari'a Supervisory Board's report for the financial year ended December 31, 2025.
5. To discuss and approve the audited financial statements for the year ended December 31, 2025.
6. Notification of transactions carried out during the year ended December 31, 2025, between the Bank and related parties including major shareholders of the Bank as presented in note (28) of the consolidated financial statements, pursuant to Article (189) of the Bahrain Commercial Companies Law.
7. To approve the Board of Directors' recommendation to allocate the net profit for the financial year ended 31 December 2025, as follows:
    a. Distribution of cash dividends to the shareholders at a rate of 5% of the nominal value of each share (5 fils per share, excluding fractional shares), equivalent to BD 5,298,070 (Five Million Two Hundred Ninety-Eight Thousand Seventy Bahraini Dinars) to be distributed from (8 April 2026).
    b. BD 638,209 to Zakah fund and authorize the Board of Directors to distribute it.
    c. BD 70,000 for charitable donation and authorize the Board of Directors to distribute it.
    d. Transfer of BD 1,853,696 to the statutory reserves.
    e. Transfer of BD 10,676,984 to the retained earnings.
8. To approve the payment of a total amount of BD 273,998 as remuneration to the Board of Directors for the financial year ended December 31, 2025, in addition to all benefits and privileges including the sitting fees for the financial year ending December 31, 2025, as stated in the Board of Directors Report, and approving the sitting fees for the year 2026 at a similar rate of the previous year.
9. To discuss the Bank's Corporate Governance report for the year ended December 31, 2025, as required by the Central Bank of Bahrain.
10. To absolve the members of the Board of Directors from liability for their actions during the year ended December 31, 2025.
11. To Re-appoint KPMG Fakhro as external auditors for the year 2026 and authorize the Board of Directors to determine their fees, subject to the approval of the Central Bank of Bahrain.
12. Any matter arising in accordance with Article (207) of the Bahrain Commercial Companies Law.

Second: The Agenda of the Extraordinary General Meeting

1. To approve the minutes of the previous EGM meeting no (27) held on 28 March 2022.
2. To approve the amendment of Article (29) of the Bank's Articles of Association, regarding the liabilities 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.
3. To authorize the Chairman or his delegate to take all required legal and official actions to execute the amendments to the Bank's Memorandum and Articles of Association.
4. Any other matter arising in accordance with Article (207) of the Commercial Companies Law.

Important Notice to the Shareholders

1. Shareholders can obtain a copy of the proxy form through the stock registrar, Bahrain Clear Company B.S.C.
2. The Bank's consolidated audited financial statements for the year ended December 31, 2025 and all other reports and documents that shall be presented in the meeting including the previous meeting minutes are made available on BisB's website: www.bisb.com and Bahrain Bourse's website: www.bahrainbourse.com.
3. Any shareholder who is registered in the Bank's books as of the fixed date of the meeting could attend with himself/herself or by authorizing another person in writing to attend and vote on his/her behalf, provided that the proxy should not be the Chairman, Board Members, or any of BisB's staff.
4. If the shareholder is a company, the proxy who is attending the meetings has to present a written power of attorney duly stamped and signed by the authorized person in the company and to present this power of attorney at least 24 hours prior to the meeting date to Bahrain Clear Company B.S.C.
5. Persons lacking capacity or under legal incapacity shall be represented in the meeting by their legal representatives.
6. Ensure the proxies should be submitted to Bahrain Clear Company B.S.C, either by hand or email to: registry@bahrainclear.com, at least 24 hours before the time of the meeting, noting that any submission of proxies beyond the above mentioned timeframe shall be deemed invalid to attend the meeting.
7. Shareholders with special needs are encouraged to notify the Bank at least 14 calendar days prior to the Annual General Meeting (i.e., by March 3, 2026) about any specific accommodations they require, such as sign language interpretations, braille materials, wheelchair access, or any other necessary tools to ensure their seamless participation in the meeting.

For further inquiries and assistance, please contact the Board Secretary at Bahrain Islamic Bank on:
+973 1751 5123 / +973 1754 6143