

## Annual Ordinary General Meeting Results

28<sup>th</sup> March 2024

To: Bahrain Bourse

The National Bank of Bahrain B.S.C (“NBB”) would like to announce that the shareholders Annual Ordinary General Meeting was held today at 11:00 a.m. in Al Dana 3&4 hall in Gulf Convention Centre at Gulf Hotel, through physical attendance with a quorum of 86.35%.

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

- 1- Approved the Minutes of the 67<sup>th</sup> Ordinary General Assembly meeting held on 22<sup>nd</sup> March 2023.
- 2- Discuss Board of Directors' report on the Bank's activities for the financial year ended 31<sup>st</sup> December 2023.
- 3- Hearing the external Auditors' Report on the Bank's financial statements for the financial year ended 31<sup>st</sup> December 2023.
- 4- To discuss the Bank's Audited Financial Statements for the financial year ended 31<sup>st</sup> December 2023.
- 5- To accept the recommendation of the Board of Directors to allocate the profit for the financial year ended 31<sup>st</sup> December 2023 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 22,660,526.630 (Twenty-Two Million Six Hundred Sixty Thousand Five Hundred Twenty-Six Bahraini Dinars Six Hundred Thirty Fils) distributed on 31st August 2023.
- b. Distribute year-end cash dividends of 20% (20 Fils per share), equivalent to BD 45,321,501.200 (Forty-Five Million Three Hundred Twenty One Thousand Five Hundred One Bahraini Dinars Two Hundred Fils) to be distributed from 21 April 2024 subject to the approval of the Central Bank of Bahrain as per the following:

Cum-Dividend Date	31 March 2024
Ex-Dividend Date	1 April 2024
Record Date	2 April 2024
Payment Date	21 April 2024

- c. Transfer the amount of BD 3,954,350/- (Three Million Nine Hundred Fifty-Four Thousand Three Hundred Fifty Bahraini Dinars), equivalent to 5% of the net profit, for the endowment and donations program.

- d. Retain the amount of BD 7,150,622/- (Seven Million One Hundred Fifty Thousand Six Hundred Twenty-Two Bahraini Dinars) as retained profit for the upcoming year.
- 6- Present the Corporate Governance report of 2023 and to discuss 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 31<sup>st</sup> December 2023 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 31<sup>st</sup> December 2023.
- 9- Approved the disbursement of the remuneration to the members of the Board of Directors in the sum of BD 520,000/- (Five Hundred Twenty Thousand Bahraini Dinars) for the financial year ended 31<sup>st</sup> December 2023.
- 10- Approved the re-appointment of KPMG Fakhro as Auditors of the Bank for the financial year ended 31<sup>st</sup> December 2024, subject to the approval of the Central Bank of Bahrain, and to authorize the Board of Directors to determine their fees.
- 11- To elect members of the Board of Directors of the National Bank of Bahrain for the term starting from March 2024 to March 2027: where 12 candidates nominated themselves for the candidacy of six (6) Board seats and have been voted upon by the shareholders. Accordingly, the members of the Board of Directors of the National Bank of Bahrain B.S.C were elected and appointed for the term from March 2024 as follows:
- Members elected by the shareholders in a secret ballot during the Ordinary General Meeting:
    1. Mrs. Hala Ali Yateem (Independent);
    2. Mr. Yusuf Abdulla Alireza (Independent);
    3. Mr. Rishi Kapoor (Independent);
    4. Mr. Zaid Khalid Abdulrahman (Independent);
    5. Mr. Ahmed Fawzi Kanoo (Non-Executive Member);
    6. Mr. Mohamed Farouk Almoayyed (Non-Executive Member).
  - Appointed Members by the major shareholders in accordance with Article (175) of the commercial Companies Law no (21) of 2001:
    - **Bahrain Mumtalakat Holding Co. B.S.C. (c):**
      1. Mr. Vincent Van Den Boogert (Non-Executive Member)
      2. Dr. Paul David Pester (Non-Executive Member)

3. Mr. Isa Hasan Maseeh (Non-Executive Member)
4. Mr. Alaa Abdulkhaleq Saeed (Non-Executive Member)

○ **Social Insurance Organization:**

1. Shaikh Rashed Bin Salman Al- Khalifa. (Non-Executive Member)

12- No written request was received to add a topic under other matters in accordance with Article 207 of the Commercial Companies Law.

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