



Proxy form

I, the undersigned _____, being a shareholder in Al Baraka Group B.S.C. (Closed) appoint Mr. / Ms. _____ to represent me and vote on my behalf in the e-Ordinary General Assembly Meeting to be successively held on Wednesday 19 March 2025, or any subsequent adjournment of these meetings. Authorization for the following:

The e-Ordinary General Meeting:

	Yes	No	Abstain
1. To approve the minutes of the Ordinary General Assembly meeting held on March 20th 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To discuss and approve the Directors Report on the activities of the Bank for the Financial Year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To review the Unified Sharia Supervisory Board's Report for the financial year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To review the Unified Sharia Supervisory Board's Report for the financial year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To discuss and approve the consolidated financial statements for the financial year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To approve the related parties' transactions as stated in note No. (27) of the above financial statements, which accommodates with the Article 189 of the Commercial Companies Law.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To approve the following Board of Directors' recommendations, after obtaining the required official approvals:			
a. The transfer of 10% of the Net Income attributable to equity holders of the Parent amounting to US\$ 15,732,444 to the Statutory Reserve.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. The transfer of US\$ 141,591,993 to the Retained Earnings.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To approve a remuneration of US\$ 1.5 Million to the Members of the Board of Directors for the financial year ended on December 31st 2024, after obtaining the required approval from the Minister of Industry & Commerce.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To review the Corporate Governance Report as per the instruction of the Central Bank of Bahrain:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
a. To review the evaluation of the Board, Board Members and Board Committees (included in the annual report distributed to shareholders)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. To review the board members attendance percentage report for the board meetings for the year 2024 (included in the annual report distributed to shareholders).			
10. To authorize the management of Al Baraka Group B.S.C (Closed) to pay an amount of US\$ 1,404,170 as Zakat on behalf of all shareholders amounting to US Cent 0.12 for each share, and to approve that the amount to be deducted directly from the retained earnings, and the management has the right to authorize whomever it deems appropriate to distribute the Zakat to the parties entitled to it.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To absolve the Directors from liability for the financial year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To approve the aggregate benefits and remuneration of US\$ 140,000 to the members of the Unified Sharia Supervisory Board for the financial year ended on December 31st 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To ratify the recommendation of the Board of Directors to re-appoint Messrs. PricewaterhouseCoopers as External Auditors for Al Baraka Group for the financial year ending on December 31st 2025, and to authorize and empower the Board of Directors or its delegate to determine their remuneration, subject to the approval of the Central Bank of Bahrain.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To discuss any urgent matter arises according to Article 207 of Commercial Companies Law No. 21/2001 and its amendments.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



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e-Extra-Ordinary General Assembly Meeting Agenda

Yes No Abstain

1. To approve the minutes of the Extra-Ordinary General Assembly meeting held on November 14th 2023.
2. To approve the amendment of the Memorandum and Articles of Association after the obtainment of the necessary approvals from the regulatory authorities to transfer the shares of the late Mr. Mahmood Jameel bin Abdulwahab Hosouba to the names of his heirs as per the list provided by the heirs and the shares of the late Mr. Abdulla Abdulaziz Al Rajhi to the names of his heirs as per the list provided by the heirs.
3. To authorize the Board of Directors to complete the procedures for transferring the shares of any shareholder or group of shareholders whose shareholding does not exceed 10% of the company's capital in the event that the shareholder/shareholders wish to transfer the shares to a third party or in the event that the shares are transferred to the heirs, after fulfilling the conditions stipulated in the articles of association and bylaws and obtaining the necessary approvals from the regulatory authorities; also to authorize the Board of Directors and granting them the right to authorize whomever they deem appropriate to take all necessary and required actions to amend the articles of association and bylaws and document them with the competent regulatory authorities; and
4. To authorize and empower the Board of Directors or its delegate to take necessary actions to effect the above amendment to the Memorandum and Articles of Association including notarization at the regulatory authorities.

Notice: The Draft resolutions for the above items and the passing quorum for voting on each will be available electronically with the rest of the meeting attachments on Al Baraka Group and Bahrain Clear Company's website before sufficient time of the meeting.

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All shareholders who intend to attend the meeting, or whomever they authorize, are kindly requested to register in advance to receive the invitation and the meeting link, by adhering to the required steps as per the following link: <https://eagm.bahrainclear.com/en/>

Shareholder Name : _____

Individual (CPR): _____ Corporate (CR No.) : _____

Investor No.: _____

Number of Shares: _____

Signature: _____ Date: _____ / _____ / 2025

Important Notes to the Shareholders:

1. The shareholders or the persons who have been authorized to attend must send the above data at least 24 hours before the date of the meeting.
2. The appointed proxy shall neither be the Chairman nor a director or an employee of the Company.

Al Baraka Group (B.S.C.) (Closed)
Al Baraka Headquarters
P.O. Box 1882
Bahrain Bay, Kingdom of Bahrain
Tel: +973 17541122
Fax: +973 17536533
albaraka.com

Investors Relations:
Mr. Ahmed AbdulGhaffar
Acting Head - Corporate
Communications & ESG
Tel: +973 17520701
+973 17541122
email: aghaffar@albaraka.com

Shares Registrar:
Bahrain Clear
Bahrain Financial Harbor – 4th floor
Tel: +973 17108833
email: registry@bahrainbourse.com