

Invitation from Dukhan Bank (Q.P.S.C.)

To the esteemed shareholders to attend the ordinary general assembly meeting

The Board of Directors of Dukhan Bank (Q.P.S.C.) is pleased to invite shareholders to attend the Ordinary General Assembly Meeting of the bank, which will be held at 4:00 PM on Sunday, April 12, 2026, via video conferencing through the Zoom application.

During the meeting, the Board of Directors will discuss the agenda outlined below. If the quorum is not met, an alternative electronic meeting will be held on Sunday, April 19, 2026 at 4:00 PM.

The agenda of the Ordinary General Assembly includes:

1. To endorse the report of the Board of Directors on the bank's activity and financial position for the fiscal year ending on December 31, 2025, and discussing the bank's future plans.
2. To approve the report of the Sharia Supervisory Board for the fiscal year ending on December 31, 2025.
3. To approve the report of the external auditor on the bank's balance sheet and financial statements for the fiscal year ending on December 31, 2025.
4. To approve the bank's balance sheet and profit and loss account for the fiscal year ending on December 31, 2025.
5. To approve the Board of Directors' recommendation to distribute additional cash dividends for the second half of the fiscal year ending on December 31, 2025, at a rate of 8% of the nominal value of the share (0.08 QAR/share), bringing the total cash dividends for the fiscal year ending on December 31, 2024, to 16% of the nominal value of the share (0.16 QAR/share).
6. To absolve the members of the Board of Directors for the fiscal year ending on December 31, 2025, and determining their compensation.
7. Renewal of the Shari'a Supervisory Board of Dukhan Bank and its Group for three years, 2026-2028.
8. Discussing the Dukhan Bank Corporate Governance Report for the year 2025 and approving it.
9. Approval of the Following:
 - a. Increasing the aggregate maximum limit of the mid-term sukuk Issuance Program from USD 2,000,000,000 to USD 3,000,000,000, with the possibility of issuing sukuk under the program through a special purpose vehicle established inside or outside the State of Qatar, as determined by the Bank's Board of Directors. If required, the current issuer and trustee under the program may be replaced with a new issuer and trustee. Any further increase exceeding the total program limit of USD 3,000,000,000 shall be subject to obtaining prior approval from the Bank's shareholders and the relevant regulatory authorities.
 - b. Granting the Board of Directors the authority to make amendments to the mid-term sukuk Issuance Program, including changing the current issuer, BBG Sukuk Ltd (Cayman Islands), through a special purpose vehicle established inside or outside the State of Qatar, or redomiciling it to another suitable jurisdiction (including the Qatar Financial Centre).
 - c. Authorizing the Board of Directors to take all necessary actions for and on behalf of the Bank in relation to the program or any issuances thereunder within the approved program limit of USD 3,000,000,000, including (without limitation) updating the program (excluding the program limit) and any related transaction documents from time to time, approving any issuance of sukuk under the program, and any actions required for listing the sukuk on any stock exchange. All of the foregoing shall be subject to such terms and conditions as the Board of Directors deems appropriate. The Board may authorize one or more members of the Board of Directors and/or the Bank's management to update and/or sign any documents related to the program or the listing of the sukuk on any stock exchange, as the Board of Directors deems appropriate, subject to obtaining the required approvals from the relevant regulatory authorities.
 - d. Issuing capital instruments eligible for inclusion within the Bank's Additional Tier 1 capital, with a total value of up to QAR 4 billion (collectively referred to as the "Instruments"), provided that such Instruments are not convertible into ordinary shares of the Bank.
 - e. Authorizing the Board of Directors to take all necessary actions for and on behalf of the Bank in relation

to the issuance of the Instruments, including (without limitation) determining the size, issuance structure, terms and conditions, issuance currency, and the stock exchange on which the Instruments may be listed, in accordance with the instructions and guidelines issued by Qatar Central Bank or any other competent supervisory authority. The Board of Directors may also authorize one or more members of the Board of Directors and/or the Bank's management to sign any documents related to the issuance or listing of the Instruments on any stock exchange, subject to obtaining the required approvals from the relevant regulatory authorities.

10. To appoint the external auditor for the fiscal year 2026 and determining their fees.

Attendance and Voting Procedures:

- If the shareholder is unable to attend, kindly authorize another shareholder, who is not a member of the Board of Directors, to act on their behalf using the form provided by the Secretariat, available on the Bank's website at www.dukhanbank.com. In the case of a legal entity (company/institution), the representative must submit a written authorization from the company or institution, duly signed and stamped.
1. Shareholders wishing to attend the General Assembly Meeting electronically are required to send the following documents before or by April 9, 2026, to the email AGM@dukhanbank.com:
 - Copy of ID (Qatari ID or passport).
 - Mobile number
 - NIN (National Identification Number)
 - Authorization letter and supporting documents for individuals and corporate representatives.

Shareholders will be registered, and a link to join the meeting electronically will be sent to shareholders or their representatives whose contact details have been received.

2. Shareholders should register their attendance before the meeting time by sending an email to AGM@dukhanbank.com. After completing the registration, a Zoom link will be sent to the shareholder's email or to their representative.
3. Shareholders may discuss the agenda and ask questions to the Board of Directors or the external auditor by submitting their questions or comments in the discussion box during the meeting. Regarding voting on the agenda items, any shareholder or their representative who has an objection should raise their hand using the Zoom app's "Raise Hand" feature during voting on that agenda item. If the shareholder does not raise their hand, it will be considered as approval of the item being voted on.
4. A shareholder may appoint another shareholder (who is not a Board member) to attend the meeting on their behalf according to the form available at the Board Secretariat and on the bank's website: www.dukhanbank.com.
5. If the shareholder is a corporate entity (company/organization), the representative must send a written authorization from the company or institution, signed and stamped, to the email AGM@dukhanbank.com, along with the official documents.
6. This invitation is considered legally communicated to all shareholders without the need to send individual invitations by mail, in accordance with Article (121) of Law No. (11) of 2015 and its amendments by Law No. (8) of 2021.
7. Shareholders may view a statement containing the fees, commissions, loans, credit facilities, as well as non-cash benefits and compensation received by the Chairman and members of the Board of Directors; as well as the amounts spent on advertising and donations, at the Board Secretariat in the bank's headquarters seven days before the General Assembly meeting.

For more information, please visit the website: www.dukhanbank.com

Abdullah bin Fahad bin Jassim Al Thani
Chairman of the Board

dukhanbank.com



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